

Blue Dart Center, Sahar Airport Road,  
Andheri (East), Mumbai - 400 099, India  
Tel: 2839 6444  
Fax: 2824 4131  
CIN : L61074MH1991PLC051074  
www.bluedart.com  
communications@bluedart.com

July 05, 2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001  
Scrip Code - 526612

To,  
National Stock Exchange of India Ltd  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra East,  
Mumbai – 400 051  
NSE Symbol - BLUEDART

**Sub: Annual Report 2018-19 & Annual General Meeting Notice**

Dear Sir / Madam,

Please find enclosed herewith Annual Report of the Company along with Notice dated May 16, 2019 convening Twenty Eighth Annual General Meeting of the members of the Company scheduled to be held on Wednesday, July 31, 2019 at 4.30 p.m. at Chancellor I, Hotel Hilton Mumbai International Airport, Sahar Airport Road, Andheri (E), Mumbai 400 099 to transact the business as set out in the aforesaid Notice.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For **Blue Dart Express Ltd.**



**Tushar Gunderia**  
Company Secretary &  
Head-Legal & Compliance



28<sup>th</sup>  
ANNUAL REPORT  
**2018-2019**



INNOVATION



# INDIA'S MOST INNOVATIVE & AWARDED EXPRESS LOGISTICS COMPANY



# CONTENTS

## BLUE DART EXPRESS LIMITED

Our Vision	02
Guiding Principles	05
Board of Directors & Key Managerial Personnel	06
Executive Management	07
Chairman's Statement	08
Financial Summary	10
Awards & Accolades	14
Sustainability at Blue Dart	16
Business Responsibility Report	20
Directors' Report	36
Corporate Governance Report	73
Auditors' Certificate on Corporate Governance Report	95
Management Discussion and Analysis	96
CEO & CFO Certification and Declaration regarding Blue Dart Code of Conduct	103
Auditors' Report	104
Balance Sheet	112
Profit and Loss Account	113
Cash Flow Statement	114
Schedules	117

## BLUE DART AVIATION LIMITED

Board of Directors	151
Directors' Report	152
Auditors' Report	170
Balance Sheet	176
Profit and Loss Account	177
Cash Flow Statement	178
Schedules	181

## CONCORDE AIR LOGISTICS LIMITED

Board of Directors	212
Directors' Report	213
Auditors' Report	222
Balance Sheet	228
Profit and Loss Account	229
Cash Flow Statement	230
Schedules	232

## CONSOLIDATED ACCOUNTS

Auditors' Report	252
Balance Sheet	258
Profit and Loss Account	259
Cash Flow Statement	260
Schedules	263



## Our Vision

To be the best and set the pace in the express air and integrated transportation and distribution industry, with a business and human conscience.

We commit to develop, reward and recognise our people who, through high quality and professional service, and use of sophisticated technology, will meet and exceed customer and stakeholder expectations profitably.





# Our Guiding Principles

We will:

- Treat each other fairly and with respect and dignity.
- Encourage freedom in communication of thoughts and ideas in all our interactions.
- Value integrity and be uncompromising in upholding it at all times.
- Give due importance to the health, safety and well-being of our people.
- Ensure that our 'People First' philosophy serves as a driving force behind the success of our organisation.
- Encourage and inculcate in all a winning attitude.
- Encourage learning, self-development and building effective leadership.
- Expect our people to be accountable for all their actions related to the company.
- Provide a workplace where each and every employee is nurtured and who, in turn, will nurture the organisation, thereby creating wealth for stakeholders.
- Drive the 'First Time Right' concept to achieve 100% Quality and Customer Satisfaction.
- Encourage passion and enthusiasm for Work, Service Quality and Customer Care.
- Project a positive, caring and professional image of ourselves and our service at all times.
- Avoid waste by being conscious of the impact of all our actions on the environment.
- Continue to be a law-abiding, apolitical and secular company.

# BOARD OF DIRECTORS



Sharad Upasani  
Chairman



Balfour Manuel  
Managing Director  
(w.e.f May 16, 2019)



Kenneth Allen  
Additional Director



Malcolm Monteiro  
Director



Air Marshal M. McMahon (Retd.)  
Director



Narendra Sarda  
Director



Tulsi Nowlakha Mirchandaney  
Director



R.S. Subramanian  
Additional Director



Kavita Nair  
Director

## KEY MANAGERIAL PERSONNEL



Aneel Gambhir  
Chief Financial Officer



Tushar Gunderia  
Company Secretary &  
Head - Legal & Compliance

# EXECUTIVE MANAGEMENT



**V. N. Iyer**  
Head - Corporate  
Accounting



**Ketan Kulkarni**  
Head - Business Development  
& CMO



**Manoj Madhavan**  
Chief Information Officer



**Michael Pereira**  
National Operations Head



**Samir Shah**  
Business Head -  
Apex & SFC



**Vinay Srivastava**  
Head - Admin, Procurement  
& Real Estate



**Nitin Varkey**  
Head - Project Management &  
Organisation Excellence



**Sonia Nair**  
Head - Customer Service



**Mani Bhushan**  
Head-eCommerce



**Venantius D'Souza**  
Head-Security



**Sukhwinder Singh**  
Head - North Region



**Russel De San Lazaro**  
Head - West 1 Region



**K. Gopa Kumar**  
Head - South 1 Region



**B. C. Kalappa**  
Head - South 2 Region



**Sandeep Petkar**  
Head - West 2 Region



**Subrata Biswas**  
Head - East Region



## Dear Stakeholders,

India has emerged as the fastest growing major economy in the world with a GDP that is growing at 7% and is expected to reach US\$ 6 trillion by Financial Year 2027<sup>1</sup> making it the third largest economy in the world overtaking Japan.

In spite of a favourable long term outlook, in the short term, the business environment has been challenging. It has remained volatile, uncertain, challenging and ambiguous – VUCA, this is becoming the 'new normal'. The GDP growth slowed to a five-year low of 5.8% in the January – March quarter<sup>2</sup> this year. According to the global ranking of the World Bank's Logistics Performance Index, India moved to 44<sup>th</sup> rank in 2018 from 35<sup>th</sup> rank in 2016 in terms of overall logistics performance.

India's logistics network is USD 160 billion market for the Financial Year 2018 and is estimated to touch USD 215 billion by Financial Year 2020, growing at a CAGR of 10.5%<sup>3</sup>. The express logistics industry that your Company operates in, is fast changing with competitors that are hyper active and customers are extremely demanding. The industry is growing strongly with higher levels of investment. It is also undergoing continuous change in its security infrastructure and upgrades in automation and technology, these factors are turning to be the most important aspects in differentiating business.

The re-election of the government for the second term, confirms stability at the centre. We hope to continue to witness renewed energy, focus and earnestness. Amidst the rising uncertainties and economic challenges on both domestic and global front, there is an urgent need to re-energise the engines of growth and refuel the economy. The Union Budget which is due to be presented shortly in July 2019, is an opportunity for the government to boost consumption and investments through appropriate fiscal stimulus and policies. The budget is also expected to set in motion the direction that the government will take in the next five years.

The government has reiterated its steadfast commitment to modernizing the enablers of Indian logistics with a key focus on infrastructure development with initiatives such as Bharatmala and

Sagarmala which aim at strengthening the countrywide road network and improving connectivity. Dedicated Freight Corridors will aim to decongest a heavily saturated road network and reduce freight transit times across industrial heartlands in landlocked India to ports on the eastern and western coast of the country. The government must speed and scale the execution of rail, road, sea and air projects. Sufficient budgetary provisions and fund allocations should be made for the seamless development and implementation of infrastructure projects.

Besides this, the country has also witnessed a regulatory boost with key reform measures and policy interventions like the Goods and Services Tax (GST), e-way bill, relaxed FDI regulations and granting of infrastructure status to the logistics industry which boosted its core competencies. The industry hopes that the government will revisit the existing tax rates under GST to simplify the structure that will benefit various industries including logistics.

The future is more complex than ever before. The express logistics business is experiencing change led by a heightened competitive environment, new entrants and in-house logistics (captive) business models of some of Blue Dart's major e-commerce customers.

Amidst this scenario, your Company performed well this year and continues to offer a wide range of innovative and simplified solutions across industry sectors, coupled with a dedicated air and ground network, high-standard technology architecture, value pricing, customer centricity, excellent service quality and operation delivery par excellence. Your company is certified to the ISO 9001 standards and has re-certified to the new global ISO 9001-2015 standards.

The Company's market leading services and expertise is highly regarded, and is a global benchmark operating to international standards. A reflection of the true blue characteristic and 'The Blue Dart Way' – a way where excellence is always a habit.

Your Company also remains one of the best managed organisations in India, established by a strong brand built by a team of committed and passionate people. Blue Dart has been certified as one of India's best Companies to Work For 2019 by Great Place to Work Institute, India, ranked No. 1 amongst the Best Multinational Workplaces in Asia by Great Place to Work - Asia's Best Workplaces – 2019 and has been recognised as a Company with Great People Managers by Great Manager Institute and Forbes.

In the year gone by, 99% of Blue Darters participated in the Annual Employee Satisfaction Survey (ESS). Pride in working for Blue Dart clearly emerges as the highest score at 97.2%. Your Company's employee engagement and motivation are at the zenith and Blue Dart today is truly at an inflection point.

Your Company posted ₹ 8,760 Lakhs profit after tax for the year ended March 31, 2019. Income from operations for the year ended March 31, 2019 was ₹ 3,16,546 Lakhs. Your Company carried over

<sup>1</sup> IBEF    <sup>2</sup> Mint    <sup>3</sup> IBEF

2,332.71 Lakhs domestic shipments and over 9.16 Lakhs international shipments weighing over 754,981 tonnes during the same period.

The Board of Directors of your Company has recommended a Dividend of ₹ 12.50/- (Rupees Twelve and Paise Fifty only) per equity share for the year ended March 31, 2019, subject to necessary approval by the members in the ensuing Annual General Meeting.

As India's most innovative and awarded express logistics company, your Company is acknowledged for its international standards, innovation, technology, value, quality, efficiency and responsiveness and strong Corporate Social Responsibility.

Over the years, Blue Dart has always been the first to identify opportunities through exhaustive market research, business intelligence, customer feedback and regular market scanning and analysis.

In 2018, Blue Dart rolled out a strategic plan to counter the challenging business environment, intensify its focus and strategically maintain & strengthen its leadership in the market.

As part of the strategy, your Company embarked on two key initiatives aimed at bringing long term benefits to customers and win in every geography. The first one being DAWN - Deliver Any Where Now successfully enabled the company to aggressively expand its reach from 6,000 pin codes to over 14,000 pin codes, enabling delivery to most Indian homes. RISE - Revenue Increase from Small Towns & SMEs to support businesses from Bharat to cater a larger market was the second initiative. As part of the expansion, the company continues to make extensive investments in infrastructure, manpower, new-age technology and automation to drive business growth and create value for its customers and stakeholders.

The strategy also entailed various initiatives and key action areas including increased use of road infrastructure, development of new products, increased focus on automation, introduction of customer convenience features etc.

Through the year Blue Dart also added three new state-of-the-art facilities at Chennai, Delhi and Mumbai Airports to further strengthen the Air Express service and build operational efficiency.

The brand has today become the market leading benchmark for value, quality, speed, reliability, responsiveness and service excellence; this is a manifestation of the internal processes created to consistently deliver on these parameters. First Choice and Net Promoter Approach are the programs that act as a 'compass' for the direction the business needs to take to remain a 'Provider of Choice' for customers.

We are in a rapidly changing world where burgeoning digital connectivity and ubiquity of data is reshaping the value creation model across industries. Blue Dart continues to lead digital transformation with analytics, automation, business intelligence, smart dashboards,

auto-route applications, deployment of parcel lockers, electrical vehicles and investments in high-standard technology architecture including a contemporary website.

In addition, Your Company continues to tap into social media and address customer requirements through its official Facebook, Twitter, YouTube and LinkedIn pages to reach an extensive audience base and rapidly growing followers.

Strong Corporate Governance has always been an integral part of the Company's business philosophy. Building community trust through responsible and sustainable management of its business is an indispensable part of Blue Dart. The Company is committed to its Living Responsibility motto. Living Responsibility or in common parlance, 'Corporate Responsibility' is a core element of Blue Dart's corporate strategy. Your Company (along with DPDHL group) focuses its corporate responsibility on environmental protection (GoGreen), disaster management (GoHelp) and championing education (GoTeach). Blue Dart is also part of Green Freight Asia (GFA), a network of Asian road freight companies working together to improve fuel efficiency, reduce CO<sub>2</sub> emissions, and lower logistics costs across the entire supply chain. Your Company continues to be aligned to the group's Mission 2050: Zero Emissions goals.

Overall, it was another year of sustained high performance with considerable achievements across our business. None of this would have been possible without the dedication and determination of our people.

The team is charged, aligned, motivated and strongly focused on strengthening the business and reinforcing its leadership position while making the organisation more agile, futuristic and sustainable while it fulfils its commitment to its stakeholders – customers, investors, government, employees and the planet.

I would like to sincerely thank our shareholders for the overwhelming trust, support and confidence, the Board and all Blue Darters for their hard work and commitment to this great Company.

It gives me great pleasure to share with you the Annual Report of your Company for the year ended March 31, 2019.

Warm regards,

Mumbai  
June 3, 2019

Sharad Upasani  
Chairman

₹ in Lakhs  
(Unless otherwise specified)

Particulars	December 2009	December 2010	December 2011	March 2013 (15 Months)	March 2014	March 2015	March 2016	March 2017	March 2018	March 2019
Income from Operations	90,523	114,741	149,271	216,651	193,415	226,850	255,192	268,087	279,085	316,546
Other Income	760	532	2,115	3,941	4,197	2,448	3,057	2,782	2,254	1,821
<b>Total Income</b>	<b>91,283</b>	<b>115,273</b>	<b>151,386</b>	<b>220,592</b>	<b>197,612</b>	<b>229,298</b>	<b>258,249</b>	<b>270,869</b>	<b>281,339</b>	<b>318,367</b>
Total Expenditure	80,150	99,324	131,338	190,021	176,162	204,467	222,121	241,645	253,104	299,201
Profit before Depreciation, Interest and Tax	11,133	15,949	20,048	30,571	21,450	24,831	36,128	29,224	28,235	19,166
Depreciation	1,776	1,922	2,160	3,448	2,710	4,354	4,022	4,393	4,498	4,796
Finance Cost	55	1	0	1	3	1,121	3,114	3,125	2,559	1,535
Profit Before Tax	9,302	14,026	17,888	27,122	18,737	19,356	28,992	21,706	21,178	12,835
Income Tax expenses	3,232	4,589	5,664	8,256	6,297	6,672	9,994	7,749	6,968	4,075
<b>Profit After Tax</b>	<b>6,070</b>	<b>9,437</b>	<b>12,224</b>	<b>18,866</b>	<b>12,440</b>	<b>12,684</b>	<b>18,998</b>	<b>13,957</b>	<b>14,210</b>	<b>8,760</b>
Equity	2,376	2,376	2,376	2,376	2,376	2,376	2,376	2,376	2,376	2,376
Reserves	42,605	51,765	63,437	62,593	61,153	27,334	44,686	49,796	59,749	64,101
<b>Networth</b>	<b>44,981</b>	<b>54,141</b>	<b>65,813</b>	<b>64,969</b>	<b>63,529</b>	<b>29,710</b>	<b>47,062</b>	<b>52,172</b>	<b>62,125</b>	<b>66,477</b>
Debt (non current)	-	-	-	-	-	33,219	33,219	16,609	7,118	7,500
Fixed Assets (Net)	17,167	18,310	23,273	22,018	22,772	21,538	24,334	23,422	21,946	24,722
EPS Basic and Diluted (₹)	25.6	39.8	51.5	79.5	52.4	53.5	80.1	58.8	59.9	36.9
<b>Book Value (₹)</b>	<b>189.6</b>	<b>228.2</b>	<b>277.4</b>	<b>273.8</b>	<b>267.7</b>	<b>125.2</b>	<b>198.3</b>	<b>219.9</b>	<b>261.8</b>	<b>280.2</b>
ROCE (in percentage)	22.2	28.3	29.8	41.5	29.2	32.4	43.5	33.3	34.4	20.1
*Net Debt/ Equity (in times)	-	-	-	-	-	0.7	0.2	0.3	-	-

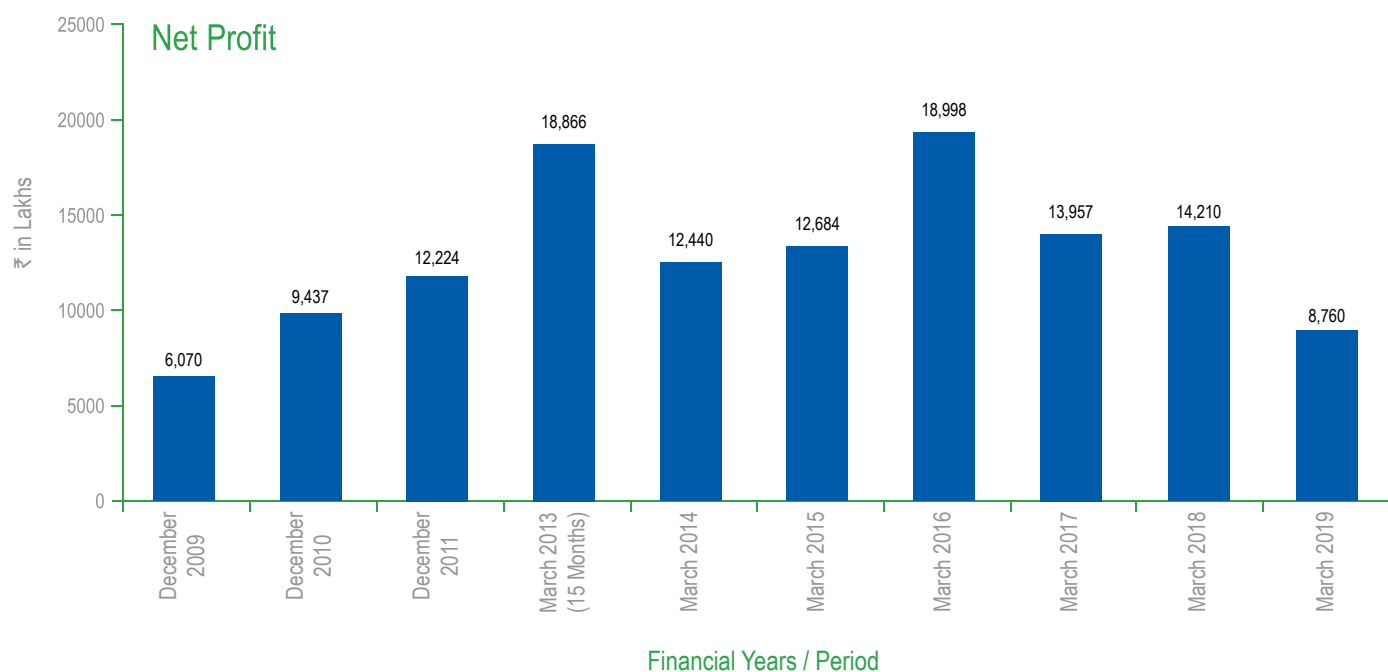
Note:

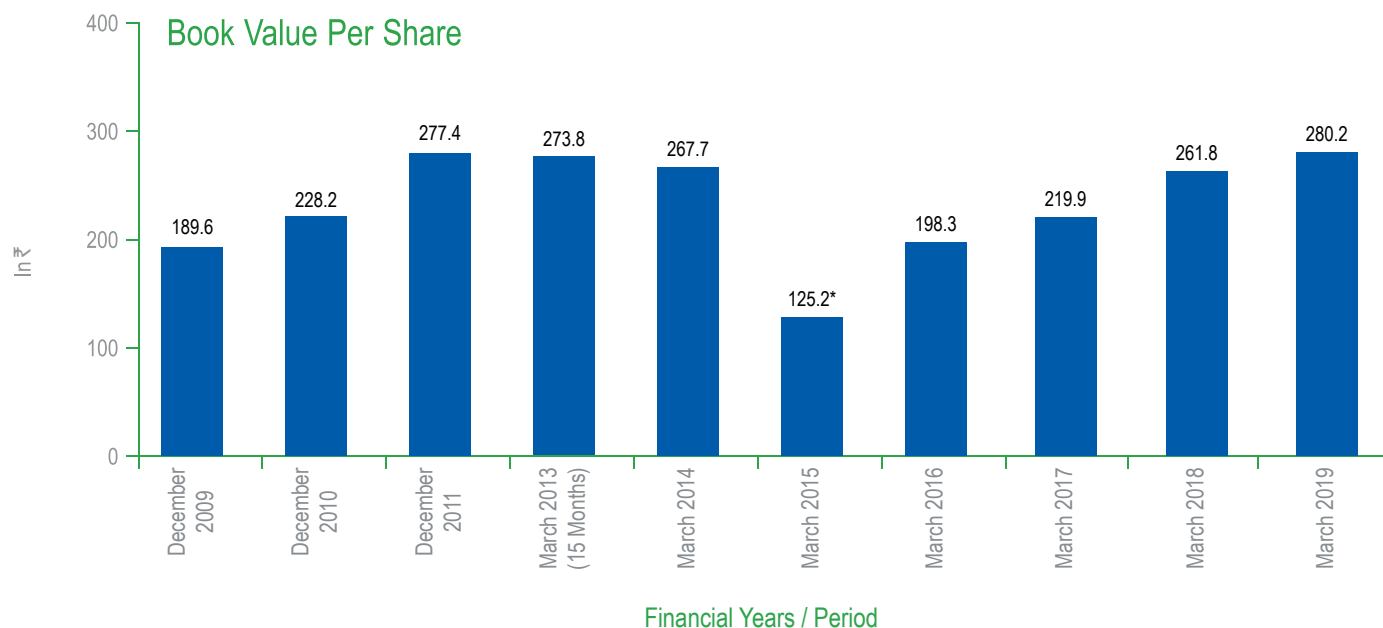
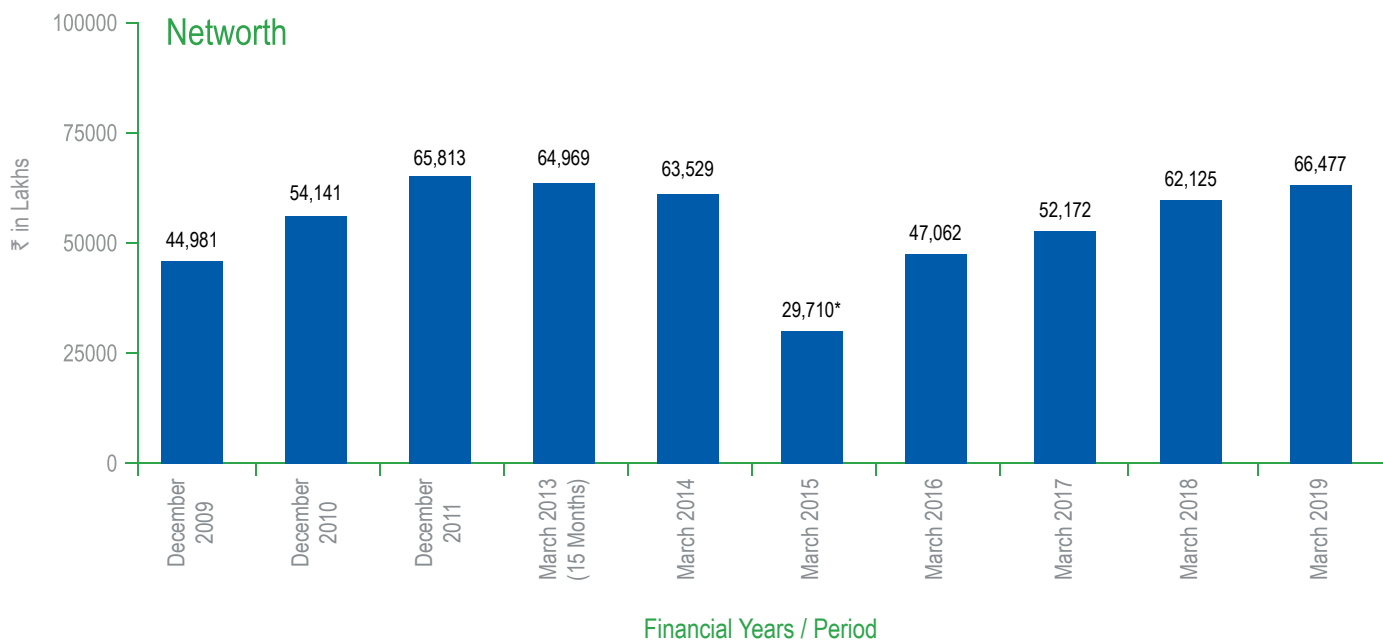
The above numbers are on standalone basis.

\* Net Debt = (Long term borrowing - Cash and Cash equivalents excluding amounts held on behalf of customers and Dividend Accounts)

As at March 31, 2018 and March 31, 2019 the Cash and Cash equivalents are more than Long Term Borrowing, hence the Net Debt Equity Ratio has not been disclosed for both the years.

## Ten years review





**Note:**

Beginning April 1, 2016, the Company has adopted Ind AS for the first time with a transition date of April 1, 2015 and for the purpose of comparative financials, transition date has been taken as April 1, 2015. Accordingly, effective financial year ending March, 2016 onwards the financials are prepared in accordance with the Companies (Indian Accounting Standards) Rules 2015 (Ind AS) as prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices as applicable. For earlier years, the financials are as per the previous IGAAP.

\*After appropriating ₹ 40,487 lakhs or ₹ 170.60 per Equity Share towards allotment of Unsecured, Redeemable, Non-Convertible Debentures by way of bonus, Dividend Distribution Tax thereon and related expenses.



IT TAKES A LEADER TO DELIVER

**BLUE DART**

## The list of the awards received for the year 2018-19.

### Brand / Customer Service / Retail / Loyalty

- Voted as a Business Superbrand for the 12<sup>th</sup> consecutive year by Superbrands 2018
- Best Express Logistics Provider by ET Now Rise with India 2018
- Most Innovative Company in Logistics Sector by ET Now Rise with India 2018
- Business Standard BS 1000 ranks Blue Dart at 311 in 2019
- WPP & Kantar Millward Brown's BrandZ™ Top 75 Most Valuable Indian Brands ranked Blue Dart on 69<sup>th</sup> position making it the only Logistics company to enter in the list of 75 Valuable Indian Brand
- Mahindra Transport Excellence Award 2018 confers Blue Dart with the "Outperformers in Courier / e-Commerce Transportation Award"
- Blue Dart conferred with the Indira Silver Jubilee Excellence Awards 2019 by Indira Group of Institutes, Pune

### Human Resources

- Ranked No. 1 Best Multinational Workplaces in Asia 2019 in a study conducted by Great Place to Work® Institute (GPTW) Asia
- Certified as one of India's Best Companies to Work for – 2019 Great Place to Work® Institute India
- Recognised as a Company with Great People Managers by Great Manager Institute and Forbes
- National Best Employer Brand 2018 Award presented to Blue Dart by 13<sup>th</sup> Branding Employer Award 2018 – 2019

### Sustainability

- ET Now Rise with India 2019 presents CSR Leadership Award to Blue Dart
- ET NOW - Rise with India CSR Leadership Award 2018 for:
  - Best Corporate Social Responsibility Practices
  - Best Environment Friendly Project
- Indywood Excellence Award for Outstanding Educational Initiatives for Marginalised Communities 2018

### Individual

- CFO 100 Recognition of Excellence presented to Aneel Gambhir, Chief Financial Officer, Blue Dart, for exceptional calibre and contribution to the world of finance
- Ketan Kulkarni, Head - Business Development & CMO, Blue Dart was awarded 'The Greatest Marketing Influencer' by World Federation of Marketing Professionals and Powered by CMO Asia
- ET NOW - Rise with India CSR Leadership Award 2018 for:
  - CSR Leadership Award - Ketan Kulkarni
  - Young CSR Leader Award - Valini Dsouza, Manager - PR, Corporate Communications and Sustainability
- Jayaprakash Jain, Manager - Market Intelligence, Blue Dart was awarded with the Emerging Leader in Analytics Translation at the GTF Leadership Summit & Awards 2018 at an event organized by Global Triumph Foundation













## Vision

“To be the best and set the pace in the express air and integrated transportation and distribution industry, with a business and human conscience. We commit to develop, reward and recognise our people who, through high quality and professional service and use of sophisticated technology, will meet and exceed customer and stakeholder expectations profitably.”

## Guiding Principles

Blue Dart’s sustainability initiatives championed as Living Responsibility within the group are structured and inspired by the three pillars of GoTeach, GoGreen and GoHelp. These are created to enhance and maximize the impact for larger societal value.

The concerted efforts of the company and its dedicated employees over several years had led to the improvement in the livelihood of the disadvantaged sections of the society.

The company has done promising work in enabling young adults, differently abled and disenfranchised women to maximize their potential and become confident and contributing members of the society.

The Directors present the Business Responsibility Report of the Company for the financial year 2018-19, pursuant to Regulation 34 (2)(f) of the SEBI (Listings Obligations and Disclosure Requirements) Regulations, 2015.

## ANNEXURE - SEBI FORMAT

### a. Section A: General Information about the Company

QUESTION	INFORMATION/REFERENCE SECTION
1. Corporate Identity Number (CIN) of the Company	L61074MH1991PLC061074
2. Name of the Company	Blue Dart Express Limited
3. Registered address	Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400099
4. Website	www.bluedart.com
5. E-mail id	communications@bluedart.com
6. Financial Year reported	1st April, 2018 to 31st March, 2019
7. Sector(s) that the Company is engaged in (industrial activity code-wise)	Courier and Express services (NIC : 5320)
8. List three key products/services that the Company manufactures/ provides (as in balance sheet)	Courier and Express services
9. Total number of locations where business activity is undertaken by the Company	Blue Dart is South Asia's premier courier, and integrated express package Distribution Company. We have the most extensive domestic network covering over 35,000 locations, and service more than 220 countries and territories worldwide through our group company DHL, the premier global brand name in express distribution services.  Blue Dart is having 1,665 offices across India.
i. Number of International Locations (Provide details of major 5)	
ii. Number of National Locations	
10. Markets served by the Company – Local/State/National/International	India

**b. Section B: Financial Details of the Company**

QUESTION	INFORMATION/REFERENCE SECTION
1. Paid up Capital (INR)	2,376 Lakhs
2. Total Turnover (INR)	3,16,546 Lakhs
3. Total profit after taxes (INR)	8,760 Lakhs
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	2%
5. List of activities in which expenditure in 4 above has been incurred:-	Refer 'Empowering Local Communities - Corporate Social Responsibility at Blue Dart' section of Business Responsibility Report

**c. Section C: Other Details**

QUESTION	INFORMATION
1. Does the Company have any Subsidiary Company/ Companies?	Yes, the Company has two subsidiary companies viz. Blue Dart Aviation Limited and Concorde Air Logistics Limited
2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	There is no direct participation
3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	No

**d. Section D: BR Information**

QUESTION	INFORMATION
1. <b>Details of Director/Directors responsible for BR</b>	
a) Details of the Director/Directors responsible for implementation of the BR policy/policies	<ul style="list-style-type: none"> <li>• DIN Number – 01739334</li> <li>• Name - Mr. Sharad Upasani</li> <li>• Designation – Chairman</li> <li>• DIN Number – 00089757</li> <li>• Name - Mr. Malcolm Monteiro</li> <li>• Designation – Director</li> <li>• DIN Number – 01842520</li> <li>• Name - Ms. Tulsi Nowlakha Mirchandaney</li> <li>• Designation – Director</li> </ul>
b) Details of the BR head	<ul style="list-style-type: none"> <li>• DIN Number (if applicable) – N.A.</li> <li>• Name – Mr. Aneel Gambhir</li> <li>• Designation – CFO</li> <li>• Telephone number - 28396444</li> <li>• E-mail ID - Aneelg@bluedart.com</li> </ul>

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)											
S.No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9	
1.	Do you have a policy/policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y	
2.	Has the policy been formulated in consultation with relevant stakeholders?	All the policies have been formulated in consultation with Management of the Company and approved by the Board of Directors.									
3.	Does the policy conform to any national/international standards? Specify if Yes	All the policies are compliant with respective principles of National Voluntary Guidelines (NVG).									
4.	Has the policy been approved by the Board? Has it been signed by MD/Owner/CERO/ Appropriate Board Director?	All the policies have been approved by the Board and signed by the Managing Director/CEO.									
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	The Board has constituted the BRR Committee currently comprising of Mr. Sharad Upasani, Mr. Malcolm Monteiro and Ms. Tulsi Nowlakha Mirchandaney.									
6.	Indicate the link for the policy to be viewed online	Copies will be made available on receipt of written request from the shareholders.									
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been formally communicated to internal and external stakeholders.									
8.	Does the company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
9.	Does the company have a grievance redressal mechanism to address stakeholders' grievance related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
10.	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	It will be done in due course.									

QUESTION		REFERENCE SECTION
3.	<b>Governance related to BR</b>	
	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?)	Annually
	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	The Company has been publishing information on its sustainability efforts as part of its annual report on a voluntary basis.

## e. Section E: Principle - wise performance

QUESTION		REFERENCE SECTION
<b>Principle 1: Ethics, Transparency and Accountability</b>		
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?	Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of Business Responsibility Report
2.	How many stakeholders' 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.	

QUESTION		REFERENCE SECTION
<b>Principle 2: Sustainable Products and Services</b>		
1.	List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.	Refer 'Environment & Energy' section of Business Responsibility Report
2.	For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional): 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?	
3.	Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.	
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?	
5.	Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.	

<b>Principle 3: Employee Well Being</b>		
1.	Please indicate the Total number of employees.	Refer 'Aspiring to be Employer of Choice : Workforce Management at Blue Dart' section of Business Responsibility Report
2.	Please indicate the Total number of employees hired on temporary/ contractual/ casual basis.	
3.	Please indicate the Number of permanent women employees.	
4.	Please indicate the Number of permanent employees with disabilities.	
5.	Do you have an employee association that is recognized by management?	
6.	What percentage of your permanent employees is members of this recognized employee association?	
7.	Please indicate the number of complaints relating to child labor, forced labor, involuntary labor, and sexual harassment in the last financial year and pending, as on the end of the financial year.	
8.	What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year? • Permanent Employees • Permanent Women Employees • Casual/Temporary/Contractual Employees • Employees with Disabilities	

<b>Principle 4: Valuing Marginalised Stakeholders</b>		
1.	Has the company mapped its internal and external stakeholders?	Refer 'Managing Stakeholder Priorities – Stakeholder engagement at Blue Dart' section of Business Responsibility Report
2.	Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?	
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.	

QUESTION		REFERENCE SECTION
<b>Principle 5: Human Rights</b>		
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?	Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of Business Responsibility Report
2.	How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?	

<b>Principle 6: Environment</b>		
1.	Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others?	Refer 'Environment & Energy' section of Business Responsibility Report
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.	
3.	Does the company identify and assess potential environmental risks?	
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?	
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.?	
6.	Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?	
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.	

<b>Principle 7: Policy Advocacy</b>		
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:	Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of Business Responsibility Report
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)	

<b>Principle 8: Inclusive Growth</b>		
1.	Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.	Refer 'Empowering Local Communities - Corporate Social Responsibility at Blue Dart' section of Business Responsibility Report
2.	Are the programmes/projects undertaken through in-house team/own foundation/external NGO/ government structures/any other organization?	
3.	Have you done any impact assessment of your initiative?	
4.	What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?	
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.	

QUESTION		REFERENCE SECTION
<b>Principle 9: Customer Value</b>		
1.	What percentage of customer complaints/consumer cases are pending as on the end of financial year.	Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of Business Responsibility Report
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)	
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.	Refer 'Managing Stakeholder Priorities – Stakeholder engagement at Blue Dart' section of Business Responsibility Report
4.	Did your company carry out any consumer survey/ consumer satisfaction trends?	



## SUSTAINABLE DEVELOPMENT GOALS

17 GOALS TO TRANSFORM OUR WORLD

GoTeach

GoGreen

GoHelp



## BUSINESS RESPONSIBILITY AT BLUE DART

It is a privilege to present the 'Business Responsibility Report' of Blue Dart Express Limited for Financial Year 2018-19. In conformance to the requirements of the clause (f) of sub regulation (2) of regulation 34 of SEBI's Listing Regulations, this report is aligned with the nine principles of the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVG-SEE) notified by the Ministry of Corporate Affairs, Government of India. Additionally, this report includes 'Corporate Social Responsibility' (CSR) section which is compliant to Schedule VII of Section 135 of the Companies Act, 2013. The report involves disclosure of the following nine principles as per NVG-SEE framework:

<b>Principle 1</b> Businesses should conduct and govern themselves with Ethics, Transparency and Accountability	<b>Principle 2</b> Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle	<b>Principle 3</b> Businesses should promote the wellbeing of all employees
<b>Principle 4</b> Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged	<b>Principle 5</b> Businesses should respect and promote human rights	<b>Principle 6</b> Businesses should respect, protect, and make efforts to restore the environment
<b>Principle 7</b> Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner	<b>Principle 8</b> Businesses should support inclusive growth and equitable development	<b>Principle 9</b> Businesses should engage with and provide value to their customers and consumers in a responsible manner

## BUILDING A RESPONSIBLE BUSINESS – ETHICS AND CORPORATE GOVERNANCE

Blue Dart believes that it is imperative for it to manage its business affairs in the most fair and transparent manner with a firm commitment to its values. For Blue Dart, Corporate Governance is an ethically driven business process that is committed to values, aimed at enhancing the organisation's brand and reputation.

Since inception, Blue Dart has inculcated and maintained a strong culture of values, ethics and integrity. The basic philosophy of Corporate Governance at Blue Dart is to achieve business excellence and to create and enhance the value for its shareholders, customers, employees and business associates thereby making a significant contribution to the economy. Blue Dart's corporate governance framework is a reflection of its culture, policies, relationship with stakeholders and commitment to values. The Company endeavors to achieve the highest levels of transparency, accountability, integrity and responsibility and continues to focus on good corporate governance, in line with local and global standards. As a responsible corporate citizen, the company complies with applicable laws of the land in letter as well as in spirit.

At Blue Dart, the aspects of Human Rights are embedded in the Company's Whistleblower Policy, Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace, Risk Management Policy and HR Code of Conduct. The Whistleblower policy of the Company provides procedural framework to handle concerns and grievances of employees, customers, vendors and/or third party intermediaries. The HR code of conduct covers aspects of safe and healthy work environment and no discrimination. Being an equal opportunity workplace, Blue Dart ensures that the rights of women employees of the company are not compromised by putting clear guidelines and grievance mechanism in place. In this regard, the Company has formulated a 'Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace' with a objective of protection against sexual harassment of women and providing safe working environment to them.

The Company has laid down a Code of Conduct for the Board Members and Senior Management Team of the Company. The Company has also laid down a Code of Conduct for its employees. The Code of Conduct is a comprehensive document which articulates the Company's expectations from its people to reflect on the ethics and values of the organisation and resultantly earn goodwill of its customers and enhance its reputation. The Company has also laid down 'Vendor Code of Conduct' for all its vendors.

At Blue Dart, we value high ethical standards of behavior and expect honesty, openness and integrity in whatever we do. The Company has formalized this process and institutionalized the 'Whistle Blower Policy' within the organisation. The Whistle Blower Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. Pursuant thereto, a dedicated helpline viz. [blue Dart@ethicshelpline.in](mailto:blue Dart@ethicshelpline.in) has been set up which is managed by an independent professional entity.

The Company has posted the "Whistle Blower Policy" on its website which can be accessed at [https://www.nseprimeir.com/z\\_BlueDart/files/BlueDart\\_Whistle\\_Blower\\_Policy.pdf](https://www.nseprimeir.com/z_BlueDart/files/BlueDart_Whistle_Blower_Policy.pdf)

During Financial Year 2018-19, six Whistleblower complaints were received and processed, out of which four were investigated / acted upon and remaining two are under investigation. Further, six Investor's complaints were received and disposed off during the year ended March 31, 2019. During the last 5 years, no cases were filed against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior.

The Company's Code of Conduct upholds the principles of human rights and fair treatment. This policy covers the company and extends to its group, suppliers and contractors. The company has a grievance redressal mechanism through which it receives complaints on the human rights aspects and satisfactorily resolves it. The grievance cell covers human rights issues such as child labor, forced labor, sexual harassment and discriminatory employment etc. During Financial Year 2018-19, 2 employee complaints were received and were satisfactorily resolved. Further, 1 complaint was received from Vendor and satisfactorily resolved.

Blue Dart pursues policy advocacy in a responsible manner. The company is a member of associations viz; International Market Assessment India Private Limited, FICCI, EICI, Maharashtra Economic Development Council, CMIE, Nine Dot Nine Mediaworx Private Limited, Bombay Management Association, The Institute Of Internal Auditors, Bombay Management Association, Bombay Chartered Accountants Society, Indian Merchant Chambers, Mumbai First, Bombay Chamber Of Commerce & Industry and the Confederation Of Indian Industry. Through the above mentioned associations, Blue Dart has advocated for advancement and improvement of public good.

Blue Dart Aviation Limited (BDAL), a subsidiary of the Company, is the first and largest domestic cargo airline in the country which has sustained its operations for the past 23 years. It is the sole domestic freighter operator with scheduled flights. Policies that have been framed by the Ministry of Civil Aviation and the regulator have heretofore catered primarily to the growing passenger segment with numerous airlines operating larger fleet of aircraft. It is therefore necessary for BDAL to chart out and steer policies for operations which are, in many ways, divergent from passenger operations. The submissions, both individually and jointly with the trade bodies viz; CII, FICCI and EICI, made to the regulators (DGCA, AERA, BCAS), AAI and to the Ministry of Civil Aviation over the past 11 years were through a process of engagement, awareness building, collaborative approach, education and benchmarking proven and successful best practices.

The initiatives and policy changes thus made have averted major cost and operations impact and benefitted not just BDAL, but all future cargo airline operators. These initiatives have contributed to greater efficiency and sustainability of the air cargo transportation segment. The initiatives and policies include:

- Ground Handling Policy: Dispensation for domestic freighter operators
- Cargo Working Group Report on Air Cargo Logistics in India published by the MoCA in 2012. Several inputs were provided by BDAL.
- National Civil Aviation Policy June 2016: Policy changes in air cargo including long lease tenure of airport facilities for air express freighter operators, International operations for cargo airlines with FDI
- Clarification on import duty for engines.
- CII Sub Committee on Sustainable Growth Strategies for Indian Aviation led by BDAL.
- MoCA Task Force on Skill Development for the Air Cargo Segment.

## **MANAGING STAKEHOLDER PRIORITIES – STAKEHOLDER ENGAGEMENT AT BLUE DART**

Blue Dart is committed to openness in dealing with all stakeholders. Transparency and honesty are the guiding principles in its communication activities internally as well as externally. Blue Dart is guided by the principle of "right-to-know" and hence provides access to company information recommended by recognized standards of corporate governance to all its stakeholders.

Blue Dart has identified Government, governmental organizations, regulators, customers, suppliers, investors, civil society organizations and the consumers as its key stakeholders. Blue Dart actively engages with these stakeholders to create an environment which is supportive of solutions. Blue Dart has defined the modes of engagement, frequency of engagement, key agenda and feedback mechanism for its various stakeholders separately. The formal processes of engagement with various stakeholders include:

- Identification of key stakeholders.
- Consultation with key stakeholders.
- Identification and prioritization of concerns and needs.
- Addressing the prioritized concerns and needs in a consistent and transparent manner.

As part of its Corporate Social Responsibility, Blue Dart organises various programs for the upliftment of disadvantaged, vulnerable, underprivileged and marginalized sections of society. All programs are classified under the three pillars of Living Responsibility – GoTeach, GoGreen and GoHelp. Stakeholders have been clearly identified for every program. These include students and young adults from poor financial background, hearing impaired, women, senior citizens etc. in the areas of education, preventive healthcare, women empowerment, sanitation, waste management etc. A detailed description of the activities can be found in the Corporate Social Responsibility section.

## Engagement with NGOs

Blue Dart has partnered with several non-profit organizations of high repute in various capacities to run programs which are aligned under the three pillars. Blue Dart works closely with each of its NGO partners to identify the stakeholders and beneficiaries of each intervention. Blue Dart also extends assistance to various NGOs by providing free of cost logistics support to them. The company stretches its hand to help in the best possible way to support NGOs that work for the elderly, less privileged children, disabled people, those providing relief materials in disaster hit areas and many more noteworthy causes.

## Customer Value at Blue Dart

Blue Dart places the highest priority on making customers successful, knowing that customer success guarantees its own success. The company's activities are governed by its knowledge of the requirements of customers and the market. The company includes and prioritizes 'customer focus' in all its business processes, projects and dealings. Knowing that the company will be measured by its ethical, social and environmental performance as much as by the quality of its service, Blue Dart strives for best practices in all these areas to secure customer trust and goodwill and thus enhance its reputation.

Blue Dart has an established grievance mechanism to resolve customer complaints. The source of receiving grievance can be verbal, written, through mail or social media. All these complaints get logged into a module called CARESS-Complaint Appreciation Resolution & Evaluation to Satisfaction System. Blue Dart has carried over 2,332.71 Lakhs domestic shipments and over 9.16 Lakhs international Shipments out of which 0.017% complaints were registered and resolved.

## Global Customer Satisfaction Survey

The global customer satisfaction survey is an online survey initiated annually by DPDHL Group. The survey is conducted via a short online questionnaire.

In India, Blue Dart customers are reached out to evaluate the services. Loyalty questions like 'satisfaction' and 'recommendation' are augmented by eight touch point statements.

In 2018, more than 6,000 Blue Dart customers participated in the Global Customer Satisfaction Survey. The overall satisfaction and recommendation scores were at 63 each and First Choice was scored at 61 for Blue Dart in 2018.

## Net Promoter Score (NPS)

Blue Dart has a strong First Choice Culture. The Company drives a quality program named First Choice that has a five step DMAIC (Define, Measure, Analyze, Improve and Control) methodology to long-term solutions. The brand also deploys the Net Promoter Approach that helps identify the Net Promoter Score and highlights the areas of improvement. The Approach relentlessly works on achieving "best-in-breed" Customer Satisfaction standards. Blue Dart's equity, a measure of customer loyalty towards a brand, is the highest amongst its peers. The brand is associated with international standards, reliability, trustworthiness, hi-technology, strong corporate social responsibility and customer centricity.

## ASPIRING TO BE EMPLOYER OF CHOICE: WORKFORCE MANAGEMENT AT BLUE DART

Human capital is the most important resource for the success of an organisation. Blue Dart is known to be an Employer of Choice. It is a people-focused company. Blue Dart acknowledges the importance of employees and takes sincere efforts to ensure their well-being.

## Employee diversity at Blue Dart

As of March 31, 2019, Blue Dart comprised over 13,000 employees of which 577 are women. Blue Dart has also availed services through outsourced service providers. With a view to empower the specially-abled, Blue Dart employs specially-abled individuals as permanent employees. Blue Dart provides equal opportunity as an employer where no discrimination is made on the basis of gender, caste or creed. The company sees employee diversity as a guiding principle in its employment policy. This means promoting the diversity and heterogeneity of the individuals in the company in order to attain the highest possible productivity, creativity and efficiency. Skills, performance and ethical conduct are the only indicators for employee qualification at Blue Dart.

## Engagement with employees

The company has identified employees as a key stakeholder group. Blue Dart engages with employees on a frequent basis through various modes like daily news, team briefs, open houses, town halls, panel review, etc. and has identified key employee priorities such as career building and growth, trainings. Additionally, Blue Dart carries out skill development and safety related trainings for employees. It also conducts employee satisfaction surveys.

Blue Dart believes that its employees deserve to work in a safe and healthy environment. The company is therefore committed to a healthy and congenial work environment for its people. Blue Dart promotes health care as a key element of its sustained productivity and the quality of its

services. Blue Dart provides safety and skill up-gradation trainings to its permanent employees. Apart from this, Blue Dart employs individuals from underprivileged backgrounds and those that are physically challenged to promote inclusive growth.

Out of the total permanent employees, about 71% have received safety trainings in the reporting period. This count covered 66% of women Blue Darters and 65% of Blue Darters who are specially-abled. During FY 2018-19, about 79% of permanent employees received trainings on skill upgradation. The training involved participation of 68% women Blue Darters and 91% specially-abled Blue Darters.

### **Addressing employee grievances**

Blue Dart makes sure that employee grievances reach management through its grievance redressal mechanism. This grievance mechanism for employees covers aspects on human right issues (child labor, forced/ involuntary labor), discriminatory employment and sexual harassment. The grievance redressal process consists of following steps:

- i. Employees fill the prescribed form under the GRP (Grievance Redressal Programme) and submit to their immediate superior.
- ii. The grievance is reviewed at Branch level first and if not closed in 7 days, it is forwarded for Regional review.
- iii. If it is not closed in 7 days, it is forwarded for MD's review who within 7 working days communicates his decision to the Corporate HR & RH for implementation.

In view of above, Blue Dart does not have an employee association that is recognized by the management.

### **ENVIRONMENT & ENERGY**

Blue Dart acknowledges the impact of its business activities on the environment and is committed to improving its environmental track record through precautionary measures and the use of environment friendly technology. Blue Dart's parent company viz; DPDHL has an Environment Policy which is binding for all its group companies. The policy has primary objectives of achieving transparency, improving operational efficiency and minimizing environmental impact, generating value, demonstrating leadership and mobilizing employees. The company measures its processes and services against the highest quality standards. The guiding principles of Blue Dart are of national and international environmental standards - such as ISO 9001-2015 standard series.

#### **Environmental risks at Blue Dart**

Emission is identified as a major risk by Blue Dart. Blue Dart monitors its emissions from transportation via air and road ways on a regular basis and is compliant with the Motor-Vehicle act and Pollution certificate. Emissions and waste generated by Blue Dart are within the permissible limits given by CPCB/SPCB. Hence, no legal notices have been received from CPCB/ SPCB.

#### **Addressing environmental concerns**

As part of DPDHL group, Blue Dart aims to follow the mandate of Mission 2050.

**Mission 2050- Zero emissions:** From now until 2050, the Group's mission will be to drive business towards zero emissions logistics by setting the standard for the future of the transport sector and doing its part to help the world community reach its goal of limiting global warming to less than two degrees Celsius.

Under the Living Responsibility credo of GoGreen, Blue Dart has undertaken certain initiatives to protect the environment. The initiatives include:

1. Plantation of saplings
2. Energy conservation techniques such as usage of LED lamps in offices, power saver, GoGreen lights off initiative
3. Celebration of earth-hour every month, earth day, world environment day
4. Installation of sensors in water taps in Headquarter with an aim to save water
5. Route optimisation techniques

Blue Dart believes in providing services that are safe and thus contributes to their sustainability. Blue Dart has taken following initiatives to incorporate environmental concerns, risks and opportunities in its day to day services:

#### **A. Smart Truck**

Blue Dart's Smart Truck technology is designed to provide solutions to urban logistics challenges such as traffic restrictions, density and clogging, while ensuring environmental protection and fulfilling customer need for on-time delivery. These "intelligent" pick-up and delivery vehicles compute delivery deadlines to calculate the ideal sequence for shipments, and use real-time GPS to avoid traffic jams and optimize routings, thereby enabling flexibility and last-minute pick-ups. This allows the Smart Truck to spend more time on the road to perform their pick-up and delivery services.

## B. Carbon Neutral Service (CNS)

Since 2012, Blue Dart offers a specialized Carbon Neutral Service initiative, wherein customers are provided with an environmentally responsible shipping option to neutralize the carbon emissions produced by the transportation of their shipments. Blue Dart, along with DPDHL Group offers India's first end-to-end GoGreen Carbon Neutral Service across international and domestic markets. It is an extension of DPDHL Group's global environment protection program which was launched in 2008.

The service allows customers to neutralize their carbon footprint by paying an offset charge over and above their shipping rates. The carbon emissions resulting from the transportation of customer's shipments are offset by re-investing in environmental protection projects verified by SGS (Societe Generale de Surveillance), a United Nations independent auditor. A certificate verified by SGS is issued to CNS customers annually that mentions the total amount of CO<sub>2</sub> offset against the emissions resulting from the transportation of their shipments.

The GoGreen Carbon Neutral Service provides benefits like evaluation of emissions, offsetting of carbon emissions in high quality Gold Standard projects through CO<sub>2</sub> emission reports, robust accounting systems to measure CO<sub>2</sub> inventory, annual certificate and availability on all products range – domestic and International. Other benefits include effective carbon management, ensuring a balance between economic benefit and assuming responsibility for communities, positive impact on climate change and support corporate sustainability mandates.

Since the launch of the environment protection program in 2008, Blue Dart has seen a lot of interest evinced by customers who pursue sustainability as a part of their agenda. Ever since the launch in 2012, this service has been subscribed to by over 2,191 environmentally responsible customers till 2018. CNS not only enables customers to contribute to a greener future, but also helps build healthier and productive communities.

DPDHL Group has set a target of 30% efficiency improvement over the base of 2008 by 2020 for all its group companies. Blue Dart has achieved an efficiency improvement of 27.9% in 2018 and is poised to achieve the target.

Following are a few examples of initiatives taken to support carbon neutrality in various business decisions:

- Replacing aircraft engines with variants having higher efficiency and lower emissions.
- Re-lamping facilities with CFL or LED bulbs in replacement of incandescent bulbs.
- Switching from CRT to LCD computer monitors.
- Using translucent roofing materials to benefit from natural lighting in hubs.
- Air and Ground network route optimization to improve network utilization and emission efficiency.
- Facility for customers to receive their shipments at centrally located parcel locker facilities rather than opting for home and office deliveries.
- Delivery of shipments by bicycles and by staff travelling on foot for destinations close to the service centres.

## C. Packaging options

### - Smart Box (Domestic)

A convenient, economical, packaging unit priced to include a door-to-door delivery service within India. The units come in 2 sizes – 10kgs and 25kgs, and are designed to accommodate a variety of products.

### - Express Pallet (Domestic)

A convenient, flexible yet economical way to send goods within India in both air and ground modes. The units come in 3 sizes, which can be built to accommodate 50 kg, 75 kg and 100 kg, and are designed to accommodate a variety of products.

## D. Recycling Canvas and Plastic Bags

The use and disposal of conventional plastic bags and canvas bags has a severe impact on the environment that leads to global warming. In order to reduce its carbon impact and minimize waste generation, Blue Dart recycles plastic and canvas bags. Canvas bag is reused as small polybags are put together into a single canvas bag for delivery of shipments. Plastic bags are reused 3-4 times whereas canvas bags are used 6-7 times before safe disposal.

## E. Kill Bill Concept

Blue Dart has introduced the Kill Bill concept in its delivery facilities. The Company has stopped using Goods Receipt which is given by the transporter to the owner after loading the goods. It has also minimized the use of Air Waybills (AWB) i.e. an air consignment note given by an airline to the owner as an evidence of the contract of carriage. Alternatively, Blue Dart uses bar code or thermal stickers in transportation of goods. About 75% of Blue Dart's shipments are done without the use of Air Waybills.

## **Sustainable Sourcing at Blue Dart**

Blue Dart has taken steps in sustainable sourcing of their transportation facilities. While sourcing vehicles from vendors, the company ensures that every vehicle should have all valid paperwork such as RC Book, Vehicle fitness certificate, National Permit, Insurance Paper, PUC. It also ensures that the driver possesses a valid driving license.

## **Improving capacities and capabilities of Local vendors**

Blue Dart has been constantly working on improving the capacity and capability of local and small vendors.

- **Regional Service Participants (RSP):**

Blue Dart appoints its RSP to perform sales, deliveries and services including domestic priority, international shipments, dart apex and surface. This also involves sub products which are communicated by Blue Dart from time to time. Blue Dart and RSP are independently owned separate legal entities. Services are rendered by RSP to Blue Dart with respect to sales, pick up and deliveries of Blue Dart consignments. This is done as per the terms of the agreement signed by both the parties and any additional services which may be agreed in writing from time to time and called upon by Blue Dart.

The RSP operates in a geographical area with specified pin code locations within which the Regional Service Participant has been appointed by Blue Dart to operate in order to ensure timely pick-up and deliveries. Within the prescribed territory the Regional Service Participant is authorized by Blue Dart to effect sales of Blue Dart products at the mutually agreed rates (specified in Rate Annexure) by using Blue Dart waybill. The RSP has its own independent office(s) in the territory through which it independently conducts its day-to-day operations. The RSP takes efforts to effectively and actively enhance the business, revenue and reputation of Blue Dart within the territory, and maintains good relations with customers and potential customers of Blue Dart.

- **Pickup – Delivery Associate (PDA)**

PDA is engaged, inter alia, in the business of providing logistics support to effect pick-up and delivery of consignments within a given geographical area with specified pin code locations in which PDA shall provide the services on a principal to principal basis. Alike RSP, PDA uses its best efforts effectively and actively to enhance the business, revenue and reputation of Blue Dart. PDA employs and maintains a sufficient number of adequately trained and competent personnel to perform duties, obligations and responsibilities with respect to the services.

- **FCC – Franchisee**

The Franchisee appointed by Blue Dart operates as a Franchise Collection Centre of Blue Dart. Blue Dart offers base rates to Franchisee for various domestic, international, SFC and apex shipments. These rates are discounted rates taken from the market rate list. The Franchisee charges its customers as per the tariff card provided by Blue Dart and undertakes not to charge more than the market rate under any circumstances. The Franchisee pays to Blue Dart for each domestic and international shipment as per the base rates, irrespective of the actual rate that is charged by the Franchisee to the shipper. The Franchisee does not engage in any other business activity which is in direct competition or is similar to the type of business conducted by Blue Dart. The Franchisee ensures 100% security of all shipments picked up from its shipper and is compliant with Blue Dart's security procedures.

- **Express Sales Associates (ESA)**

In order to broad base its services by reaching the retail segment more effectively and efficiently, Blue Dart appoints Express Sales Associates who can pick up the shipments on behalf of Blue Dart from his allocated territory. ESA have the expertise to carry out business of pick-up of shipments and should possess his own vehicle which will be branded as per Blue Dart's standard for picking up of the shipments. ESA represents and further warrants that they have the requisite permissions and has registration with the relevant regulatory authorities including Central Excise/Service Tax Authorities, for the purpose of operating as an ESA of Blue Dart. ESA reports and coordinates all his activities with the operation-in-charge of the nominated office of Blue Dart. ESA picks up shipment in the allocated territory from the customers and hands over the same at the transfer point on the same day together with the consolidated report (challan) of all the shipments, within the cut-off timings. When working with Blue Dart, ESA is not allowed to conduct or engage itself in any business similar to that of Blue Dart or to have any sort of business association in any capacity with any of the competitors of Blue Dart either at the local or a national level.

## **CORPORATE SOCIAL RESPONSIBILITY**

Social responsibility is a core element in Blue Dart's corporate strategy. Blue Dart is committed to support the communities around which it operates and recognizes the need to contribute to their well-being with its initiatives. As a socially responsible corporate, Blue Dart has an in-house sustainability team responsible for identifying and addressing various sustainability issues and supporting initiatives that make the world a better place for future generations. The Corporate Social Responsibility (CSR) programs at Blue Dart are compliant to Schedule VII of Section 135 of the Companies Act, 2013.

Blue Dart positions its corporate responsibility between economic benefits and liability towards the communities. The diagram below is a pictorial representation of their corporate responsibility approach. A number of initiatives focused on environment, education, society and health care are undertaken by the Company as part of its Corporate Social Responsibility (CSR) intervention.

## CSR Committee

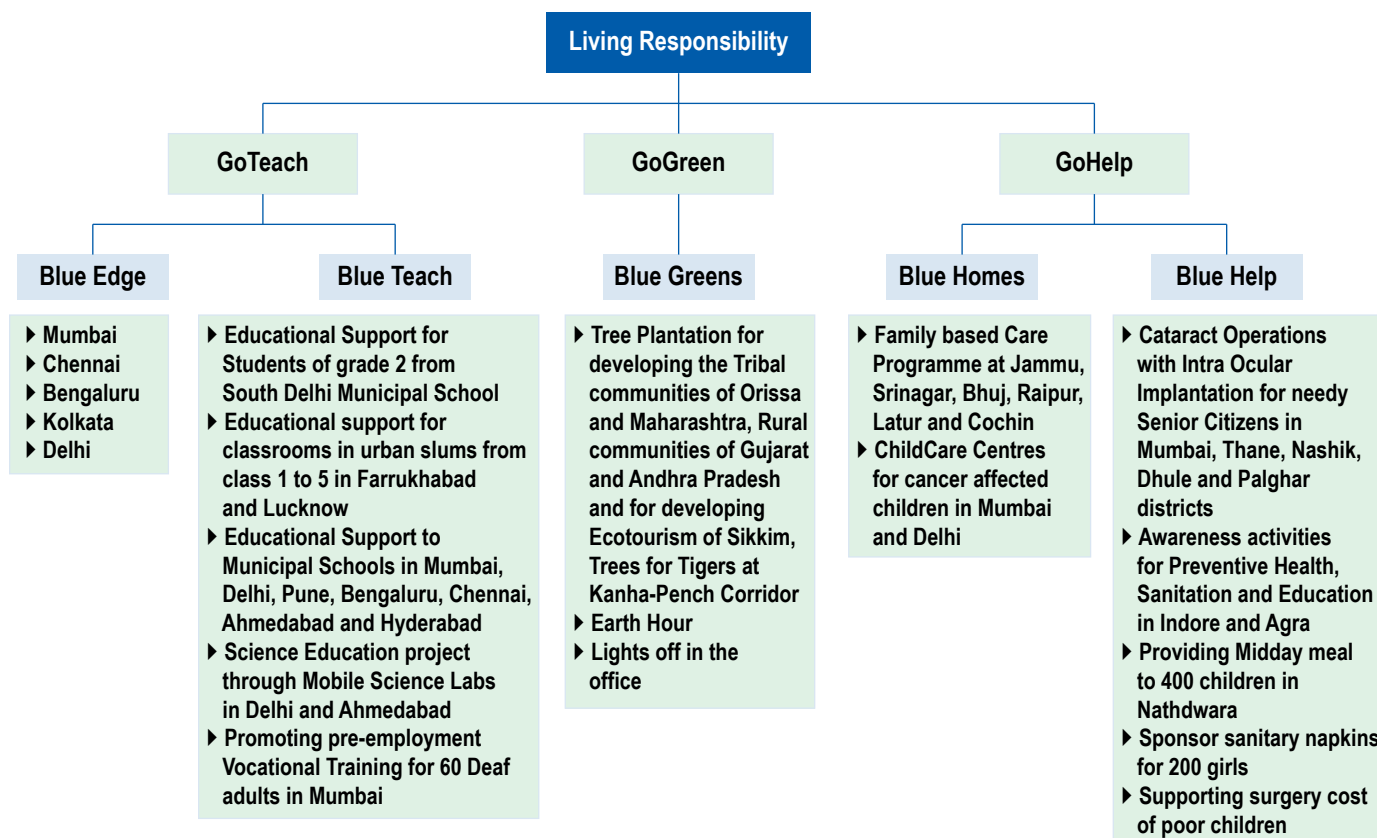
Blue Dart Express Limited has constituted a CSR Committee in the Meeting of Board of Directors of the Company held on February 5, 2014 as contemplated under the provisions of the Companies Act, 2013. The CSR Committee of the Board comprises of Mr. Sharad Upasani as Chairman of the Committee, Mr. Malcolm Monteiro and Ms. Tulsi N. Mirchandaney as members of the Committee. The responsibilities of this committee include formulation and updating of CSR Policy, which is approved by the Board, recommending CSR expenditure to the Board for approval and monitoring CSR activities. The company has also constituted CSR Implementation/ Management Committee for implementation and execution of CSR initiatives adopted by the company in accordance with the provisions of the Companies Act, 2013.

## Social Responsibility at Blue Dart

With the rapidly changing environment, Blue Dart has adopted CSR as a strategic tool for sustainable growth. For Blue Dart, CSR primarily means integration of business processes with social processes and not merely an investment of funds for social activity. Blue Dart is one of the forerunners in Corporate Social Responsibility. As an Indian company with a global outlook, Blue Dart endeavors to maintain a delicate balance between economic, environmental and social interests.

Under the motto of "Living Responsibility", Blue Dart (along with DPDHL) focuses its corporate responsibility on three pillars namely **GoTeach (Education)**, **GoGreen (Protecting the environment)** and **GoHelp (Disaster management response)**. Blue Dart has partnered with NGOs of high repute to run programs under these three pillars.

Following diagram is a presentation of the three pillars of CSR and initiatives under these three pillars.



## GoTeach

Blue Dart aims to provide equal educational opportunities for the underprivileged and marginalized communities in which it works; under the Living Responsibility credo of GoTeach, all programs are aligned under the two pillars of Blue Edge and Blue Teach.

A. Blue Dart in association with Oasis India, Hope Foundation and Noida Deaf Society (NDS), started an initiative called '**Blue Edge: Empowering Lives**', aimed at elevating and transforming the lives of young adults from difficult environments, who have not been able to complete their education. The program ensures that the underprivileged section of society is not deprived of educational skills as a building block to their ability to earn and support their future and families and contribute positively to the community, at large. Blue Dart started its first Blue Edge Centre at

1. Mumbai in 2008,
2. Chennai in 2011,
3. Bengaluru in 2014,
4. Delhi in 2016 (special intervention for hearing impaired) and
5. Kolkata in 2016.

*"I learnt about behavior, respect, and discipline through life skills lessons. I have become a confident person after coming to Blue Edge"*

Parameshwari,  
a Blue Edge Beneficiary

This program educates them about possible employment opportunities while equipping them with relevant skill sets, enabling them to make informed choices and bring stability into their lives.

Since inception, more than 2,425 students have successfully completed this program and have been felicitated at Graduation Ceremonies held in their respective cities, which boosts their morale further. Many of the students who have graduated from this program have been placed successfully in reputed organizations in sunrise verticals like Telecom, Retail, FMCG, Aviation etc. and have effectively kick-started their potentially stable careers and lives.

*"I gained a lot of confidence after coming to this course. Even though I knew little bit of English, I did not have any confidence"*

Dhanusha Nissi,  
a Blue Edge Beneficiary

The award winning Blue Edge: Empowering Lives program, was recognised at a global stage for its outstanding achievement in the field of education. Blue Dart was presented with the Gold Award in the Living Responsibility category at the DPDHL CEO Awards, 2017.

Success of Blue Edge: Empowering Lives program ensured that it was nominated as a Lighthouse Project under GoTeach from AP EEMEA. The program also received funding of 50,000 Euros from DHL as a token of appreciation for the good work conducted in the field of education and also for further extension of this program to another city in India. This fund was used to set up the Blue Edge centre in Chennai which began operations in April 2011.

**Ishika is proud of her ability to do calculations and help her mother at home. She can even use her father's mobile to dial numbers** – Ishika, 10, is a Blue Teach Beneficiary from Farrukhabad.

B. **Blue Teach** aims to reach out to beneficiaries touching their lives right from their childhood. Blue Teach elevates the lives of children from different strata of society, making them independent and sustainable in their lives.

- Blue Dart along with its other business units – DHL Express, DHL SmarTrucking, DHL Global Forwarding and DHL Supply Chain support Teach For India (TFI), a non-profit organization that is a part of the Teach For All network. College graduates and working professionals are recruited to serve as full-time teachers in low-income schools for two years. The goal is to end the problem of educational inequity in India and provide an excellent education to all children. TFI operates in 353 schools across seven cities of India - Mumbai, Pune, New Delhi, Chennai, Ahmedabad, Bengaluru and Hyderabad reaching approximately 40,000 students.
- Blue Dart works with Education & Health Foundation (E&H) to support the Gyan Shala model in Lucknow and Farrukhabad. The program has impacted 950 children studying in Grade 1 to 3. E&H Foundation provides free quality education and healthcare to children in urban slums of Uttar Pradesh. Classes are held in poor bastis (slums) providing focus on quality education to the neediest underprivileged children of the society.

- Blue Dart supports one Grade of Kindergarten of the Peepul-SDMC (South Delhi Municipal Corporation) school (formerly Ark) in Lajpat Nagar, Delhi consisting of 105 students from 3 sections. Peepul is registered in India with a track record of working effectively with government agencies and other non-profit partners to deliver high impact education programs throughout the country.
- Intervening and encouraging hands on experience with science, Blue Dart gives the children in the remote interiors of Ahmedabad and Delhi an opportunity by providing them mobile science labs on wheels. Blue Dart runs Mobile Science Lab vans in association with Agastya International Foundation. The Mobile Science Lab vans travel to 20 government schools in Ahmedabad and 18 in New Delhi to reach out to children to teach them new ways of learning in the classroom and spark their innate creativity. The Mobile Science Lab vans reach out to over 6,222 students through 28,000 exposures in the two cities every academic year.
- Blue Dart supports 60 deaf adults, promoting pre-employment vocational training in association with Deeds.

*"I like working, but I know education is important. I like that I can help my mother to buy things at the shop and because I go to school I can do the calculations easily. I am happy that I can write my name and don't have to use my thumbprint anywhere. I can also read the name of the stations when we travel by train."*

Arsalan, 10, Bhikampura colony in Farrukhabad, a Blue Teach beneficiary

## GoHelp

Under the Living Responsibility credo of GoHelp, Blue Dart has aligned its initiatives under two key pillars of Blue Homes and Blue Help.

A. **Blue Homes** consists of two programs that are run in association with SOS Children's Villages and St. Jude India ChildCare Centre respectively.

- Advocating the concerns, rights and requirements of children in need of care and protection Blue Dart has associated with SOS Children's Villages of India, an independent, non-governmental, social development organization that provides family-based care for parentless or abandoned children in India. Blue Dart supports six homes consisting of 66 children, in Jammu, Srinagar, Bhuj, Raipur, Latur and Cochin. SOS Children's Villages helps orphaned children in need, to help them shape their own future. Primary target beneficiaries are children without parental care (orphaned and abandoned children) and disadvantaged children in vulnerable families at the risk of losing adequate parental care.
- In 2016, Blue Dart initiated the Blue Dart Centre consisting of 12 units, in association with St. Jude India ChildCare Centres, an NGO working towards filling a vital need of care giving, nutrition and providing shelter to children suffering from cancer and under treatment at Tata Memorial hospital, Mumbai. This centre stands in the 3 buildings donated by Mumbai Port Trust at Cotton Green in Mumbai, to St. Jude India, which provides a clean, safe, hygienic place to stay, nutritional support, transportation to hospital for treatment, as well as recreation, education and counseling to needy children under treatment for cancer in Mumbai, away from their hometown. The Blue Dart Centre provides all of this and even more to the children and their parents, creating a home away from home.

*"We learnt about skeleton system, human anatomy and bones in our body. I also learned how food gets digested in our body."*

Baby, 6th Std.,  
G.Sarvodaya Co-ed Vidyalaya,  
Rani khara

In 2017, Blue Dart extended its partnership by supporting the operational expenditure of 3 centres in Delhi, with 11 family units per centre and is continuing the support this year as well.

Blue Dart was recognized at the DPDHL CEO Awards 2018, for its efforts in Living Responsibility for Blue Homes, for the second consecutive year.

B. In association with HelpAge India, UHRC, The Akshaya Patra Foundation, Soroptimist International Pune East and Ocean Welfare foundation **Blue Help** carries out the following activities:

- Blue Dart has partnered with HelpAge India to conduct Cataract surgeries with Intra Ocular Lens (IOL) implantation to the needy elders. 3,667 surgeries have been conducted till date in and around Mumbai, Thane, Nashik and Palghar districts.
- Blue Dart has partnered with Urban Health Resource Center (UHRC), for various activities to spread awareness about hygiene, cleanliness, education, consumption of clean drinking water, etc. through awareness activities like street plays, rally, etc. in Indore and Agra. Under this program, Blue Dart also runs the Blue Dart Reading Room, a mobile library for underprivileged slum children based in Indore and Agra.
- Blue Dart partnered with The Akshaya Patra Foundation, supporting midday meal for 400 children in Nathdwara for a complete year.

- Blue Dart partnered with Soroptimist International Pune Metro East, sponsoring sanitary napkins for 200 women/ girls
- Blue Dart in association with Ocean Welfare Foundation supported surgeries of three children from underprivileged background going through treatment for life threatening ailments.

**BLUE DART HAS COMMITTED TO PLANT 1,11,000 TREES FOR THREE YEARS IN A ROW WHICH WILL OFFSET 2,220,000 KG/YEAR CARBON ON MATURITY ALSO BENEFITTING THE COMMUNITIES AROUND AS THE TREES ARE PLANTED ON PUBLIC LAND**

### GoGreen

Under the Living Responsibility credo of GoGreen, Blue Dart runs programs that are aligned under the pillar of **Blue Greens-**

- Blue Dart has partnered with Grow-Trees.com, official planting partner for United Nation's Environment Program's (UNEP) Billion Tree campaign and WWF for planting:
  - 36,000 trees in Kheda district, Gujarat,
  - 25,000 trees in Koraput district, Odhisha,
  - 20,000 trees in Chittoor district, Andhra Pradesh
  - 20,000 trees in Sikkim
  - 10,000 trees in Yavatmal, Maharashtra
  - 1,11,000 trees in Kanha-Pench Wildlife Corridor

These trees are planted only on public/community land so that they can benefit maximum number of people.

Blue Dart planted 1,11,000 trees in 2018 contributing to over 10% of the DPDHL Groups' global target of planting 1 million trees a year.

- **Power Saver- Lights Off:** Blue Dart practices Lights Off for an hour between 1:00 pm – 2:00 pm on the last Saturday of every month across all its offices in India. Employees are encouraged to switch off the lights at their residence between 8:30 pm to 9:30 pm on the same day.
- **Earth Hour:** Blue Dart celebrated Earth Hour on March 30, 2019 by encouraging all Blue Darters to pledge to switch off all the lights for an hour in office and for one hour at home. The activity was also promoted on Blue Dart's social media platforms by posting illustrative messages related to the environment.
- **World Environment Day:** Blue Dart HQC celebrates World Environment Day by circulating mailers on Environment awareness & its Dos & Don'ts. Relevant posts were also uploaded on Blue Dart's official Facebook and Twitter Page creating awareness amongst its fans and followers.

**CSR Expenditure for FY 2018-19** – Under the umbrella of the 3 pillars of Living Responsibility – GoTeach, GoHelp and GoGreen, a total amount of **INR 4,88,76,061** has been spent by Blue Dart. For more details on CSR Expenditure, please refer to the Directors' Report.

## DIRECTORS' REPORT

### To the Members,

Your Directors take great pleasure in presenting the Twenty Eighth Annual Report of your Company for the financial year ended March 31, 2019.

### FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	For the year ended March 31, 2019	For the year ended March 31, 2018	For the year ended March 31, 2019	For the year ended March 31, 2018
Revenues				
Service Charges	3,16,546	2,79,085	3,17,440	2,79,924
Other Income	1,821	2,254	1,924	2,067
Less : Operating Expenses	2,99,201	2,53,104	2,88,895	2,44,796
<b>Gross Profit (EBIDTA)</b>	<b>19,166</b>	<b>28,235</b>	<b>30,469</b>	<b>37,195</b>
Less : Finance Cost	1,535	2,559	4,266	4,050
Depreciation & Amortisation	4,796	4,498	12,789	11,445
Earnings before tax	12,835	21,178	13,414	21,700
Less : Income Tax Expenses	4,075	6,968	4,438	7,229
<b>Earnings after tax</b>	<b>8,760</b>	<b>14,210</b>	<b>8,976</b>	<b>14,471</b>
Other Comprehensive Income (post Tax)	(515)	27	(492)	46
Total Comprehensive Income for the year	8,245	14,237	8,484	14,517
<b>Retained Earnings</b>				
Balance as at the beginning of the year	46,838	34,490	37,814	25,186
Add : Profit for the year	8,760	14,210	8,976	14,471
Profit available for appropriation	55,598	48,700	46,790	39,657
<b>Less : Appropriations/Adjustments</b>				
Transitional adjustments (Ind AS 115) (Net of tax)	317	-	317	-
Dividend (including dividend distribution tax)	3,576	4,284	3,576	4,284
Transfer to / (from) Debenture Redemption Reserve	(1,671)	(2,395)	(1,671)	(2,395)
Actuarial loss / (gain) on remeasurement of post employment benefit obligation, net of tax	515	(27)	492	(46)
<b>Balance as at the end of the year</b>	<b>52,861</b>	<b>46,838</b>	<b>44,076</b>	<b>37,814</b>

### Notes :

The above figures are extracted from the standalone and consolidated financial statements prepared in compliance with the Indian Accounting Standards (Ind AS) and comply with all aspects of the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 (amended) ] and other relevant provisions of the Act.

## DIRECTORS' REPORT

### REVIEW OF PERFORMANCE

Over the years, though the economy faced several challenges, Blue Dart continued to be resilient and displayed exemplary service quality and excellence by incorporating high benchmarks and standards in every aspect of business. The express logistics industry that your Company operates in, is fast changing with vibrant competition and high expectations from customers.

Blue Dart has, over the past 35 years transformed itself to offer customers complete 'end-to-end' supply-chain solutions. Your Company steered through successfully with a clear focus on fundamentals viz; quality, consistency, reliability, passion and commitment. Your Company is an undisputed market leader in the express logistics industry in India and continues to remain one of the most innovative, admired and awarded logistics companies in the Country.

Fitch Rating has cut India's economic growth forecast for the financial year 2019 - 2020 to 6.8% against 7.2% for the financial year 2018-2019. In the recent past, the economy witnessed various regulatory changes viz; GST, introduction of e-waybills, apart from ongoing challenges viz; high logistics cost due to inadequate infrastructure, low technology integration and lack of skilled manpower etc. Key sectors such as Banking, Financial Services & Insurance (BFSI), Automotive, Pharmaceuticals and Life Sciences, Consumer Durables, e-commerce etc. continues to witness a mixed growth momentum. Despite these speedbumps, India ranks amongst the fastest growing economies of the world and 77th in the World Bank – 'Ease of Doing' Business Index, though the country's position went from 35 in 2016 to 44 in 2018 in the World Bank's Logistics Performance Index (LPI) in terms of overall logistics performance.

During the year ended March 2019, the Company undertook the DAWN-Delivery Anywhere Now, the 'reach expansion' program and invested into strategic growth areas. Your Company invested to remain agile and adaptive in the dynamic environment. As leaders in the express logistics industry and a 'trade facilitator' for the country, Blue Dart aims to continue to delight its customers at each touch - point by providing them a high quality service offerings, best-in-class technological innovations, products and services.

In such a challenging scenario, Income from operations of the Company for the year ended March 31, 2019 was ₹ 3,16,546 Lakhs as compared to ₹ 2,79,085 Lakhs for the year ended March 31, 2018. Your Company posted a profit after tax on a standalone basis of ₹ 8,760 Lakhs for the year ended March 31, 2019 as compared to ₹ 14,210 Lakhs for the year ended March 31, 2018.

With a dedicated air and ground network enhanced with cutting-edge technology, Blue Dart continues to be South Asia's premier air and integrated transportation, distribution and Logistics Company. It offers a wide range of innovative and simplified solutions across the industry verticals. Your company has been persistent in its commitment to deliver excellent service quality, enhanced customer satisfaction and innovative service offerings. Your company is the market leader in an organised air express industry, a leading player in an organised ground express and one of the preferred partners for various sectors.

Your company offers an extensive coverage in the country with a dedicated infrastructure, captive fleet, trained teams for deliveries and 24x7 shipment visibility which further enhances its qualitative service offerings. Your Company also offers multiple delivery options viz; parcel shops, parcel lockers and mobile service centers for greater convenience of its valued customers.

Your Company has an impeccable service record driven by motivated and passionate team, the testimony for which rests in the numerous awards bestowed on the Company over the years. As a responsible corporate entity, your Company continues to contribute towards environmental and social causes that enhance and nurture the society in which it operates.

Your Company has invested extensively in the technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for customers. The use of technology has optimized the cost, improved processes and allowed the company to introduce innovative solutions to provide customers high quality service. Your Company provides the most efficient solutions to the e-commerce industry and their customers with a seamless and unique experience. Few instances include digitization of entire logistics chain, customized reports and automated performance updates, APIs, 24x7 shipment visibility, online dashboards for real time status etc. In order to enable digitalized payments, your Company added 15 digital wallets on the courier hand-held machines apart from enabling acceptance of credit/debit cards. As a consequence, information technology remains one of the key differentiators for the Company in the industry.

Your Company's online presence on social media through its official Facebook, Twitter, YouTube and LinkedIn pages reached an impressive audience base and is rapidly gathering followers, creating a stream of customers who are an ardent advocates of the brand and influence a positive opinion in the new age media.

Your Company is also the first, largest and till date the only express delivery company in India with dedicated freighters offering air services through a fleet of six Boeing 757 – 200 in the seven major cities of India flying through the night to allow late cut-offs and early morning deliveries ensuring customer delight. Blue Dart continues to focus on innovation, reach expansion, transit time improvements, activation of emerging towns (tier-II, III and IV), and strengthening distribution channels to enhance reach and strives to keep delivering beyond expectations of all its stakeholders.

Blue Dart continues to be certified to the ISO 9001 standards since 1996 and successfully re-certified itself in August 2017 for the three years period to a new global ISO 9001-2015 standards for "design, management and operations of the countrywide express transportation and distribution services within the Indian sub-continent and international destinations serviced through multinational express companies".

Your Company continues to drive the "First Choice" and "Net Promoter Approach" (NPA) initiatives, enhancing process improvements, customer centricity and service quality.

\*Ministry of Statistics report dated June, 2018

## DIRECTORS' REPORT

### DIVIDEND

Your Directors are pleased to recommend a Dividend of ₹ 12.50 (Rupees Twelve and paise fifty only) per equity share for the year ended March 31, 2019, subject to necessary approval by the Shareholders at the Annual General Meeting of the Company.

The Dividend on Equity shares including Dividend Distribution Tax, once approved by the members at the ensuing Annual General Meeting, will sum up to a total of ₹ 3,576 Lakhs equivalent of 40.8% of the standalone profit after tax as compared to the total dividend (including Dividend Distribution Tax) of ₹ 3,576 Lakhs for the previous year.

#### Dividend Distribution Policy :

Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), requires the top 500 listed companies to formulate a Dividend Distribution Policy based on market capitalization. In compliance with the said requirement, the Company has formulated Dividend Distribution Policy Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), requires the top 500 listed companies to formulate a Dividend Distribution Policy based on market capitalization. In compliance with the said requirement, the Company has formulated and adopted the Dividend Distribution Policy which endeavors for fairness, consistency and sustainability while distributing profits to the shareholders. The policy is available on the company's website viz; [https://www.nseprimeir.com/z\\_BlueDart/files/Dividend\\_Distribution\\_Policy\\_Bluedart.pdf](https://www.nseprimeir.com/z_BlueDart/files/Dividend_Distribution_Policy_Bluedart.pdf)

### REDEMPTION AND INTEREST ON DEBENTURES

In compliance with the provisions of law, the Company has successfully redeemed its Series II, Unsecured, Redeemable, Non-Convertible Debentures (9.4% p.a.) bearing ISIN –INE233B08095 on November 20, 2018 to all eligible debenture holders for an amount of ₹ 9,491 Lakhs.

During the year, the Company paid Interest on the Unsecured, Redeemable and Non-Convertible Debentures (Series II & Series III) aggregating to ₹ 1,248 Lakhs.

Details of outstanding unsecured, redeemable, non-convertible, Debentures are as under:

Particulars	Series III
Issue price	₹10/- per Debenture
Issue date	November 21, 2014
No of debentures	71183802
Rate of Interest	9.5% p.a.
Period (Tenure)	60 months
Date of Redemption	November 20, 2019

Axis Trustee Services Ltd. is acting as the Debenture Trustee.

### TRANSFER TO DEBENTURE REDEMPTION RESERVE

In accordance with the requirements of the Companies Act, 2013, the Company has created an additional reserve of ₹ 703 Lakhs (previous year ₹ 1,757 Lakhs) in respect of the Unsecured, Redeemable, Non-Convertible, fully paid up Debentures. During the year, the Company has reversed an amount of ₹ 2,374 Lakhs towards redemption of Series II Debentures. The balance in the Debenture Redemption Reserve as at March 31, 2019 stood at ₹ 1,572 Lakhs (previous year – ₹ 3,243 Lakhs)

### OPERATIONS REVIEW

Your Company offers secured and reliable deliveries of consignments to over 35,000 locations in India. As part of the DPDHL Group, your Company accesses the largest and most comprehensive express and logistics network worldwide through DHL, covering over 220 countries and territories and offers an entire spectrum of logistics solutions.

Your Company is flexible, innovative and agile organization offering solutions to all sectors across the express logistics supply chain in the country, be it a traditional business viz; Banking & Financial Services (BFSI), IT, Automotive, Pharmaceuticals etc. or a new age opportunities in the areas of e-commerce.

Your Company has always pioneered solutions for the industry, backed by an unmatched infrastructure, hi-tech solutions, extensive reach, a fleet of six Boeing 757-200 freighters with a capacity of 500 tonnes per night, a flotilla of vehicles, two and three wheelers, electric vehicle pilots, over 13,000 plus passionate, committed and talented Blue Darters dedicated towards delivering 'service excellence' and value for all its esteemed customers.

Your Company carried over 2,332.71 Lakhs domestic shipments and over 9.16 Lakhs international shipments weighing more than 754,981 tonnes during the financial year ended March 31, 2019.

### FACILITIES / INFRASTRUCTURE

The Company has 1,665 facilities / hubs offices across India. The Company also increased pin code services to cater to 98% of India's business needs. Your Company plans to further strengthen and consolidate its air and ground infrastructure, expand reach and offer the best-in-class transit times.

### AVIATION SYSTEM

The Company has an ACMI Contract with Blue Dart Aviation Limited (BDAL), India's first and currently the only domestic scheduled cargo airline in the country. BDAL is a wholly owned subsidiary company for dedicated air carriage capacity which has ensured a key differentiator in sustaining the Blue Dart's leadership position through its unique aviation network.

During the year, your Company received repayment of Loans from BDAL of ₹ 1,903 Lakhs (Previous year ₹ 2,441 Lakhs). As on March 31, 2019, the outstanding loan balance is ₹ 1,092 Lakhs (Previous year ₹ 2,996 Lakhs) which is entirely receivable within 12 months on the balance sheet date (previous year ₹ 1,903 lakhs). The loan carries an interest computed at an average 'base' rates of IDBI Bank and ICICI

## DIRECTORS' REPORT

Bank with interest re-set bi-annually. The Company has paid ₹ 17,782 Lakhs as Inter- Corporate Deposit to BDAL and the same was fully repaid as on March 31, 2019.

During the year, BDAL has expanded its footprint across airports in Chennai, Delhi and Mumbai, relocating to new, state of the art, dedicated facilities constructed at these airports. These long-term, purpose-built facilities are unique to Blue Dart's operations and help to establish much needed, critical infrastructure to secure its operations and ensure sustainability over the long term to meet growing demand, productivity and service quality enhancement. BDAL handled 52 charters and uplifted 88,132 tonnes on its network. This was made possible by its dedicated and professional workforce operating each night with high standards of safety, commitment and compliance within a turbulent aviation environment in the country which experienced rapid expansion and increasing costs and significantly contributed to your Company's operations.

The 'As One' Project which was initiated during the last quarter of 2017 at Hyderabad station was extended to the Kolkatta and Bangalore stations. Under the said project, the city side and air side operations of both your company and Blue Dart Aviation Limited were integrated under a single authority and worked in tandem as a single force 'As One'. As a result, duplications are eliminated and load acceptance and delivery processes are streamlined through teamwork. The result is passed on to the customer through faster and earlier deliveries. Your Company shall be extending the 'As One' integration to the rest of the BDAL stations soon.

BDAL has delivered an 'On Time Performance' of 81.15% and 'Technical Dispatch Reliability' of 99.27%, which is the best in the industry.

### FINANCE

Your Company's financial position remains stable with adequate liquidity to meet current obligations. During the year, the Company had undertaken an aggressive reach expansion programme which resulted into substantial capital expenditure and increased operational cost base coupled with challenging business environment which caused a major strain on the Company's profitability and margins.

During the year, the Company successfully redeemed Series II Debentures amounting to ₹ 9,491 Lakhs in November 2018. As on March 31, 2019, the Company has liquid assets (cash and cash equivalent) of ₹ 21,026 Lakhs, as against ₹ 18,216 Lakhs at the previous year end. The increase in liquidity is mainly on account of an additional term debt of ₹ 7,500 Lakhs availed to support the capital expenditure and the working capital requirements at the year end.

The Company's Earnings per Share (basic & diluted) for the year ended March 31, 2019 stood at ₹ 36.92 per share as compared to ₹ 59.89 per share for the previous year ended March 31, 2018.

### CASH FLOWS

Your Company has generated net cash flow of ₹ 15,699 Lakhs from its operations as against ₹ 20,988 Lakhs in the preceding financial

year on a stand-alone basis. Cash flow was partially deployed in the capital assets, investments, debt servicing and payment of dividend.

### WORKING CAPITAL MANAGEMENT

Despite challenging, uncertain and an adverse macroeconomic scenario, your Company continued to manage its working capital efficiently which is within the benchmarks laid by the DPDHL group.

Your Company efficiently utilized its surplus funds by investing into various high rated debt schemes (liquid category) of mutual funds / fixed deposits with Banks for effective cash flow management. Liquidity in the Balance Sheet requires to be balanced between the earnings and adequate returns covering financial risk. The Company's growth has been largely contributed through cash generation from operations which is adequate to support its working capital and debt servicing.

### CREDIT RATING

Your Company continues to enjoy high credit rating for its Debentures and working capital facilities / short-term debt programme:

1. ICRA Ltd. (an Associate of Moody's Investors Service) and India Ratings & Research Private Ltd. (a Fitch Group Company) have reaffirmed "[ICRA] AA" (stable) rating and "IND AA" (stable) rating respectively for the Company's Unsecured, Non-convertible Debentures Series III of ₹ 7,118 Lakhs (outstanding as on March 31, 2019).
2. "ICRA AA" (stable) (ICRA double A) (long term rating) to the Company's Bank limits (working capital) of ₹ 3,615 Lakhs (including fund based and non- fund based limits). The rating is considered to have high degree of safety regarding timely servicing of financial obligations carrying very low credit risk. ICRA also assigned "ICRA A1+" (ICRA A one plus) (short term rating) for the said limits. The rating indicates very strong degree of safety regarding timely payment of financial obligation carrying lowest credit risk.
3. ICRA Ltd. (an associate of Moody's Investors Service) has assigned "[ICRA] AA" (stable) rating for the Company's Long Term Loans of ₹ 7,500 Lakhs (rating assigned on April 4, 2019).

### SUBSIDIARY COMPANIES

The Audited Financial Statements of Blue Dart Aviation Ltd. (BDAL) and Concorde Air Logistics Ltd. (CALL), the wholly owned subsidiary companies for the year ended March 31, 2019 together with the reports of Directors and Auditors are attached. The Statement containing salient features of the financial statements of the subsidiary companies in the prescribed format viz; AOC-1 is attached as 'Annexure A' to the Board's Report. The statement also provides the details of performance and financial position of the subsidiary companies.

The Consolidated Financial Results represent those of the Company and its wholly owned subsidiaries viz; BDAL and CALL. The Company has consolidated its results in accordance with the Ind AS 110 - 'Consolidated Financial Statements' pursuant to Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

## DIRECTORS' REPORT

Pursuant to requirements of Regulation 16 (c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has formulated a 'Policy on determining Material Subsidiaries'.

The Policy is posted on the website of the Company viz; [www.bluedart.com](http://www.bluedart.com).

The web link of the said Policy is :

[http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_PolicyonMaterialSubsidiary.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_PolicyonMaterialSubsidiary.pdf)

### **DHL EXPRESS (SINGAPORE) PTE. LTD., PROMOTER SHAREHOLDER**

DHL Express (Singapore) Pte.Ltd. holds 75% of the Equity Capital of the Company. The combined service offerings of both the organisations covers an entire spectrum of distribution within India and globally and provides customers with a firm strategic advantage. Blue Dart is a leading brand in the country with an unmatched domestic network, robust infrastructure and skilled personnel. DHL is an acknowledged global leader with a strong and long-standing presence in India. Together, both present a powerful backbone to the business and support the "Make in India" mission.

In our efforts to constantly collaborate and optimise with support of group companies viz; DHL Express (India) Pvt. Ltd., DHL Supply Chain (India) Pvt. Ltd., DHL Logistics Pvt. Ltd., DHL eCommerce (India) LLP, DHL eCommerce Singapore Pte.Ltd., Singapore, Deutsche Post IT Services, GMBH, the India Steering Committee comprising of the Senior Management Team from each group Company made significant progress in the past year to maximise synergies amongst business units with a focus on improving infrastructure, service quality and cost efficiencies, thereby improving customer experience.

### **OUTLOOK FOR THE FUTURE**

The logistics industry is a trade-facilitator and enabler for the economy since it ensures efficient and cost-effective flow of goods and other commercial sectors are dependent on it. The logistics industry in India is rapidly evolving. Due to efforts of the Government of India and its several transformation programs viz; 'Make in India', improvement in infrastructure through Sagarmala and Bharatmala initiatives, dedicated freight corridors, GST & E-way bills, National Waterways, Dedicated Port Delivery and generating a pool of skilled professionals, the logistics industry is expected to grow at a CAGR of 10.5% and reach USD 215 billion in 2020 from USD 160 billion in 2018<sup>1</sup>.

The express industry where Blue Dart operates is part of the logistics industry. The industry caters to multiple sectors as well as individual customer homes by providing time bound services. Express delivery services are used for various products viz; electronic products, securitized documents, automotive components, temperature controlled shipments, trade samples, lifesaving drugs, mobile phones etc.

Your Company is optimistic on growth of various industries such as Life Sciences and Healthcare, Automotive/ Automobiles, Consumer Durables, Banking & Financial Services, Computer/IT, e-commerce etc. which are largely domestic consumption-driven and expected to continue to grow.

<sup>1</sup> IBEF

Blue Dart has always been a customer centric brand where customers will remain its priority; the Company fulfils their expectations with simplified services, industry-focused technologies and solutions, loyalty programs and by always listening and acknowledging them. We have always been prompt in identifying new opportunities in the market place through constant research on customers, industry verticals and macro-economic trends, making us intelligent organisation, resulting in new product initiatives and solutions which are customers oriented. Your Company will continue its focus on product innovations and service enhancement by partnering in the industrial and services growth story. Your company is geared to face challenges for the years to come. Your Directors look forward to improved performance in the coming years.

### **AWARDS AND RECOGNITIONS**

Your Company's innumerable efforts in the pursuit of endless excellence were recognized throughout the year ended March 31, 2019. The position as an industry leader was significantly reiterated by the accolades received from several industry bodies and customers. Your Company won several awards which validate its Brand Equity, Leadership, Human Resource Philosophy, Customer Service, Business Acumen and Corporate Social Responsibility.

Your Company is benchmarked to international standards and has won several brand leadership awards. It was voted as a Business Superbrand for the 12<sup>th</sup> consecutive year by Superbrands 2018, Ranked No.1 Best Multinational Workplaces in Asia 2019 in a study conducted by Great Place to Work@ institute (GPTW), awarded for CSR Leadership by ET Now Rise with India 2019, National Best Employer Brand 2018 Award by 13<sup>th</sup> Branding Employer Award 2018-2019, Ranked no. 311 by Business Standard, BS 1000 in 2019, conferred with the Indira Silver Jubilee Excellence Awards 2019 by India Group of Institutes, Pune, Awarded with the Outperformers in Courier/ e-Commerce Transportation Award by Mahindra Transport Excellence Award 2018, conferred with Most Innovative Company in Logistics Sector and Best Express Logistics Provider by ET Now Rise with India, 2018, Indywood Excellence Award for Outstanding Educational Initiatives for Marginalised Communities, 2018, appeared in Brands List of India's most valuable Brands 2018, Ranked No. 15 amongst the Best Companies to Work for 2018, WPP & Kantar Millward Brown's BrandZ™ Top 75 Most Valuable Indian Brands ranked Blue Dart on 69<sup>th</sup> position making it the only Logistics company to enter in the list of 75 Valuable Indian Brands, awarded for CSR Leadership by ET Now – Rise with India for Best Corporate Social Responsibility Practices, Best Environment Friendly project.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

During the year, Mr. Charles Brewer (DIN: 07854413) who was inducted as an Additional Director with effect from July 28, 2017 was appointed as Director of the Company in the Annual General Meeting of the Company held on July 31, 2018. Mr. Charles Brewer tendered his resignation as a Director with effect from October 31, 2018 on account of his preoccupation. The Board of Directors accepted his resignation and placed on record their sincere appreciation and thanks for the valuable contribution by way of advice from time to time during his tenure as a Director of the Company.

## DIRECTORS' REPORT

Mrs. Tulsi N. Mirchandaney (DIN: 01842520) who was inducted as an Additional Director with effect from October 17, 2017 was appointed as Director of the Company in the Annual General Meeting of the Company held on July 31, 2018.

Mr. Anil Khanna (DIN: 01334483), Managing Director, tendered his resignation as Managing Director with effect from January 23, 2019 and was appointed as an Additional Director with effect from the said date. Mr. Khanna tendered his resignation as an Additional Director with effect from March 12, 2019. The Board of Directors accepted his resignation and placed on record their sincere appreciation and thanks for the valuable contribution by way of advice from time to time during his tenure as Managing Director and Director of the Company.

During the year, Mr. Kenneth Allen (DIN: 08376337) was inducted as an Additional Director of the Company with effect from March 11, 2019. Mr. Kenneth Allen is the CEO of DHL eCommerce Solutions and has been a Corporate Board Member of the Deutsche Post DHL Group since 2009. Mr. Allen holds office upto the date of the forthcoming Annual General Meeting of the Company. The resolution seeking approval of shareholders for Mr. Allen's appointment has been incorporated in the Notice of forthcoming Annual General Meeting along with brief resume.

Ms. Kavita Nair (DIN: 07771200) was appointed as an Independent Director of the Company with effect from March 26, 2019 by adopting the Postal Ballot procedure pursuant to the requirements of SEBI ("LODR") Amendment Regulations, 2018. Ms. Kavita Nair is Chief Digital Transformation Officer of Vodafone Idea Limited.

During the year, Mr. R.S. Subramanian (DIN: 02946608) was appointed as an Additional Director of the Company with effect from March 27, 2019. Mr. R. S. Subramanian is currently the Senior Vice President and Country Manager, for DHL Express India, and a member of the DHL Asia Pacific Management Board. Mr. Subramanian holds office upto the date of the forthcoming Annual General Meeting of the Company. The resolution seeking approval of shareholders for Mr. Subramanian's appointment has been incorporated in the Notice of forthcoming Annual General Meeting along with brief resume.

Mr. Balfour Manuel was appointed as 'Chief Executive Officer' of the Company with effect from January 23, 2019. Mr. Balfour Manuel, a Blue Dart veteran of over 35 years, has been instrumental in the success of Blue Dart from the very beginning of the Company's inception. A longtime employee of the Company, Mr. Balfour Manuel prior to his appointment as CEO, was Senior Vice President in charge of Blue Dart's business-to-business customers, a cornerstone of Blue Dart's customer base.

In the Board Meeting of the Company held on May 16, 2019, Mr. Balfour Manuel (DIN: 08416666) was appointed as an Additional Director of the Company with effect from May 16, 2019. Mr. Manuel holds office upto the date of the forthcoming Annual General Meeting of the Company. The resolution seeking approval of shareholders for Mr. Manuel's appointment has been incorporated in the Notice of forthcoming Annual General Meeting along with brief resume.

In the Board Meeting of the Company held on May 16, 2019, Mr. Balfour Manuel has been appointed as Managing Director of the Company

with effect from May 16, 2019, subject to Shareholders approval. The resolution seeking approval of shareholders for Mr. Manuel's appointment as Managing Director has been incorporated in the Notice of forthcoming Annual General Meeting.

In accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company, Ms. Tulsi Nowlakha Mirchandaney (DIN 01842520) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. Ms. Tulsi N. Mirchandaney is Managing Director of Blue Dart Aviation, India's only domestic cargo airline and South Asia's largest, with a fleet of six Boeing 757 freighters.

The Company has received statutory declaration from the Independent Directors stating that they have met requisite criteria of independence as laid down under the provisions of Section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Balfour Manuel, Managing Director, Mr. Aneel Gambhir, Chief Financial Officer and Mr. Tushar Gunderia, Company Secretary & Head – Legal & Compliance, are Key Managerial Personnel of the Company as prescribed under the Provisions of law as on the date of the Report.

### NUMBER OF BOARD MEETINGS

The Board of Directors met 6 (six) times during the year ended March 31, 2019. The details of Board Meetings and attendance of Directors are provided in the Corporate Governance Report.

### AUDIT COMMITTEE

The Audit Committee comprises of three Non-Executive Directors, viz; Mr. Sharad Upasani, Mr. Malcolm Monteiro and Mr. Narendra Sarda.

The Chairman of the Committee is Mr. Sharad Upasani and Mr. Tushar Gunderia acts as Secretary to the Committee.

The composition and terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The details of Audit Committee Meetings and attendance of Committee Members are provided in the Corporate Governance Report.

### INTERNAL FINANCIAL CONTROL SYSTEMS

Your Company has in place sound internal control system to ensure that all assets are protected against loss from any unauthorised use and all transactions are recorded and reported correctly. The Company's internal control system is further supplemented by the internal audits carried out by an in-house internal audit team and co-sourced audit firm viz; KPMG. Well-established and robust internal audit processes, both at the business and corporate level, continuously monitor adequacy and effectiveness of internal control environment across the company and status of compliances with the operating systems, internal policies and regulatory requirements.

The internal financial controls within the Company are commensurate with the size, scale and complexity of its operations. During the

## DIRECTORS' REPORT

year, your company has established and maintained adequate and effective internal financial controls over financial reporting criteria established by the company considering essential components of internal control stated in the guidance note on the Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include design, implementation and maintenance of adequate internal financial controls which were operating effectively for ensuring an orderly and efficient conduct of business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information as required under the Act.

### DOWNSTREAM INVESTMENT

As per the Auditor's Certificate on a downstream investment in the Indian subsidiary, the Company is in compliance with the FDI regulations and has obtained requisite certificate from the statutory auditors in this regard.

### WHISTLE BLOWER POLICY AND VIGIL MECHANISM

In terms of the provisions of Section 177 of Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a 'Whistle Blower Policy' which encourages its employees and various stakeholders to bring to the notice of the Company any issue involving compromise/violation of any ethical norms, legal or regulatory provisions, actual or suspected fraud etc., without any fear of reprisal, discrimination, harassment or victimization of any kind.

The Company has engaged services of KPMG Advisory Services Pvt. Ltd., renowned consultancy firm which has established 'Blue Dart Ethics' Hotline. In terms of the policy, all suspected violations and 'Reportable Matters' must be reported to the Ethics Committee via Blue Dart Ethics Hotline. Ethics Committee comprises of Mr. Aneel Gambhir, CFO, Mr. Tushar Gunderia, Company Secretary & Head-Legal & Compliance and Mr. Manoj Madhavan, CIO. The Policy is applicable to all directors, employees, officers, customers, vendors and/or third party intermediaries viz; agents and consultants whether appointed on permanent, temporary, full-time, part-time, contractual, probation or on retainer basis and engaged to conduct business on behalf of the Company and its subsidiary companies. The Policy provides for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the Whistle Blowers were denied access to the Audit Committee of the Board.

During the year under review, the Company amended the Whistle Blower Policy to provide a clause wherein all employees of the Company are eligible to report any instance of leak of 'Unpublished Price Sensitive Information'. The Company has posted "Whistle Blower Policy" on its website viz; [www.bluedart.com](http://www.bluedart.com).

The web link of the Whistle Blower Policy is <https://www.bluedart.com/web/guest/documents/20182/25161/whistleblowerpolicy.pdf/16ee725a-aabe-4160-bb5e-731aa5543384>.

### POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company provides an equal opportunity and consciously strives to build a work culture that promotes dignity of employees. The Company has zero tolerance for sexual harassment at workplace and has in place a Prevention of Sexual Harassment Policy for Women in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

An Internal Complaints Committee has been set up to redress complaints regarding sexual harassment. All women employees (permanent, contractual, temporary, trainees) are covered under this policy. Awareness and sensitization programs were conducted across the Company. During the year under review, no complaints were received alleging any instances of sexual harassment.

### COST AUDIT

During the year under review, provisions of cost audit as stated under Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 were not applicable to the Company.

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to requirements of Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place the familiarisation programme for Independent Directors with regard to their role, duties and responsibilities, nature of the industry in which the Company operates, business / operating model of the Company etc. The Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and the Board constituted committee meetings in respect of business and performance updates of the company, global business environment, business strategies and risks involved. Directors attend training programmes/ conferences on relevant subject matters and keep themselves abreast of the latest corporate, regulatory and industry developments.

The same has been posted on website of the Company viz; [www.bluedart.com](http://www.bluedart.com).

The weblink of familiarization programme is [http://www.nseprimeir.com/z\\_BlueDart/files/FamiliarisationProgramme.pdf](http://www.nseprimeir.com/z_BlueDart/files/FamiliarisationProgramme.pdf)

### CSR COMMITTEE

The CSR Committee of the Company comprises of Mr. Sharad Upasani as Chairman of the Committee and Mr. Malcolm Monteiro and Ms. Tulsi N. Mirchandaney as members of the Committee.

The CSR Committee along with the CSR Implementation/Management Committee is responsible for formulating and implementing the CSR Policy of the Company.

Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, CFO are permanent invitees to the CSR Committee Meeting of the Board. Mr. Tushar Gunderia acts as Secretary to the Committee.

The details of Corporate Social Responsibility Committee Meetings

## DIRECTORS' REPORT

and attendance of Committee Members are provided in the Corporate Governance Report.

### CSR INITIATIVES / CSR POLICY

The Corporate Social Responsibility is an integral part of our strategy. We are committed to our responsibility towards the Society, Community and environment. We want to make a positive contribution to the Society our world by using our knowledge and domestic / global presence in a way which benefits the planet and its people.

As an Indian company with a global outlook, Blue Dart endeavors to maintain a healthy balance between its economic, environmental and social interests.

Under the motto of "Living Responsibility", your Company (along with DPDHL Group) focuses its corporate responsibility on protecting the environment and reducing CO<sub>2</sub> emissions (GoGreen), disaster management (GoHelp) and championing education (GoTeach). These are supported and complemented by regional community initiatives which demonstrate voluntary commitment, special abilities and enthusiasm of Blue Darters across the country.

In accordance with the provisions of Section 135 of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has formulated and posted the CSR Policy on website of the company viz; [www.bluedart.com](http://www.bluedart.com).

The Annual Report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, undertaken by the Company during the year is annexed as 'Annexure B' to the Board's Report.

### NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee comprises of Mr. Narendra Sarda as Chairman and Mr. Sharad Upasani and Mr. Malcolm Monteiro as members of the Committee.

Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, CFO are permanent invitees to the Committee.

The details of Nomination & Remuneration Committee Meetings and attendance of Committee Members are provided in the Corporate Governance Report.

### NOMINATION & REMUNERATION POLICY

Pursuant to provisions of Section 178 of the Companies Act, 2013, the Board has, on recommendation of Nomination & Remuneration Committee, formulated a Policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of Companies Act, 2013.

The Nomination & Remuneration Policy has been incorporated in the Corporate Governance Report.

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Your Company re-aligned its existing 'Investors Grievance Committee' as 'Stakeholders Relationship Committee' with an enhanced scope and functioning. As on March 31, 2019 the 'Stakeholders Relationship Committee' consists of Mr. Malcolm Monteiro, Non-Executive Director

acting as Chairman of the Committee and Mr. Sharad Upasani and Air Marshal M. McMahon (Retd.), Independent Directors, as members of the Committee.

The details of Stakeholders Relationship Committee Meetings and attendance of Committee Members are provided under Corporate Governance Report.

### RISK MANAGEMENT

Your Company has formulated a Risk Management Policy which provides an overview of the principles of risk management, explains the approach adopted by the company towards risk management and mitigation, defines the organizational structure for effective risk management, develop a "risk" culture which encourages employees to identify risks and associated opportunities and respond to them with an effective action, identify, assess, manage and mitigate existing and new risks in a planned and co-ordinated manner with minimum disruption and cost, to protect and preserve the company's human, physical and financial assets.

The Risk Management Committee of the Company maintains comprehensive oversight on risks attributed to the organisation and guides the Management on activities, reviews results of risk assessment and mitigation plan development process, reviews and monitors operating of risk management process and reports to the Board of Directors on the status of risk management initiatives and its effectiveness. Your Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating measures on a continuing basis. Your Company has a process in place to inform the Audit Committee and Board of Directors on risk assessment and minimisation procedures and periodic review is conducted in order to ensure that Management controls risk through defined framework.

The Risk Management Committee of the Company comprises of Mr. Narendra Sarda, Chairman of the Committee, Mr. Sharad Upasani, Mr. Malcolm Monteiro, Air Marshal M. McMahon (Retd.), the Directors, Mr. Balfour Manuel, Managing Director, Mr. Aneel Gambhir, CFO and Mr. Tushar Gunderia, Company Secretary & Head – Legal & Compliance as Members.

The details of Risk Management Committee Meetings and attendance of Committee Members are provided in the Corporate Governance Report.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Loans, guarantees or investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

## DIRECTORS' REPORT

### PARTICULARS OF CONTRACT OR ARRANGEMENTS MADE WITH RELATED PARTIES

Related Party Transactions entered into during the Financial Year were on arm's length and in the 'ordinary course of business'. There were no materially significant related party transactions made by the Company with the persons /related party(s) as defined under Section 2(76) of the Companies Act, 2013 which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions were placed before the Audit Committee and the Board for approval.

None of the Directors has any pecuniary relationship or transactions with the Company.

The particulars of contracts or arrangements with related parties as required under Section 134(3)(h) in prescribed Form AOC - 2 are annexed herewith as 'Annexure C' to the Board's Report.

The 'Policy on Related Party Transactions/Disclosures' as approved by the Board is posted on the Company's website viz [www.bluedart.com](http://www.bluedart.com)

The web link of 'Policy on Related Party Transactions/Disclosures' is [http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_RelatedPartyDisclosuresfinal.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_RelatedPartyDisclosuresfinal.pdf)

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirm that;

- i. In the preparation of the Financial Statement, the applicable accounting standards have been followed and that no material departures have been made from the same;
- ii. They have selected accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down proper internal financial controls to be followed by the Company and that the financial controls were adequate and were operating effectively; and
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### BOARD EVALUATION

Pursuant to provisions of Companies Act, 2013, Schedule IV and Regulation 17 of Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an Annual Evaluation of its own performance, the Chairperson, individual Directors as well as the evaluation of the working of its Committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined template designed as a tool to facilitate the evaluation process. The assessment was built around the functioning of the Board as a whole, its Committees and also the evaluation of Individual Directors. The assessment format considered performance effectiveness with regard to the Board composition, expertise, dynamics, strategic oversight, risk management and internal control, succession planning and leadership.

While the individual directors' performance was reviewed by the Chairperson and rest of the Board excluding the Director being evaluated, the Chairperson's and Non-Independent Directors performance were appraised through feedback from the Independent Directors.

### AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004), were appointed as Statutory Auditors of the Company for a term of five (5) years to hold office from conclusion of the Twenty Sixth Annual General Meeting of the Company held on July 27, 2017 upto the conclusion of the Thirty First Annual General Meeting, subject to ratification of their appointment at each subsequent Annual General Meeting.

The requirement of seeking ratification by the members for continuance of their appointment has been withdrawn consequent to changes made by the Companies (Amendment) Act, 2018 with effect from May 07, 2018. Hence, the resolution seeking ratification of the members for their appointment is not being placed at the ensuing Annual General Meeting.

Your Company has received necessary certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants confirming that they satisfy the criteria provided under section 141 of the Companies Act, 2013 and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2018-19, does not contain any qualification, reservation or adverse remarks.

### SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Nilesh Shah & Associates, Company Secretary in Practice, to undertake "Secretarial Audit" and "Annual Secretarial Compliance Audit" of the Company for the year ended March 31, 2019

The Secretarial Audit Report and Annual Secretarial Compliance Audit Report are annexed herewith as 'Annexure D' to the Board's Report.

## DIRECTORS' REPORT

The Secretarial Audit Report and Annual Secretarial Compliance Audit Report does not contain any qualification, reservation or adverse remark.

### DISCLOSURE ON CONFIRMATION WITH THE SECRETARIAL STANDARDS

Your Directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India have been duly complied with.

### EXTRACTS OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT- 9 in accordance with Section 92 (3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, is annexed herewith as 'Annexure E' to the Board's Report.

Further, the extract to the Annual Return of the Company can also be accessed on the Company's website at [https://www.nseprimeir.com/pages\\_new/Reports.aspx?value=013MyQclQQPM600MSHCcMw==](https://www.nseprimeir.com/pages_new/Reports.aspx?value=013MyQclQQPM600MSHCcMw==)

### SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company's Equity Shares and Unsecured, Redeemable and Non-Convertible Debentures are listed on the BSE Limited and the National Stock Exchange of India Limited (NSE). The Company has paid its Annual listing fees for the listed securities to the stock exchanges for the Financial Year 2019-2020.

The Company has formulated following Policies as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. 'Policy for Preservation of Documents' under Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. 'Archival Policy' under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The web link of 'Archival Policy' is:

[http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_Archival\\_Policy.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_Archival_Policy.pdf)

3. 'Policy on Criteria for determining Materiality of events/information' under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The web link of the 'Policy on Criteria for determining Materiality of events/information' is:

[http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_Policy\\_for\\_determining\\_Materiality.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_Policy_for_determining_Materiality.pdf)

### TRANSFER OF UNCLAIMED DIVIDEND AND UNCLAIMED SHARES

The details relating to unclaimed dividend and unclaimed shares forms part of the Corporate Governance Report.

### CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Company is committed to maintaining high standards of Corporate Governance and adhering to Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI). Your Company believes that Corporate Governance is application of the best management practices, compliance of law in true 'letter and spirit' and adherence to an ethical standards for effective management and distribution of wealth and discharge of social responsibility for sustainable development of all stakeholders.

A section on Corporate Governance along with a certificate from the Auditors confirming compliance of conditions of Corporate Governance as stipulated under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed and forms part of the Directors' Report.

A detailed review of operations, performance and future outlook of the Company and its business is given under the Management Discussion and Analysis Report which forms an integral part of this Report and is set out as a separate section to this Annual Report.

### BUSINESS RESPONSIBILITY REPORT (BRR)

As stipulated in Listing Regulations, the Business Responsibility Report describing initiatives undertaken by the Company from environmental, social and governance perspective is attached and forms part of this Annual Report.

### CEO/CFO CERTIFICATION

In accordance with the Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to corporate governance norms, Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, Chief Financial Officer, certified, inter-alia, on review of financial statements and establishing and maintaining internal controls for the financial reporting for the year ended March 31, 2019. The said certificate forms an integral part of the Annual Report.

### DEPOSITS

During the year, your Company has not accepted any deposits within the meaning of the provisions of Section 73 and/or 76 of the Companies Act, 2013 and rules made thereunder.

### HUMAN RESOURCE DEVELOPMENT

The Company's Human Resources (HR) function has always been aligned with the business objectives and requirements for a effective partnership. Blue Dart is recognised as one of India's Best Places to Work. Some of the highlights of key areas on which HR laid emphasis and achieved results were viz; Employee Morale & Motivation, Performance Management, Succession Planning & Executive Development Review, Competency Development, Employee Wellness and Well Being, Work- Life Balance Initiatives etc.

The Employee Satisfaction Survey in 2018 was conducted with a unique and strategic approach facilitated by HR under guidance of Managing Director and other Senior Management Team. This approach focused on facilitating senior management communication/

## DIRECTORS' REPORT

dialogue/ interaction with employees and clarification sessions for ESS issues/ employee touch points. HR carried out the ESS communication campaign, focusing more on structured interaction between SMTs and employees prior to the launch of ESS in 2018. The Employee Satisfaction Survey for the year 2018 was conducted with 99.1% employees participating in the survey.

The mean satisfaction score for the year is 95.2%. 'Pride in Working for Blue Dart' has a high score of 97.2%. Employee engagement has also emerged as one of the highest scoring items with a score of 95.2%. Amongst the dimension wise scores, Organization Identity is the highest scoring with a mean satisfaction score of 96.4% which remained same as last year. This high engagement score has become possible due to active leadership of Senior Management Team members / Managers/ Supervisors through regular interactions, action plan on areas of concern and focusing on them with proper communication and feedback sessions.

### EMPLOYEES

Your Directors place on record their deep appreciation for the contribution made by employees of the Company at all levels.

Blue Dart has always been acknowledged for its people and customer centric approach. Blue Dart's People-First philosophy coupled with passion and commitment of its employees has enabled the company to overcome many challenges in the past.

Your Company believes that its employees are its core strength and accordingly development of people and providing the 'best-in-class' work environment are key priorities for the Organisation to drive business objectives and goals. Comprehensive HR policies are in place which enables building of a stronger performance culture and simultaneously developing current and future leaders.

The Information on the particulars of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, forms part of this Report. However, as per the provisions of Section 136 (1) of the Companies Act, 2013, the report and Financial Statements are being sent to all shareholders of the Company, excluding the Statement of Particulars of Employees which is available for inspection at the registered office of the company during working hours. Any shareholder interested in such particulars may inspect the same.

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub – section 12 of section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, form part of this Report as 'Annexure F' to the Board's Report.

### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The particulars regarding conservation of Energy, Technology Absorption and foreign exchange earnings and expenditure stipulated under section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rule 2014 is annexed as 'Annexure G' to the Board's Report.

### GENERAL

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither Managing Director nor Whole-time Directors of the Company received any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impacted the going concern status and Company's operations in future.
5. As on March 31, 2019, there is no associate company or joint venture company within the meaning of Section 2(6) of the Act.
6. No fraud has been reported by the Auditors to the Audit Committee or the Board.
7. There was no change in the nature of business.

### ACKNOWLEDGEMENT

Your Directors appreciate the contribution made by employees of the Company and acknowledge their hard work and dedication to ensure that the Company consistently performs well and remains a leading player in the Express Industry.

The Board of Directors wish to express their sincere appreciation and thanks to all customers, suppliers, banks, financial institutions, solicitors, advisors, Government of India, concerned State Governments and other authorities for their consistent support and co-operation extended to the Company during the year.

We are also deeply grateful to our shareholders for the confidence and faith that they have always placed on us.

For and on behalf of the Board of Directors,

**Sharad Upasani**  
Chairman  
DIN: 01739334

**Malcolm Monteiro**  
Director  
DIN: 00089757

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN: 00234293

**Kavita Nair**  
Director  
DIN: 07771200

**Balfour Manuel**  
Managing Director  
DIN: 08416666

**Narendra Sarda**  
Director  
DIN: 03480129

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN: 01842520

**R.S.Subramanian**  
Additional Director  
DIN: 02946608

Mumbai  
May 16, 2019

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE A'

### Form AOC-I

#### Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

#### Part "A": Subsidiary Companies

₹ In Lakhs

Name of the subsidiary	Concorde Air Logistics Ltd.	Blue Dart Aviation Limited
Country	India	India
The date since when subsidiary was acquired	May 11, 2004	June 22, 2015
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
Reporting currency	INR	INR
Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A	N.A
Share capital	11	2,400
Reserves & surplus	489	2,801
Total assets	1,373	62,182
Total Liabilities	873*	56,981*
Investments	-	-
Total Revenue	478	75,209
Profit before taxation	9	570
Provision for taxation	8	355
Profit after taxation	1	215
Proposed Dividend	-	-
% of shareholding	100%	100%

\* Excluding Share Capital & Reserves & Surplus

#### Notes :

- Names of subsidiaries which are yet to commence operation : None
- Names of subsidiaries which have been liquidated or sold during the year : None

#### Part B : Associates and Joint Venture – None

For and on behalf of the Board of Directors,

#### Sharad Upasani

Chairman  
DIN: 01739334

#### Air Marshal M. McMahon (Retd.)

Director  
DIN: 00234293

Mumbai

May 16, 2019

#### Balfour Manuel

Managing Director  
DIN:08416666

#### Tulsi Nowlakha Mirchandaney

Director  
DIN: 01842520

#### Malcolm Monteiro

Director  
DIN: 00089757

#### Kavita Nair

Director  
DIN : 07771200

#### Aneel Gambhir

Chief Financial Officer

#### Narendra Sarda

Director  
DIN: 03480129

#### R.S.Subramanian

Additional Director  
DIN : 02946608

#### Tushar Gunderia

Company Secretary

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE B'

### ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the company's 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.

#### Sustainability at the Company

The Sustainability Policy is aligned to Deutsche Post DHL (DPDHL) Group's motto of Living Responsibility and is based on the 3 pillars of

- ✓ GoGreen (environmental protection)
- ✓ GoHelp (disaster management)
- ✓ GoTeach (championing education)

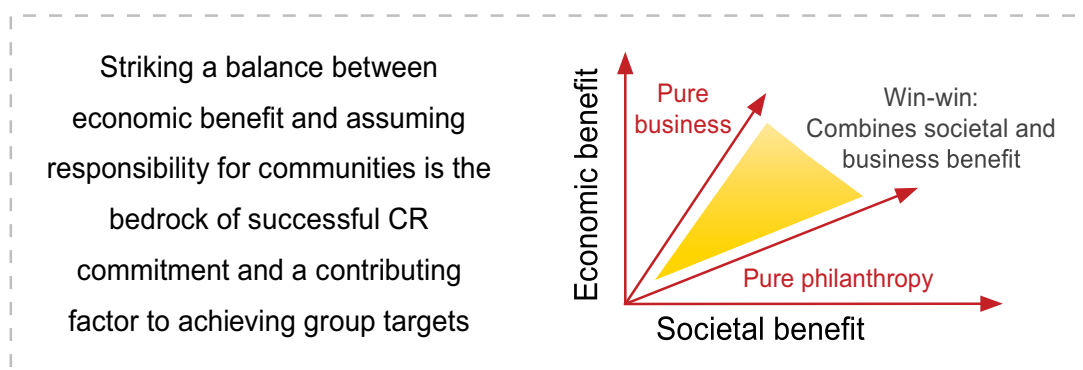
#### Philosophy

Social Responsibility is a core element of the Company's corporate strategy. As a socially responsible corporate, your Company's

commitment towards the community has been unwavering since its inception in 1983.

The Company's philosophy of giving back to society is not just a 'corporate social responsibility' it is its duty as an organization to give back to the communities and the environment from where it draws its resources. More than 'responsibility' it is 'sustainability' that is its cornerstone.

In line with DPDHL Group's 'Living Responsibility', we take our responsibility towards the communities in which we operate and towards the environment seriously. We as an organisation commit to make a positive contribution to our world by using our knowledge, our vast domestic and global presence to benefit people and the environment. As an Indian company with a global outlook, we strive to maintain a balance between economic, environmental and social interests.



**LIVING  
RESPONSIBILITY**



## ANNEXURES TO DIRECTORS' REPORT

2. Web-Link to the CSR Policy  
[http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_CSR\\_Policy\\_17022016.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_CSR_Policy_17022016.pdf)
3. The Composition of the CSR Committee.  
**The CSR Committee of the Board comprises of the following:**
  - Mr. Sharad Upasani, Chairman of the Committee
  - Mr. Malcolm Monteiro, Member of the Committee
  - Ms. Tulsi Mirchandaney, Member of the Committee
4. Average net profit of the company for last three financial years  
 ₹ 23,959 Lakhs
5. Prescribed CSR Expenditure (2% of the amount as in item 4 above)  
 ₹ 480 Lakhs
6. Details of CSR spent during the financial year.
  - (a) Total amount to be spent for the financial year;  
 ₹ 480 Lakhs
  - (b) Amount unspent , if any;  
 NIL
  - (c) Manner in which the amount spent during the financial year is detailed below.

### CSR Spends in 2018-19

Sr. No.	CSR project or activity identified	Sector in which the Project Is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implement - ing agency
1	Blue Edge: Empowering Lives	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Mumbai Chennai Bengaluru	72,20,647	72,20,647	72,20,647	Implementing Agency: Oasis India
2	Blue Edge: Empowering Lives	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Delhi	11,79,266	10,08,112	10,08,112	Implementing Agency: Noida Deaf Society (NDS)
3	Blue Edge: Empowering Lives	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Kolkata	12,25,395	12,03,550	12,03,550	Implementing Agency: Hope Foundation
4	Blue Teach: Promotion of education to underprivileged children - E & H	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Lucknow, Farrukhabad districts	42,35,000	42,00,000	42,00,000	Implementing Agency: E & H (Education & Health)

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implement - ing agency
5	Blue Teach: Promotion of Education to municipal schools - Peepul (Formerly ARK)	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Delhi	32,67,000	27,00,000	27,00,000	Implementing Agency: Peepul (Formerly ARK)
6	Blue Teach: Implementing Mobile Vans in Government schools - Agastya	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Ahmedabad & Delhi	32,82,562	31,47,760	31,47,760	Implementing Agency: Agastya Foundation
7	Blue Teach: Promoting pre-employment Vocational Training of deaf adults	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Mumbai	2,18,000	2,18,000	2,18,000	Implementing partner: Deeds
8	Blue Homes: setting up homes for orphans - SOS Children's Villages	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up oldage homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Jammu, Srinagar, Bhuj, Raipur, Latur & Cochin	77,00,000	77,00,000	77,00,000	Implementing Agency: SOS Children's Villages of India
9	Blue Homes: Blue Dart Child Care Center - St. Jude India ChildCare Centre	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up oldage homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Delhi	64,13,000	53,00,000	53,00,000	Implementing Agency: St. Jude India ChildCare Centres

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	CSR project or activity identified	Sector in which the Project Is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implement - ing agency
10	Blue Help: Free of Cost Cataract Surgeries - HelpAge India	Eradicating hunger, poverty & malnutrition, preventive healthcare & sanitation & making available safe drinking water.	Mumbai, Thane and Palgarh districts	25,00,000	25,00,000	25,00,000	Implementing Agency: HelpAge India
11	Blue Help: Sponsoring sanitary napkins for underprivileged girls	Eradicating hunger, poverty & malnutrition, preventive healthcare & sanitation & making available safe drinking water.	Maharashtra	1,00,000	1,00,000	1,00,000	Implementing Agency: Soroptimist
12	Blue Help: Supporting surgery cost of poor children	Eradicating hunger, poverty & malnutrition, preventive healthcare & sanitation & making available safe drinking water.	Delhi	1,47,000	1,47,000	1,47,000	Implementing agency: Ocean Foundation
13	Blue Help: Help in maintaining 10 Students, whose education, skill and other day to day needs were taken care for a period of 30 day	Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects	Maharashtra	36,000	36,000	36,000	Implementing Agency: Akshaya Patra
14	Blue Help: Urban Health Resource Centre	Eradicating hunger, poverty & malnutrition, preventive healthcare & sanitation & making available safe drinking water.	Indore & Agra	7,00,000	7,00,000	7,00,000	Implementing Agency: UHRC
15	Blue Greens: Tree Plantation - Grow Trees	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water.	Kanha-Pench Wildlife corridor	1,01,15,350	1,01,15,400	1,01,15,400	Implementing Agency: Pangea EcoNetAssets Private Limited/Grow Trees
16	Administrative Overheads	-	N/A	24,00,000	24,09,578	24,09,578	Direct

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implement - ing agency
17	Kerela CM Distress Relief Fund	Contribution to the Prime Minister's National Relief Fund or any other fund set-up by the Central Government for socio-economic development and relief and welfare of the Scheduled Caste, the Scheduled Tribes, other backward classes, minorities and women	Kerela	36,560	36,560	36,560	Direct
18	Relief India Trust	-	-	1,00,000	1,00,000	1,00,000	Direct
19	Others	-	-	33,454	33,454	33,454	Direct
	<b>TOTAL</b>	-	-	<b>5,09,09,234</b>	<b>4,88,76,061</b>	<b>4,88,76,061</b>	-

### NOTE:

**HelpAge India** is a leading registered national level NGO, established in 1978, with a mission “to work for the cause and care of disadvantaged aged persons and to improve their quality of life.”

**Agastya International Foundation** is a nonprofit, public charitable trust which is actively engaged in sparking curiosity and nurturing creativity and innovation in under privileged children through hands-on science, art and ecology.

**Oasis India** was founded in 1994 as the second member of the Oasis Global family which shares a common vision, mission and outcomes. Our work around the world reflects a common ethos of equality, inclusion, excellence, transparency and innovation. Over the years, several projects based around communities have been run offering inclusive and holistic solutions to people bound by various situations of abuse and vulnerability through education, training, health care, psycho-social care, micro-finance initiatives and residential rehabilitation.

**Teach To Lead** was formally established in 2008. Teach To Lead is a not-for-profit organization whose mission is to create a movement of leaders who will work to eliminate educational inequity in the country. Teach For India, a project of Teach To Lead, is a nationwide movement of outstanding college graduates and young professionals who will commit two-years to teach fulltime in under resourced schools and

who will become lifelong leaders working from within various sectors towards the pursuit of equity in education. Today, Teach For India is in 7 cities - Mumbai, Pune, Delhi, Hyderabad, Chennai, Ahmedabad and Bengaluru. They have a total of 910 Fellows and 660 Alumni working towards eliminating educational inequity.

**Noida Deaf Society** was setup in 2005 as a not-for-profit society by Ruma Roka with an intention of enabling a positive change in the lives of Deaf children and youth. NDS focuses on providing quality education and job oriented vocational training to the deaf which enables them to become productive members of society. From humble beginnings, today NDS has been able to reach out to over 4500 deaf children and youth from across the country. In spite of the limitations of space and infrastructure, they are able to positively impact over 1200 Deaf children and youth every year. NDS is the only organization in the country which has been able to mainstream Deaf youth through sustainable employment. Over 1000 youth are successfully working in some of the most leading companies across sectors ranging from Hospitality, Retail, Information Technology, Banking, Print and Publishing, Education, Textile and Manufacturing among others.

**Hope Kolkata Foundation** was established in February 1999 for the holistic and sustainable protection and development of children who are forced to live on the street, reside in slums and who face difficult

## ANNEXURES TO DIRECTORS' REPORT

circumstances, due to abject poverty. HOPE restores once broken childhoods through the delivery of Shelter, Nutrition, Education, Medical and Health care, Counselling, Awareness Generation, Life skill training and Recreational Activities to children as young as 5 years of age.

**St. Jude India Childcare Centres:** In major cities of India where low cost cancer treatment is available, children who need treatment for cancer come to hospitals along with their parents from distant towns and villages. The hospitals do not treat them as in patients during the long drawn out treatment and these needy families do not have a place to stay whenever the child is not admitted to hospital. At their centres spread across 5 cities in India, St Jude provides support to such families by providing them free of cost shelter, nutritional support, educational and recreational activities, transportation to and from the hospital, art based therapy, music therapy, yoga, counselling for the family and new skills for income generation.

**Urban Health Resource Centre** is a non-governmental organization that addresses health, nutrition and wellbeing of the disadvantaged urban dwellers through demonstration programmes, technical support to government and no-government sector, research, advocacy and knowledge dissemination through a consultative and partnership based approach.

**Peepul** (Formerly Absolute Return for Kids (Ark)) is a registered society in India. In 2015 Ark set up a new primary school in India. The school, in New Delhi, is the first that has been set up and operated outside the UK. Peepul works with Dhanpatamal Virmani Education Trust (DVET) to implement the program in partnership with South Delhi Municipal Corporation to create a network of fee-free, high quality primary schools.

**Ark** has a track record of working effectively with government agencies and other non-profit partners to deliver high impact education programmes throughout the country.

**E&H Foundation** was set up in 2012 with a vision to provide free quality education and healthcare to the underprivileged children, with a focus on Uttar Pradesh, India.

E&H Foundation started its work by focusing on the education sector first and supports two models to provide quality education to more than 5,000 underprivileged children in Farrukhabad district, UP from class 1 to class 3.

**Grow-Trees.com** is a social enterprise which is dedicated purely for the planet, by encouraging individuals and corporates in inculcating the practice of growing trees in public land and dedicate the trees to greet or honor someone by means of an e-certificate with a personalized message. Grow trees has plantation projects spread all across the country.

**SOS Children's Villages** of India has built families for children in need, to help them shape their own future and share in the development of their communities. Primary Target beneficiaries are children without parental care (orphaned and abandoned children) and disadvantaged children in vulnerable families at the risk of losing adequate parental care. The villages are spread all across the geography of the country.

**Deeds** (Development Education Empowerment of The Disadvantaged In Society) is a public charitable trust that provides free education, vocational training for the hearing impaired, leading to their job placements and enable them to live a life of dignity.

**Soroptimist** is a charitable organization which aims and works primarily for cause and care of women, in order to improve the quality of their lives by sponsoring Sanitary napkins

7. In case the Company has failed to spend the two percent of the average net profit of the last three financial three years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report.

Not Applicable

8. The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

<b>Sharad Upasani</b>	<b>Malcolm Monteiro</b>	<b>Tulsi Nowlakha</b>
Chairman	Director	Director
DIN: 01739334	DIN: 00089757	DIN : 1842520

Mumbai  
May 16, 2019

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE C'

#### FORM NO. AOC - 2

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

Form for disclosure of particulars of contracts / arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-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, 2019, which were not at arm's length basis.

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

Details of material contracts or arrangement or transaction at arm's length basis for the year ended March 31, 2019 are as follows :

- a. Name(s) of the related Party and nature of relationship – Blue Dart Aviation Ltd., Wholly Owned subsidiary of the Company
- b. Nature of Contract/ arrangements / transactions :
  - Aircraft, Crew, Maintenance and Insurance (ACMI) Agreement - ₹ 74,322 Lakhs
  - Investment – ₹ 14,260 Lakhs
  - Loans (existing) - ₹ 1,092 Lakhs
  - Aircraft Payload deposit (existing) - ₹ 1,953 Lakhs
- c. Duration of the contracts/ arrangements/ transactions – ACMI Agreement Renewed/ extended on October 1, 2017 till March 31, 2020. Loans are existing till repayment.
- d. Salient terms of contracts: The Company has ACMI Contract with BDAL for dedicated air carriage capacity which ensured strong support in sustaining the Company's leadership position. The Company is only customer of BDAL and BDAL provides services as per network requirements of the Company.
- e. Date(s) of approval by the Board, if any – May 5, 2017
- f. Amount paid as advances, if any : Aircraft Payload deposit of ₹ 1,953 Lakhs

For and on behalf of the Board of Directors,

**Sharad Upasani**

Chairman

DIN: 01739334

**Air Marshal M. McMahon (Retd.)**

Director

DIN: 00234293

Mumbai

May 16, 2019

**Balfour Manuel**

Managing Director

DIN:08416666

**Tulsi Nowlakha Mirchandaney**

Director

DIN: 01842520

**Malcolm Monteiro**

Director

DIN: 00089757

**Kavita Nair**

Director

DIN : 07771200

**Narendra Sarda**

Director

DIN: 03480129

**R.S.Subramanian**

Additional Director

DIN : 02946608

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE D'

### FORM NO. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019

[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,  
Blue Dart Express Limited  
Blue Dart Centre,  
Sahar Airport Road,  
Andheri (East),  
Mumbai – 400 099

Dear Sir / Madam,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good Corporate Governance practices by Blue Dart Express Limited (hereinafter called "the Company"). 'Secretarial Audit' was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances/ corporate conducts / and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed with the regulatory authorities 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 viz; financial year ended 31st March, 2019, 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 reporting made hereinafter:

We further report that maintenance of proper and updated Books, Papers, Minutes Books, filing of Forms and Returns with applicable regulatory authorities and maintaining other records is responsibility of management and Company, our responsibility is to verify the content of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon. We have examined on test check basis, the books, papers, minute books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2019, as per the provisions of:

- (i) The Companies Act, 2013 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 there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, to the extent the same was applicable to the Company;
- (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) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) 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;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Depository and Participant) Regulations, 1996 / Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

## ANNEXURES TO DIRECTORS' REPORT

- (vi) (a) We have also verified systems and mechanism which are in place and 'Legal Compliance Manual' adopted and circulated by the Company to ensure Compliance of other applicable Laws (in addition to aforementioned Laws applicable to the Company) and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations to the Company and found adequate compliance of the same.
- (b) We have also verified that the Company has successfully implemented a compliance tool pan India which is an IT enabled legal support for ensuring compliance of various legislations.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013;

We further Report that, during the year, it was not mandatory on the part of the Company to comply with the following Regulations / Guidelines:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 / The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (c) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

Based on aforesaid information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the aforementioned Acts including applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards etc. mentioned hereinabove and we have no material observation or instances of non-Compliance in respect of the same.

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. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

We also report that adequate notice was given to all Directors prior to scheduling the Board Meetings and Agenda along with detailed notes to Agenda were sent at least seven days in advance and at short notice in case of urgent matters and adequate system exist for the Board Members to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meetings.

It is noted that majority decision is carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the Minutes.

Based on representation made by the Company and its Officers explaining us internal systems and mechanism established by the Company which ensures compliances of other Acts, Laws and Regulations applicable to the Company, we 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 and regulations.

We further report that during the year under report, the Company has not undertaken any corporate action having a major bearing on the Company's affairs in pursuance of aforesaid laws, rules and regulations.

Date : May 16, 2019  
Place : Mumbai

Name : Nilesh Shah  
For : Nilesh Shah & Associates  
FCS : 4554  
C.P. : 2631

Note : This Report has to be read with 'Annexure - A'

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE A'

To,  
The Members,  
Blue Dart Express Limited  
Blue Dart Centre,  
Sahar Airport Road,  
Andheri (East),  
Mumbai – 400 099

1. Maintenance of secretarial records is 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 which were appropriate to obtain reasonable assurance about correctness of the contents of the Secretarial records. The verification was done on test basis (by verifying records made available to us) to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed, provide a reasonable basis for our opinion.
3. We have not verified correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained Management representation about the compliance of laws, rules and regulations and occurrence of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is responsibility of management. Our examination was limited to the verification of process followed by Company to ensure adequate Compliance.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of an efficacy or effectiveness with which the management has conducted affairs of the company.

Date : May 16, 2019  
Place : Mumbai

Name : Nilesh Shah  
For : Nilesh Shah & Associates  
FCS : 4554  
C.P. : 2631

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE E'

### EXTRACT OF ANNUAL RETURN

As on the financial year ended March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

### FORM NO. MGT – 9

#### I. REGISTRATION AND OTHER DETAILS

i. CIN	:	L61074MH1991PLC061074
ii. Registration Date	:	April 5, 1991
iii. Name of the Company	:	Blue Dart Express Limited
iv. Category / Sub-Category of the Company	:	Company Limited by Shares Indian Non-government Company
v. Address of the Registered office and contact details	:	Blue Dart Centre, Sahar Airport Road, Andheri (East) Mumbai - 400 099, India. Tel.No. +91 22 28396444
vi. Whether listed company Yes / No	:	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	:	M/s. Link Intime India Pvt. Ltd. C 101, First Floor, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083. Tel.No. +91 22 49186000 Email – rnt.helpdesk@linkintime.co.in

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Courier and Express services	5320	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	DHL Express (Singapore) Pte. Ltd. 150, Beach Road, Gateway West 04-01, Singapore 189720	-	Holding	75%	2(46)
2.	Concorde Air Logistics Limited 17, Adarsh Industrial Estate, Sahar Road, Chakala, Andheri (E), Mumbai - 400 099	U60230MH2004PLC146141	Subsidiary	100%	2(87)
3.	Blue Dart Aviation Limited Blue Dart Centre, Sahar Airport Road, Andheri (E), Mumbai - 400 099	U35303MH1994PLC078691	Subsidiary	100%	2(87)

## ANNEXURES TO DIRECTORS' REPORT

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)				No. of Shares held at the end of the year (as on March 31, 2019 i.e. on the basis of Shareholding Pattern of March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Shareholding of Promoter and Promoter Group									
(1) Indian									
a) Individuals / Hindu Undivided Family	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
c) Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
d) Any Other (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(1):	0	0	0	0.00	0	0	0	0.00	0.00
(2) Foreign									
a) Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
b) Government	0	0	0	0.00	0	0	0	0.00	0.00
c) Institutions	0	0	0	0.00	0	0	0	0.00	0.00
d) Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other (Specify)									
Bodies Corporate	17795950	0	17795950	75.00	17795950	0	17795950	75.00	0.00
Sub-Total (A)(2):	17795950	0	17795950	75.00	17795950	0	17795950	75.00	0.00
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	17795950	0	17795950	75.00	17795950	0	17795950	75.00	0.00
B. Public Shareholding									
1) Institutions									
a) Mutual Funds / UTI	894119	400	894519	3.77	555616	400	556016	2.34	-1.43
b) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
c) Alternate Investment Funds	29741	0	29741	0.13	33592	0	33592	0.14	0.02
d) Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
e) Foreign Portfolio Investor	1584191	0	1584191	6.68	1067412	0	1067412	4.50	-2.18
f) Financial Institutions / Banks	475648	200	475848	2.01	648831	200	649031	2.74	0.73
g) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
h) Provident Funds/ Pension Funds	0	0	0	0.00	0	0	0	0.00	0.00

## ANNEXURES TO DIRECTORS' REPORT

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)				No. of Shares held at the end of the year (as on March 31, 2019 i.e. on the basis of Shareholding Pattern of March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Any Other (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(1):	2983699	600	2984299	12.58	2305451	600	2306051	9.72	-2.86
(2) Central Government/ State Government(s)/ President of India									
Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
(3) Non-Institutions									
a) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	835996	73562	909558	3.83	855353	63911	919264	3.87	0.04
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	65279	0	65279	0.28	65279	0	65279	0.28	0.00
b) NBFCs registered with RBI	0	0	0	0.00	2128	0	2128	0.01	0.01
c) Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
d) Others (specify)	13721	0	13721	0.06	16442	0	16442	0.07	0.01
1. IEPF									
2. Trusts	50	0	50	0.00	80	0	80	0.00	0.00
3. Hindu Undivided Family	35823	0	35823	0.15	38083	0	38083	0.16	0.01
4. Non Resident Indians (Non Repat)	14841	0	14841	0.06	15157	0	15157	0.06	0.00
5. Non Resident Indians (Repat)	24257	1600	25857	0.11	23247	1600	24847	0.10	0.00
6. Foreign Portfolio Investor (Individual)	10	0	10	0.00	0	0	0	0.00	0.00
7. Clearing Member	11691	0	11691	0.05	7212	0	7212	0.03	-0.02
8. Bodies Corporate	1868855	2000	1870855	7.88	2535441	2000	2537441	10.69	2.81
Sub-Total (B)(3):	2870523	77162	2947685	12.42	3558422	67511	3625933	15.28	2.86
Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	5854222	77762	5931984	25.00	5863873	68111	5931984	25.00	0.00
Total (A)+(B)	23650172	77762	23727934	100.00	23659823	68111	23727934	100.00	0.00

## ANNEXURES TO DIRECTORS' REPORT

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)				No. of Shares held at the end of the year (as on March 31, 2019 i.e. on the basis of Shareholding Pattern of March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Non Promoter - Non Public									
1) Custodian/DR Holder	0	0	0	0.00	0	0	0	0.00	0.00
2) Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	23650172	77762	23727934	100.00	23659823	68111	23727934	100.00	0.00

### ii) Shareholding of Promoters

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 total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
DHL Express (Singapore) Pte.Ltd.	17795950	75	0	17795950	75	0	0

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

Sr. No.		No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	No change during the year			
2.	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3.	At the End of the year 31.03.2019				

## ANNEXURES TO DIRECTORS' REPORT

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

Sr. No.	Name & Type Of Transaction	Shareholding at the beginning of the year - 01.04.2018		Transactions During The Year		Cumulative Shareholding at the end of the year - 31.03.2019	
		No. of Shares	% of total Shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total Shares of the company
1	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	157535	0.6639			157535	0.6639
	Market Purchase			13 Apr 2018	16000	173535	0.7314
	Market Purchase			20 Apr 2018	28652	202187	0.8521
	Market Purchase			27 Apr 2018	26578	228765	0.9641
	Market Purchase			04 May 2018	35317	264082	1.113
	Market Purchase			11 May 2018	9062	273144	1.1511
	Market Sell			13 Jul 2018	-21601	251543	1.0601
	Market Purchase			26 Oct 2018	70000	321543	1.3551
	Market Purchase			07 Dec 2018	60464	382007	1.6099
	Market Purchase			14 Dec 2018	219222	601229	2.5338
	Market Purchase			21 Dec 2018	24685	625914	2.6379
	Market Purchase			28 Dec 2018	42836	668750	2.8184
	Market Purchase			25 Jan 2019	100000	768750	3.2399
	Market Purchase			01 Feb 2019	72348	841098	3.5448
	Market Purchase			08 Feb 2019	6646	847744	3.5728
	Market Purchase			15 Feb 2019	1488	849232	3.579
	Market Purchase			22 Feb 2019	10243	859475	3.6222
	Market Purchase			01 Mar 2019	1595	861070	3.6289
	Market Purchase			08 Mar 2019	1	861071	3.6289
	Market Purchase			22 Mar 2019	946	862017	3.6329
	AT THE END OF THE YEAR					862017	3.6329
2	BRIGHT STAR INVESTMENTS PVT LTD	795934	3.3544			795934	3.3544
	AT THE END OF THE YEAR					795934	3.3544
3	LIFE INSURANCE CORPORATION OF INDIA	448157	1.8887			448157	1.8887
	Market Purchase			01 Jun 2018	500	448657	1.8908
	Market Purchase			08 Jun 2018	6567	455224	1.9185
	Market Purchase			15 Jun 2018	25493	480717	2.026
	Market Purchase			22 Jun 2018	2181	482898	2.0351
	Market Purchase			30 Jun 2018	32839	515737	2.1735
	Market Purchase			06 Jul 2018	12906	528643	2.2279
	Market Purchase			13 Jul 2018	20297	548940	2.3135
	Market Purchase			20 Jul 2018	3003	551943	2.3261
	Market Purchase			27 Jul 2018	11619	563562	2.3751
	Market Purchase			03 Aug 2018	6573	570135	2.4028

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	Name & Type Of Transaction	Shareholding at the beginning of the year - 01.04.2018		Transactions During The Year		Cumulative Shareholding at the end of the year - 31.03.2019	
		No. of Shares	% of total Shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total Shares of the company
	Market Purchase			30 Nov 2018	5394	575529	2.4255
	Market Purchase			07 Dec 2018	126	575655	2.4261
	Market Purchase			14 Dec 2018	41959	617614	2.6029
	Market Purchase			21 Dec 2018	1941	619555	2.6111
	Market Purchase			28 Dec 2018	1127	620682	2.6158
	Market Purchase			18 Jan 2019	162	620844	2.6165
	AT THE END OF THE YEAR					620844	2.6165
4	MATTHEWS INDIA FUND	380973	1.6056			380973	1.6056
	Market Purchase			30 Jun 2018	14017	394990	1.6647
	Market Purchase			06 Jul 2018	1518	396508	1.6711
	Market Purchase			13 Jul 2018	21	396529	1.6711
	Market Purchase			20 Jul 2018	866	397395	1.6748
	Market Purchase			27 Jul 2018	9718	407113	1.7158
	Market Purchase			10 Aug 2018	68738	475851	2.0054
	Market Purchase			17 Aug 2018	88	475939	2.0058
	AT THE END OF THE YEAR					475939	2.0058
5	DAMANI ESTATES AND FINANCE PVT LTD	303062	1.2772			303062	1.2772
	AT THE END OF THE YEAR					303062	1.2772
6	ICICI PRUDENTIAL MULTICAP FUND	403883	1.7021			403883	1.7021
	Market Sell			11 May 2018	-3175	400708	1.6888
	Market Purchase			18 May 2018	575	401283	1.6912
	Market Purchase			25 May 2018	38486	439769	1.8534
	Market Sell			01 Jun 2018	-5665	434104	1.8295
	Market Sell			15 Jun 2018	-11037	423067	1.783
	Market Sell			22 Jun 2018	-5389	417678	1.7603
	Market Sell			06 Jul 2018	-12865	404813	1.7061
	Market Sell			13 Jul 2018	-974	403839	1.702
	Market Sell			20 Jul 2018	-11245	392594	1.6546
	Market Sell			27 Jul 2018	-19659	372935	1.5717
	Market Sell			31 Dec 2018	-243	372692	1.5707
	Market Sell			04 Jan 2019	-1786	370906	1.5632
	Market Sell			11 Jan 2019	-1382	369524	1.5573
	Market Sell			18 Jan 2019	-724	368800	1.5543
	Market Sell			25 Jan 2019	-112363	256437	1.0807
	Market Sell			01 Feb 2019	-60829	195608	0.8244
	AT THE END OF THE YEAR					195608	0.8244

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	Name & Type Of Transaction	Shareholding at the beginning of the year - 01.04.2018		Transactions During The Year		Cumulative Shareholding at the end of the year - 31.03.2019	
		No. of Shares	% of total Shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total Shares of the company
7	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD.	137800	0.5808			137800	0.5808
	Market Purchase			06 Apr 2018	3000	140800	0.5934
	Market Purchase			25 May 2018	5000	145800	0.6145
	Market Purchase			08 Jun 2018	2700	148500	0.6258
	Market Sell			15 Jun 2018	-30000	118500	0.4994
	Market Purchase			22 Jun 2018	36500	155000	0.6532
	Market Purchase			06 Jul 2018	1500	156500	0.6596
	Market Purchase			05 Oct 2018	4000	160500	0.6764
	Market Purchase			12 Oct 2018	2200	162700	0.6857
	Market Purchase			19 Oct 2018	1500	164200	0.692
	Market Purchase			02 Nov 2018	6400	170600	0.719
	Market Purchase			16 Nov 2018	1160	171760	0.7239
	Market Purchase			30 Nov 2018	2961	174721	0.7364
	Market Purchase			07 Dec 2018	4000	178721	0.7532
	Market Purchase			31 Dec 2018	1498	180219	0.7595
	Market Purchase			04 Jan 2019	7002	187221	0.789
	Market Purchase			11 Jan 2019	1000	188221	0.7932
	Market Sell			08 Feb 2019	-36	188185	0.7931
	Market Purchase			01 Mar 2019	2000	190185	0.8015
	Market Sell			22 Mar 2019	-27000	163185	0.6877
	Market Purchase			29 Mar 2019	31000	194185	0.8184
	AT THE END OF THE YEAR					194185	0.8184
8	SBI MAGNUM GLOBAL FUND	144520	0.6091			144520	0.6091
	Market Purchase			25 May 2018	900	145420	0.6129
	Market Sell			15 Jun 2018	-4320	141100	0.5947
	Market Sell			20 Jul 2018	-900	140200	0.5909
	AT THE END OF THE YEAR					140200	0.5909
9	DERIVE TRADING AND RESORTS PRIVATE LIMITED	117100	0.4935			117100	0.4935
	AT THE END OF THE YEAR					117100	0.4935
10	HDFC LIFE INSURANCE COMPANY LIMITED	151638	0.6391			151638	0.6391
	Market Sell			13 Apr 2018	-9572	142066	0.5987
	Market Sell			04 May 2018	-12000	130066	0.5482
	Market Sell			11 May 2018	-4138	125928	0.5307
	Market Sell			18 May 2018	-8427	117501	0.4952

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	Name & Type Of Transaction	Shareholding at the beginning of the year - 01.04.2018		Transactions During The Year		Cumulative Shareholding at the end of the year - 31.03.2019	
		No. of Shares	% of total Shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total Shares of the company
	Market Sell			25 May 2018	-36432	81069	0.3417
	Market Purchase			24 Aug 2018	1764	82833	0.3491
	Market Purchase			31 Aug 2018	957	83790	0.3531
	Market Purchase			07 Sep 2018	5000	88790	0.3742
	Market Purchase			21 Sep 2018	5392	94182	0.3969
	Market Purchase			29 Sep 2018	9608	103790	0.4374
	AT THE END OF THE YEAR					103790	0.4374
11	FIRST STATE INDIAN SUBCONTINENT FUND	221784	0.9347			221784	0.9347
	Market Sell			04 May 2018	-1845	219939	0.9269
	Market Sell			11 May 2018	-730	219209	0.9238
	Market Sell			08 Jun 2018	-8966	210243	0.8861
	Market Sell			15 Jun 2018	-13111	197132	0.8308
	Market Sell			22 Jun 2018	-16021	181111	0.7633
	Market Sell			30 Jun 2018	-21024	160087	0.6747
	Market Sell			10 Aug 2018	-27397	132690	0.5592
	Market Sell			26 Oct 2018	-9329	123361	0.5199
	Market Sell			30 Nov 2018	-825	122536	0.5164
	Market Sell			07 Dec 2018	-6996	115540	0.4869
	Market Sell			14 Dec 2018	-115540	0	0
	AT THE END OF THE YEAR					0	0
12	THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC	157963	0.6657			157963	0.6657
	Market Sell			04 May 2018	-1544	156419	0.6592
	Market Sell			11 May 2018	-610	155809	0.6566
	Market Sell			08 Jun 2018	-7501	148308	0.625
	Market Sell			15 Jun 2018	-10967	137341	0.5788
	Market Sell			22 Jun 2018	-13104	124237	0.5236
	Market Sell			30 Jun 2018	-13637	110600	0.4661
	Market Sell			10 Aug 2018	-22208	88392	0.3725
	Market Sell			26 Oct 2018	-6214	82178	0.3463
	Market Sell			30 Nov 2018	-549	81629	0.344
	Market Sell			07 Dec 2018	-4661	76968	0.3244
	Market Sell			14 Dec 2018	-76968	0	0
	AT THE END OF THE YEAR					0	0

Note: 1. Paid up Share Capital of the Company (Face Value ₹ 10.00) at the end of the year is 23727934 Shares.

2. The details of holding has been clubbed based on PAN.

3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

## ANNEXURES TO DIRECTORS' REPORT

### (v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name of 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
1.	Mr. Balfour Manuel				
	At the beginning of the year	1,736	0.0073	1736	0.0073
	Bought during the year	0	0.0000	1736	0.0073
	Sold during the year	936	0.0039	800	0.0034
	At the end of the year			800	0.0034
2.	Mr. Aneel Gambhir				
	At the beginning of the year	5	0.00	5	0.00
	Bought during the year	0	0.00	5	0.00
	Sold during the year	0	0.00	5	0.00
	At the end of the year			5	0.00
	<b>At the beginning of the year</b>	Except above, none of the Directors and Key Managerial Personnel hold shares in the Company			
	<b>Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc):</b>	Except above, none of the Directors and Key Managerial Personnel hold shares in the Company			
	<b>At the End of the year</b>	Except above, none of the Directors and Key Managerial Personnel hold shares in the Company			

### (v) INDEBTEDNESS

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

₹ in Lakhs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	16,609	NIL	16,609
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	NIL	16,609	NIL	16,609
<b>Change in Indebtedness during the financial year</b>				
• Addition	NIL	7,500	NIL	7,500
• Reduction	NIL	9,491	NIL	9,491
<b>Net Change</b>	NIL	(1,991)	NIL	(1,991)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	NIL	14,618	NIL	14,618
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	Nil
<b>Total (i+ii+iii)</b>	NIL	14,618	NIL	14,618

## ANNEXURES TO DIRECTORS' REPORT

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

₹ in Lakhs

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager
		*Anil Khanna, Managing Director (upto 23rd January, 2019)
1.	<b>Gross salary</b>	
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	380.92
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.30
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
	d) Company contribution toward PF	22.06
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission - as % of profit - others, specify	-
5.	Others, please specify	-
	<b>Total (A)</b>	403.28
	Ceiling as per the Act	Refer note

Note : In terms of provisions of the Companies Act, 2013, the remuneration payable to MD shall not exceed 5% of the net profit of the Company. The remuneration paid to the MD is well within the said limit.

\* Mr. Anil Khanna resigned as a Managing Director and from all other official positions with effect from January 23, 2019 and was appointed as an Additional Director. Mr. Khanna resigned as an Additional Director with effect from March 12, 2019.

#### B. Remuneration to other Directors

₹ in Lakhs

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
(1)	Independent Directors						
			Sharad Upasani	Narendra Sarda	Air Marshal M.McMahon (Retd.)	Kavita Nair <sup>1</sup>	
	- Fee for attending board / committee meetings		8.40	7.50	2.40	0.00	18.30
	- Commission <sup>2</sup>		18.00	18.00	18.00	0.00	54.00
	- Others, please specify		-	-	-	-	-
Total (1)			26.40	25.50	20.40	0.00	72.30
(2)	Other Non – Executive Directors & Non-Independent Directors						
		Malcolm Monteiro	Tulsi Mirchandaney	Kenneth Allen <sup>3</sup>	R.S. Subramanian <sup>4</sup>	Anil Khanna <sup>5</sup>	
	- Fee for attending board / committee meetings	-	-	-	-	-	-
	- Commission	-	-	-	-	-	-

## ANNEXURES TO DIRECTORS' REPORT

		Malcolm Monteiro	Tulsi Mirchandaney	Kenneth Allen <sup>3</sup>	R.S. Subramanian <sup>4</sup>	Anil Khanna <sup>5</sup>	
	- Others, please specify	-	-	-	-	-	-
	Ceiling as per Act	Refer Note					

- Ms. Kavita Nair has been appointed as an Independent Director with effect from March 26, 2019.
- The Commission for the Financial year ended March 31, 2019 will be paid after adoption of financial statements by the Shareholders at the AGM to be held on July 31, 2019.
- Mr. Kenneth Allen has been appointed as an Additional Director with effect from March 11, 2019.
- Mr. R.S. Subramanian has been appointed as an Additional Director with effect from March 27, 2019.
- Mr. Anil Khanna was appointed as an Additional Director of the Company w.e.f. January 23, 2019 and resigned as an Additional Director w.e.f. March 12, 2019.

Note : In terms of the provisions of the Companies Act, 2013, the remuneration payable to Directors other than Executive Directors shall not exceed 1% of the net profit of the Company. The Remuneration paid to the Directors is well within the said limit. Mr. Malcolm Monteiro, Mr. Kenneth Allen and Mr. R.S. Subramanian do not accept any sitting fees/ commission as per DHL internal guidelines.

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

₹ in Lakhs

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Balfour Manuel CEO* (w.e.f. 23.01.2019)	Aneel Gambhir CFO	Tushar Gunderia Company Secretary	
1.	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	101.81	125.30	72.18	299.29
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.45	1.16	0.29	4.90
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
	d) Company contribution towards PF	3.73	4.38	2.53	10.64
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00	0.00
4.	Commission - as % of profit - others, specify	0.00	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00	0.00
	Total**	108.99	130.84	75.00	314.83

Note: The Company has not incurred any expenditure for Stock Options granted at 'market place' (within the meaning of the erstwhile SEBI Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999) and the SEBI (Share based Employee Benefits) Regulations, 2014 to the Directors, Key Managerial Personnel and other Employees under its Employees Stock Option Schemes which can be ascribed to any individual Director, Key Managerial Personnel or other Employees.

\* Balfour Manuel was appointed as CEO with effect from January 23, 2019 and has been appointed as Managing Director with effect from May 16, 2019. Remuneration is for the period April - March 2019.

\*\* Does not include contribution to the approved Gratuity Scheme under the defined benefits scheme which is actuarially determined on an overall Company basis.

## ANNEXURES TO DIRECTORS' REPORT

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/COURT]	Appeal made, if any (give Details)
<b>Company</b> Penalty Punishment Compounding			None		
<b>Directors</b> Penalty Punishment Compounding			None		
<b>Other officers in Default</b> Penalty Punishment Compounding			None		

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE F'

**The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

A. Information pursuant in Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Name of Director and Key Managerial Personnel	Designation	Ratio of Remuneration to Median remuneration of all employees	Increase in remuneration over LY (%)
Mr. Anil Khanna <sup>1</sup>	Managing Director	167.5	-16.7%
Mr. Sharad Upasani	Chairman	10.1	0.0
Mr. Malcolm Monteiro	Director	0.0	NA
Mr. Narendra Sarda	Director	9.8	0.0
Air Marshal M.McMahon (Retd.)	Director	7.8	NA
Ms. Tulsi Nowlakha Mirchandaney	Director	0.0	NA
Mr. Charles Brewer <sup>2</sup>	Director	0.00	NA
Ms. Kavita Nair <sup>3</sup>	Director	0.0	NA
Mr. Kenneth Allen <sup>4</sup>	Additional Director	0.0	NA
Mr. R.S. Subramanian <sup>5</sup>	Additional Director	0.0	NA
Balfour Manuel <sup>6</sup>	Chief Executive Officer	44.6	-16.5%
Mr. Aneel Gambhir	Chief Financial Officer	56.0	12.4%
Mr. Tushar Gunderia	Company Secretary	35.3	5.5%

Notes :

- Mr. Anil Khanna resigned as a Managing Director and from all other official positions with effect from January 23, 2019 and was appointed as an Additional Director. Mr. Khanna resigned as an Additional Director with effect from March 12, 2019.
- Mr. Charles Brewer resigned as a Director with effect from October 31, 2018.
- Ms. Kavita Nair was appointed as Independent Director of the Company with effect from March 26, 2019 by following postal ballot procedure.
- Mr. Kenneth Allen was appointed as Additional Director of the Company with effect from March 11, 2019.
- Mr. R. S. Subramanian was appointed as Additional Director of the Company with effect from March 27, 2019.
- Mr. Balfour Manuel was appointed as Chief Executive Officer with effect from January 23, 2019 and appointed as Managing Director with effect from May 16, 2019.

Note :

- The number of permanent employees as on 31<sup>st</sup> March, 2019 was 13,373.
- Compared to the previous year 2017-18 the figures for the current year 2018-19 reflects that :
  - Gross Turnover has grown by 13.2% and PBT has decreased by 39.4%.
  - Median remuneration and average remuneration of all employees have increased by 1.33% and 13.14% respectively
  - Average remuneration of employees excluding Key Managerial Personnel has increased by 14.03%
  - Remuneration of Key Managerial Personnel has decreased by 23.47%.
- No employee's remuneration for the year 2018-19 exceeded the remuneration of any of whole time Directors
- The remuneration of the Directors, Key Managerial Personnel and other employees is in accordance with the Remuneration policy of the Company provided under the section 'Report on Corporate Governance' which forms part of the Report and Accounts.
- The Market capitalization of the Company has decreased from ₹ 9,000 crores as of March 31, 2018 to ₹ 8,550 crores as of March 31, 2019. Over the same period, the price to earnings ratio moved from 63.1 to 97.3 times. The Blue Dart Express Limited stock price as at March 31, 2019 has increased by 4,800% to ₹ 3,600 over the last public offering, i.e. IPO in September 1994 at the price of ₹150 per share after adjusting the bonus share issued in the ratio of 1:1 in the year 2002.

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE G'

### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

#### Conservation of Energy

Under the GoGreen program, your company is committed to minimizing the impact of its business on the environment and contributes to Environmental protection worldwide.

The GoGreen program is an integral part of DPDHL Group's Strategy 2020. In 2008, your company introduced a measurable climate protection target. From now until 2050, the Group's mission will be to drive business towards zero emissions logistics by setting the standard for the future of the transport sector and doing its part to help the world community reach its goal of limiting global warming to less than two degrees Celsius.

Your company is aligned to 'Zero Emissions 2050', the new climate protection goal announced in 2017 which includes four interim goals that we want to achieve by 2025 as per the DPDHL Sustainable Strategy:

- On a global level, an increase of carbon efficiency by 50% as compared to the 2007 baseline.
- On a local level, operate 70% of first and last mile services with clean pick-up and delivery solutions, such as bicycles and electric vehicles.
- Also by 2025, more than 50% of sales to incorporate Green Solutions, making customers' supply chains greener.

Because the success of these sustainability measures depends to a large degree on employee commitment and expertise, the company will train 80% of its employees to become certified GoGreen specialists and actively involve them in the Group's environmental protection activities.

The Company has taken this approach because it views environmentally friendly and efficient logistics as an opportunity to create value – for the environment, as a company and for customers. Your company, along with the other business units in India have committed to planting 111,000 trees in India this year.

The main focus of GoGreen is to avoid, reduce and, when necessary, give our customers the chance to offset, greenhouse gas emissions primarily CO<sub>2</sub>). These emissions account for the logistics industry's largest negative impact on the environment.

The vehicles operated for the company are in compliance of all pollution control regulations. Your company ensures that all its vehicles go through periodic PUC and maintenance checks to maintain minimum pollution levels and that all vehicles are in order of the prescribed norms for optimal operations by the manufacturer in terms of fuel consumption and better vehicle through-put and better vehicle efficiency are maintained.

The company's 24x7 network control centre operating at the headquarters in Mumbai is a centralised command system to provide support to drivers when they are on the road.

Under the GoGreen Living Responsibility pillar, your company conducted various activities to encourage its employees to contribute towards the noble cause of saving the environment.

Power Saver – Lights Off: Your company practices lights off for an hour between 01:00 pm to 02:00 pm on the last Saturday of every month across all its offices in India. Employees too are encouraged to switch off the lights at their residence between 8:30 pm to 9:30 pm on the same day.

Your Company actively participates in all global initiatives such as Earth Hour, Earth Day, World Environment Day etc.

#### Technology Absorption

Since inception your company has truly differentiated itself with world-class state-of-the-art technology. All departments use technology to deliver superior services to the customer.

Your company is the only Indian air and ground express company that has invested extensively in technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for the customer.

The company's low cost with high standards technology architecture and innovation has allowed it to achieve service quality and operation delivery par excellence.

## ANNEXURES TO DIRECTORS' REPORT

Blue Dart now has a responsive and contemporary website with state-of-the-art features & functionalities and a robust hardware platform.

Your Company has made substantial investments in IT and automation like hand-held scanners (On the Move – OTM) for pickup & deliveries, technology deployment for cash management, more customers integrated into website & APIs, Smart Truck, Parcel Lockers, Mobile Service Centres, Electric Vehicles, Mobile Wallets, roll-out of Weight Dimension Labelling (WDLs), Centralised and Improved ERP system – C2PC, etc.

Your Company has invested in Interactive Voice Response (IVR) and an official Blue Dart Facebook page, Twitter handle, YouTube channel and LinkedIn page for customers to interact with the company.

Your company has invested in a new retail customer centric management system – Point of Sale (POS) besides Multiple Payment Option System (MPOS) is another initiative to make lives of customers easy and accessible. A new billing, receivable management system is in progress to further strengthen the process.

Innovation is deeply ingrained in company's DNA since its inception. Over the years, Blue Dart has been at the helm of many innovations that have benefitted its end customers and hence will continue to be an area of focus going forward too.

Your company has invested heavily in technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for clients. This has enabled us to offer web-based solutions mentioned above to customers that can be integrated with their core products.

### **Foreign Exchange Earnings & Outgo**

#### **Earnings in Foreign Currency**

Earnings in foreign currency during year ended March 31, 2019 were ₹ 119 (Lakhs) [March 31, 2018: ₹ 263 (Lakhs)]

#### **Expenditure in Foreign Currency**

Expenditure in foreign currency during year ended March 31, 2019 was ₹ 995 (Lakhs) [March 31, 2018: ₹ 567 (Lakhs)]

# REPORT ON CORPORATE GOVERNANCE

## 1. Company's philosophy on Corporate Governance

As shareholders across the globe evince keen interest in the practices and performance of companies, Corporate Governance has emerged on the centre stage of the way the corporate world functions. Effective and transparent corporate governance is necessary to maintain public trust and achieve business success. Corporate Governance is about commitment to values and ethical business conduct. It is about how an organisation is managed. This includes its corporate and other structures, its culture, policies and the manner in which it deals with various stakeholders.

The basic philosophy of Corporate Governance at 'Blue Dart' is to achieve business excellence and to create and enhance value for its Stakeholders, Customers, Employees and business associates and thereby to make a significant contribution to the economy and society at large.

For Blue Dart, Corporate Governance is a continuous journey, seeking to provide an enabling environment to harmonise goals of maximizing stakeholders value and maintaining a customer centric focus.

The Company is in compliance of requirements under regulations 17 to 27 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) as applicable, pertaining to provisions of Corporate Governance norms. The Company has disseminated information as stipulated under clauses (b) to (i) of the regulation 46 (2) on the website of the Company.

Blue Dart Corporate Governance principles uphold its standing at the forefront of Corporate Governance best practices. The Company endeavours to achieve the highest levels of transparency, accountability, integrity and responsibility and continues to focus on good corporate governance, in line with local and global standards.

## 2. Board of Directors

As on March 31, 2019, composition of the Board of Directors comprises of Eight Non-Executive Directors, two of whom are Woman Directors.

In terms of the provisions of Regulation 17 of the Listing Regulations, the Board is required to have at least one third of the members of the Board as Independent Directors if Chairman is a Non-Executive Director. Accordingly, the Company's present Board comprises of Mr. Sharad Upasani, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair who are Independent Directors on the Board of the Company.

During the year, Mr. Charles Brewer who was appointed as an Additional Director with effect from July 28, 2017 was appointed as Director of the Company in the Annual General Meeting of the Company held on July 31, 2018.

Ms. Tulsi N. Mirchandaney who was appointed as an Additional Director with effect from October 17, 2017 was appointed as Director of the Company in the Annual General Meeting held on July 31, 2018.

Mr. Charles Brewer tendered his resignation as a Director with effect from October 31, 2018. The Board of Directors accepted his resignation and placed on record their sincere appreciation and thanks for the valuable contribution by way of advice from time to time during his tenure as a Director of the Company.

Mr. Anil Khanna, Managing Director, tendered his resignation as a Managing Director with effect from January 23, 2019 and was appointed as an Additional Director with effect from the said date. Mr. Khanna tendered his resignation as an Additional Director with effect from March 12, 2019. The Board of Directors accepted his resignation and placed on record their sincere appreciation and thanks for the valuable contribution by way of advice from time to time during his tenure as Managing Director and Director of the Company.

Mr. Balfour Manuel was appointed as Chief Executive Officer of the Company with effect from January 23, 2019.

Mr. Balfour Manuel, a Blue Dart veteran for over 35 years, has been instrumental in the success of Blue Dart from the Company's inception. A longtime employee of the Company, his latest position was a Senior Vice President in charge of Blue Dart's business-to-business customers, a cornerstone of Blue Dart's customer base.

Prior to this, Mr. Manuel also held a key general management position where he was responsible for the growth and development of Blue Dart's business in the Western region in India.

Mr. Manuel holds a Masters in Business Management in Marketing from University of Mumbai.

Mr. Kenneth Allen was appointed as an Additional Director of the Company with effect from March 11, 2019.

Mr. Kenneth Allen, aged 63 years, is the CEO of DHL eCommerce Solutions. He has been a Corporate Board Member of the Deutsche Post DHL Group since 2009. He became Board Member for DHL eCommerce Solutions with effect from January 1, 2019, and his new assignment includes the 'Parcel Europe and Ecommerce' businesses. Apart from keeping the responsibility for Customer Solutions & Innovation (CSI), Mr. Allen leads the further development of the overall e-commerce strategy for the Group.

Mr. Kenneth Allen successfully shaped the Express strategy and led the division to an unparalleled growth trajectory by unlocking its revenue and profit potential. With relentless focus on the core principles of the customer centricity, employee engagement and profitable growth, Mr. Allen established truly world-class processes within the Express division.

Mr. Kenneth Allen is a Chartered Certified Accountant (F.C.C.A.).

Ms. Kavita Nair was appointed as an Independent Woman Director of the Company with effect from March 26, 2019 by adopting Postal Ballot procedure pursuant to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018.

## REPORT ON CORPORATE GOVERNANCE

Ms. Kavita Nair is the Chief Digital Transformation Officer of Vodafone Idea Limited, one of the India's largest telecom service providers. A member of the National Leadership Team, Ms. Kavita leads Digital Transformation across all functions for the organization.

Prior to her present role, Ms. Kavita Nair was an Associate Director for Commercial Operations at Vodafone India across Customer Operations, Retail, Digital, Customer Experience and Business Transformation. Her primary focus was to deliver a superior experience to customers across all touch points and helping Vodafone to become the Most Loved Telecom Brand in the country. A career telecom professional, Ms. Kavita's career mirrors the evolution of mobile telephony in India. She has held leadership roles in diverse functions across both consumer and enterprise domains. Ms. Kavita's areas of expertise include marketing, digital, retail, pricing, product management, channel and customer operations. Her talent and success has been acknowledged at several prestigious forums - Economic Times included her in its 25 Rising Women Leaders of India Inc. in 2015; Business Today voted her as one of the Hottest Young Executives to watch out for in 2011 and Brand Equity named her amongst the 8 Marketing Premier League Icons in 2009. Ms. Kavita is an alumnus of the Faculty of Management Studies (FMS), M.S. University, Baroda where she did her MBA in Marketing and has also completed Senior Leadership Programs from London Business School and IIM Ahmedabad.

Mr. R.S. Subramanian was appointed as an Additional Director of the Company with effect from March 27, 2019.

Mr. R. S. Subramanian is currently the Senior Vice President and Country Manager, for DHL Express India and a member of the DHL Asia Pacific Management Board.

With over 25 years of experience, he has extensive knowledge in sales, strategy and marketing. His vast experience has led him to manage several key responsibilities within DHL Express. Mr. Subramanian joined DHL Express as the Head of Sales subsequently moving on to the position of Vice President, RoSA wherein he was handling DHL Express operations in Pakistan, Bangladesh, Sri Lanka, Nepal, Maldives and Bhutan. He assumed the role of Country Manager in 2010 for the business in India and successfully led several key projects.

Mr. Subramanian's strong business acumen has led him to build successful teams, adoption of best in class initiatives and building cost efficiencies that have resulted in the India business growing significantly in the region. He has been the driving force behind DHL Express India being recognized as an industry leader, having both best in class industry and people practices.

Mr. Subramanian holds a Bachelor's degree in Engineering and a Masters in Management from IIM – Bangalore. Prior to DHL, he spent 14 years with Hindustan Unilever Ltd in a variety of sales and marketing roles. He is Gold Certified in First Choice which is Deutsche Post DHL's internal quality programme based on the Six-Sigma DMAIC methodology.

Mr. Subramanian is the Vice Chairman of Express Industry Council of India and a Member of the Management Committee of Indo-German Chamber of Commerce.

In accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company, Ms. Tulsi Nowlakha Mirchandaney Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

Ms. Tulsi Nowlakha Mirchandaney is the Managing Director and Accountable Manager of Blue Dart Aviation, India's only domestic cargo airline and South Asia's largest, with a fleet of six Boeing 757 freighters. Blue Dart Aviation is the only cargo airline that has sustained its operations in India for the past twenty three years. During her tenure, the company expanded its capacity with the phase out of the B737-200 freighters, replacing them with the more fuel-efficient B757 freighters. Her responsibility spans the organization's flight and ground operations, inhouse security, airframe line and heavy maintenance, and ground handling activities, with a workforce of over 1200 committed professionals.

Ms. Tulsi has been actively associated with the airline and express industry in India for over 48 years and with Blue Dart for 23 years, having been involved with the launch of Blue Dart Aviation prior to its inception in 1996. Ms. Tulsi was responsible for setting up the air cargo products, interline arrangements and major contracts including Postmail and initiating charter operations. In Blue Dart Aviation, she has been instrumental in bringing about policy changes in civil aviation to acknowledge the contribution of air express and support the distinctive requirements of the cargo airline industry in the country. Ms. Tulsi has an MBA degree in International Aviation from Concordia University, Montreal and has been felicitated by the Ministry of Civil Aviation for her contribution to Civil Aviation in the country.

### Directorship in other Company

#### 1. Blue Dart Aviation Limited

Ms. Tulsi Nowlakha Mirchandaney, Director, is not a member of any committee and does not hold any shares in the Company.

Ms. Mirchandaney and any of the other Directors of the Company do not have any inter-se relationship.

All key decisions are taken only after detailed deliberations and discussions by the Board. The Board of Directors possesses adequate experience, expertise and skills necessary to manage affairs of the Company in the most efficient manner. The Board acts with an autonomy and independence in the strategic decision-making process and in discharging its fiduciary responsibilities.

The DHL nominee Directors hold a firm belief that DHL's best interests are aligned with the continued growth and success of the Company.

As regards appointment and tenure of the Independent Directors,

## REPORT ON CORPORATE GOVERNANCE

following Policy is adopted by the Board:

- i) The Company has adopted provisions with respect to appointment and tenure of Independent Directors which are consistent with the Companies Act, 2013.
- ii) In accordance with the Provisions of the Companies Act, 2013, Independent Directors can be appointed for two terms of 5 years each.
- iii) With aforesaid changes, the Company would not have any upper age limit of retirement of the Independent Directors from the Board and their appointment and tenure would be governed by the provisions of the Companies Act, 2013.

### Board Independence

The definition of 'Independence' of Directors is derived from Regulation 16 of the Listing Regulations and Section 149(6) of the Companies Act, 2013 as amended. Based on confirmation / disclosures received from Directors and on evaluation of relationships disclosed, Mr. Sharad Upasani, Chairman, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair, Directors are Independent in terms of the Provisions of Regulation 16 of the Listing Regulations and Section 149(6) of the Companies Act, 2013.

The Company has issued letters of appointment to Independent Directors in the manner as provided under the Companies Act,

2013. The terms and conditions of the said appointment are disseminated on website of the Company.

### Board Procedure

The Board of Directors is presented with all the relevant information on vital matters which may impact working of the Company as well as those which require deliberations at the highest level. It is ensured that information, as required under Regulation 17(7) and Part A of the Schedule II of the Listing Regulations is made available to the Board of Directors to enable them to discharge their functions effectively.

### Composition of the Board

The size and composition of the Board conforms to the requirements of Corporate Governance norms as stipulated under the provisions of the Listing Regulations.

### Information to the Board

The meetings of the Board of Directors are scheduled well in advance and generally held at the Company's Registered Office in Mumbai. The Notice of the Board Meeting and Board Agenda with detailed enclosures are sent in advance to all Directors.

### Number of Board Meetings

During the year under review, six Board Meetings were held viz; May 08, 2018, June 18, 2018, July 31, 2018, October 31, 2018, January 23, 2019 and January 30, 2019.

The details of attendance of each Director at the Board Meetings, last Annual General Meeting, and number of other directorship and membership in the Committees thereof, are as under:

Name of Directors	Category	Designation	Attendance Particulars		Directorship in Other Indian Companies	Names of Listed Companies in which Director	Category of directorship	Committee Membership/ Chairmanship in other Indian Companies	
			Board Meetings	Last AGM				Member	Chairman
Mr. Sharad Upasani DIN: 01739334	Independent & Non-Executive Director	Chairman	6	Yes	7	Indoco Remedies Limited	Non-Executive	2	-
Mr. Anil Khanna * DIN: 013344838	Executive Director	Managing Director	5	Yes	1	-	-	-	-
Mr. Anil Khanna * DIN: 013344838	Non-Independent & Non-Executive Director	Additional Director	1	Yes	1	-	-	-	-
Mr. Malcolm Monteiro DIN: 00089757	Non-Independent & Non-Executive Director	Director	6	Yes	1	Just Dial Limited	Non-Executive	1	-
Mr. Narendra Sarda DIN: 03480129	Independent & Non-Executive Director	Director	6	Yes	1	Gillete India Limited	Non-Executive	1	-
Air Marshal M McMahon (Retd.) DIN: 00234293	Independent & Non-Executive Director	Director	6	Yes	1	-	-	-	1

## REPORT ON CORPORATE GOVERNANCE

Name of Directors	Category	Designation	Attendance Particulars		Directorship in Other Indian Companies	Names of Listed Companies in which Director	Category of directorship	Committee Membership/ Chairmanship in other Indian Companies	
			Board Meetings	Last AGM				Member	Chairman
Mr. Charles Brewer** DIN: 07854413	Non-Independent & Non-Executive Director	Director	0	No	-	-	-	-	-
Ms. Tulsi Nowlakha Mirchandaney DIN: 01842520	Non-Independent & Non-Executive Director	Director	6	Yes	1	-	-	-	-
Mr. Kenneth Allen*** DIN: 08376337	Non-Independent & Non-Executive Director	Additional Director	NA	NA	-	-	-	-	-
Ms. Kavita Nair**** DIN: 07771200	Independent & Non-Executive Director	Director	NA	NA	2	-	-	-	-
Mr. R. S. Subramanian***** DIN: 02946608	Non-Independent & Non-Executive Director	Additional Director	NA	NA	3	-	-	-	-

Notes :

- \*1) Mr. Anil Khanna resigned as a Managing Director and from all other official positions with effect from January 23, 2019 and was appointed as an Additional Director. Mr. Khanna resigned as an Additional Director with effect from March 12, 2019.
- \*\*2) Mr. Charles Brewer resigned as a Director with effect from October 31, 2018.
- \*\*\*3) Mr. Kenneth Allen was appointed as Additional Director of the Company with effect from March 11, 2019.
- \*\*\*\*4) Ms. Kavita Nair was appointed as Non-Executive Independent Woman Director of the Company with effect from March 26, 2019 by following postal ballot procedure.
- \*\*\*\*\*5) Mr. R. S. Subramanian was appointed as Additional Director of the Company with effect from March 27, 2019.
- 6) The Directorships held by Directors as mentioned above, includes Directorships in the Private Limited Companies and Companies registered under Section 8 of the Companies Act, 2013, but do not include Directorships in Foreign Companies. The Committee membership and chairpersonship includes membership of the Audit Committee and Stakeholders' Relationship Committee of Indian Public Companies.

None of the Directors have any inter-se relationship and do not hold any shares in the Company.

### List of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business and sector to function effectively and those actually available with the Board

The Company's Board comprises qualified members who bring in required skills, competence and expertise which allow them to make effective contribution to the Board and its Committees. The Board members are committed to ensure that the Company is in compliance with the highest standards of corporate governance.

The below summarizes the list of core skills/ expertise/ competencies identified by the Board of Directors for conducting effectively business of the Company.

- Industry knowledge
- Professional approach
- Financial Expertise
- Leadership acumen

## REPORT ON CORPORATE GOVERNANCE

### 3. Audit Committee

The Audit Committee of the Board deals with all matters relating to financial reporting, internal controls, risk management etc. and reports to the Board from time to time. The Board of Directors of the Company constituted an Audit Committee at its Board Meeting held on May 8, 2001 and reconstituted the same from time to time.

#### Composition

The Composition of Audit Committee is as per the requirements of Companies Act, 2013 and Listing Regulations. As on March 31, 2019, the Audit Committee comprises of two Independent Non-Executive Directors, viz. Mr. Sharad Upasani and Mr. Narendra Sarda and one Non-Independent and Non-Executive Director, Mr. Malcolm Monteiro. The Chairman of the Committee is Mr. Sharad Upasani. Mr. Tushar Gunderia, Company Secretary, acts as Secretary to the Audit Committee.

Mr. Balfour Manuel, CEO, Mr. Aneel Gambhir, CFO, the Statutory Auditors and Internal Auditor are permanent invitees to the Audit Committee Meetings. Mr. Anil Khanna, Managing Director, permanent invitee resigned with effect from January 23, 2019 as Managing Director. Mr. Balfour Manuel, CEO was appointed as the permanent invitee for attending Audit Committee meetings in place of Mr. Anil Khanna.

The Chairman of the Audit Committee, Mr. Sharad Upasani was present at the last Annual General Meeting of the Company held on July 31, 2018.

The powers, role and terms of reference of the Audit Committee are in accordance with the provisions of Regulation 18 of the Listing Regulations, 2015 and Section 177 of the Companies Act, 2013.

**The terms of reference of the Audit Committee inter-alia include the following:-**

1. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4. Reviewing with the management, the annual financial statements and auditor's report thereon, before submission to the Board for approval, with particular reference to:
  - a. Matters required to be incorporated in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
  - b. Changes, if any, in the accounting policies and practices and reasons for the same.
  - c. Major accounting entries involving estimates based on the exercise of judgment by the management.
  - d. Significant adjustments made in the financial statements arising out of audit findings.
  - e. Compliance with listing and other legal requirements relating to financial statements.
  - f. Disclosure of any related party transactions.
  - g. Modified opinion(s) in the draft audit report.
5. Reviewing with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing with the management the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for the purposes other than those stated in the offer document / prospectus / notice and report submitted by the monitoring agency, monitoring utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with the related parties;
9. Scrutiny of the inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
13. Reviewing an adequacy of the internal audit function, if any, including structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
14. Discussions with the internal auditors of any significant findings and follow up thereon;
15. Reviewing findings of any internal investigations by the internal auditors into matters where there is a suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussions with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussions to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders

## REPORT ON CORPORATE GOVERNANCE

(in case of non-payment of declared dividends) and creditors;

18. To review functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
20. Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision
21. Review compliance with provisions of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and verify that, systems for internal control are adequate and operating effectively.
22. Carrying out any other function as stipulated in terms of reference of the Audit Committee.

The Audit Committee shall also mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
6. Statement of deviations:
  - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

The Audit Committee of the Company meets and interacts periodically with the Senior Management Personnel which gives Audit Committee a deeper insight into the workings of major departments and regions.

During the year under review, six Audit Committee Meetings were held, viz; May 8, 2018, July 31, 2018 (two meetings, one of which was with the Senior Management of the Company), October 31, 2018 and January 30, 2019 (two meetings, one of which was with the Senior Management of the Company).

The details of attendance of each Member at the Audit Committee Meetings held during the year ended March 31, 2019 are as under:

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Sharad Upasani	Chairman	6	6
Mr. Malcolm Monteiro	Member	6	6
Mr. Narendra Sarda	Member	6	6

#### 4. Nomination & Remuneration Committee

As on March 31, 2019, the 'Nomination & Remuneration Committee' comprises two Independent Non-Executive Directors viz; Mr. Narendra Sarda and Mr. Sharad Upasani and a Non-Independent and Non-Executive Director, Mr. Malcolm Monteiro. The Committee is chaired by Mr. Narendra Sarda, Independent Director.

Mr. Balfour Manuel, CEO and Mr. Aneel Gambhir, CFO, are permanent invitees to the Nomination & Remuneration Committee. Mr. Anil Khanna, Managing Director, permanent invitee resigned as Managing Director with effect from January 23, 2019. Mr. Balfour Manuel, CEO was appointed as the permanent invitee for attending Nomination & Remuneration Committee meetings.

Mr. Tushar Gunderia, Company Secretary, acts as Secretary to the Nomination & Remuneration Committee.

The Chairman of the Nomination & Remuneration Committee, Mr. Narendra Sarda, was present at the last Annual General Meeting of the Company held on July 31, 2018.

During the year under review, eight Nomination & Remuneration Committee Meetings were held viz; May 8, 2018, June 18, 2018, October 31, 2018, December 5, 2018, January 14, 2019, January 18, 2019, January 23, 2019 and January 30, 2019.

The details of attendance of each Member at the Nomination & Remuneration Committee Meetings held during the year ended March 31, 2019 are as under:

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Narendra Sarda	Chairman	8	8
Mr. Sharad Upasani	Member	8	8
Mr. Malcolm Monteiro	Member	8	8

The Executive Director is paid remuneration in terms of a resolution passed by the members at the General Meetings.

The Nomination & Remuneration Committee ensures transparent nomination process for Directors with diversity of thought, experience, knowledge, perspective and gender in the Board.

The terms of reference of the 'Nomination & Remuneration Committee' inter-alia include the following:

## REPORT ON CORPORATE GOVERNANCE

- i) Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a Policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- ii) Formulation of criteria for evaluation of Independent Directors and the Board;
- iii) Devising a Policy on diversity of Board of Directors;
- iv) Identifying persons who are qualified to become directors and who may be appointed in senior management roles in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- v) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- vi) Recommend to the Board all remuneration payable to the senior management

Mr. Sharad Upasani aged 80 years holds a Masters in Commerce and an LLB degree from Mumbai University, besides an MBA degree from USA. He is now providing consultancy on Corporate Law and acts as an Arbitrator in corporate disputes. Mr. Sharad Upasani was Chairman of the Honourable Company Law Board from 1990 to 1992.

Mr. Narendra Sarda aged 73 years was President of ICAI in 1993-1994. He practiced as Chartered Accountant for 41 years. Mr. Sarda was a Public Representative Director on the Board of Bombay Stock Exchange (now BSE Limited) from 1999 to 2001. He was a member on the Board of the erstwhile International Accounting Standards Committee, London from 1993 to 1995. He was a Member of IFRS Advisory Committee, London from 2009 to 2011.

Air Marshal M. McMahon (Retd.) aged 74 years has wide experience in the Aviation Industry.

Air Marshal M. McMahon (Retd.) was commissioned as a fighter pilot and served in the IAF for 42 years. On graduating, he stood first in Flying. He underwent the T - 33 / F- 86 Advanced Gunnery Course in the USA and was awarded certificates for standing first in Low Level Strafe and Low Angle Bombing. He was an A2 Qualified Flying Instructor and was winner of the Chief's of Air Staff trophy for standing first in flying during the QFI course. His important staff appointments were Director, Air Staff Requirements, Asst. Chief of Air Staff (Operations), Inspector General of the IAF and Vice Chief of Air Staff. He is a recipient of the Param Vishist Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal.

Ms. Kavita Nair aged 46 years is the Chief Digital Transformation Officer of Vodafone Idea Limited, India's largest telecom service provider. A member of the National Leadership Team, Ms. Kavita leads Digital Transformation across all functions for the organization.

In the Annual General Meeting of the Company held on July 28, 2016, Shareholders of the Company had approved payment of commission to Non-Executive Directors, not exceeding 1% of Net Profit of the Company in accordance with the provisions of Companies Act, 2013 for a period of 5 years. The Commission payable to Independent Directors is determined by the Board within aforesaid limit of 1% of net profits after taking into account their attendance and role and responsibilities in various committees of the Board. For their valuable contribution by way of advice for various project works from time to time, the Company pays commission to Non-Executive Directors at such rate as determined by the Board of Directors of the Company and within the ceiling as prescribed under the provisions of the Companies Act, 2013.

### Details of remuneration paid to Directors

Non-Executive Directors are paid sitting fees of Rs. 30,000/- for attending each meeting of the Board, Audit Committee, Nomination & Remuneration Committee, CSR Committee, Risk Management Committee and Independent Directors meeting attended by them.

During the year, the Company paid commission to Mr. Sharad Upasani, Mr. Narendra Sarda and Air Marshal M. McMahon (Retd.), Non-Executive Directors, aggregating to ₹ 54 lakhs for the financial year ended March 31, 2018.

Details of sitting fees and commission paid to Directors are as under.

In ₹			
Sr. No.	Name of the Director	Sitting fees (for the financial year ended March 31, 2019)	Commission (paid for the financial year March 2018)
1.	Mr. Sharad Upasani	8,40,000	18,00,000
2.	Mr. Narendra Sarda	7,50,000	18,00,000
3.	Air Marshal M. McMahon (Retd.)	2,40,000	18,00,000

In terms of Agreement executed with the Company, details of terms of remuneration paid to the Managing Director are as under:

### Mr. Anil Khanna, Managing Director

(for the period from April 1, 2018 to January 23, 2019)

Basic	- ₹ 18.87 Lakhs per month
House Rent Allowance	- ₹ 1.04 Lakhs per month
Special Allowance	- ₹ 2.64 Lakhs per month
Sr. Management Allowance	- ₹ 1.08 Lakhs per month

In addition to the above amount, Mr. Anil Khanna was entitled to the following:

## REPORT ON CORPORATE GOVERNANCE

- i. The Company's contribution to Provident Fund, in accordance with the Rules and Regulations of the Company.
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- iii. Encashment of unavailed leave at the end of each year.
- iv. Re-imbursement of telephone expenses at residence for official purpose.
- v. A chauffeur – driven vehicle.
- vi. Coverage under Company's Group Insurance Cover.
- vii. Fees of club, subject to a maximum of one club. This will not include admission and life membership fees.
- viii. Subscription and Annual fees for the Corporate Credit Card.
- ix. The Managing Director shall be entitled to an incentive payment based on achievement of profitability levels and other parameters as determined by the Board of Directors for the calendar year ended December 31, 2018, upto a maximum of ₹ 177.16 lakhs.
- x. Increment for each year shall be determined by the 'Nomination & Remuneration Committee' and which shall be subject to approval of the Board of Directors and members of the Company at the General Meeting of members.
- xi. Entitlement to LTI as per LTI Scheme

During the term of employment of Managing Director, if in any financial year, the Company does not earn any profit or earns inadequate profit as contemplated under the provisions of Schedule V of the Companies Act, 2013, unless otherwise approved by such Statutory Authority, remuneration shall be paid as per the conditions and monetary ceiling prescribed in Schedule V to the Companies Act, 2013 or any re-enactment thereof. Severance term agreed between the Company and Managing Director is six months notice or payment of six months' salary in lieu thereof.

The remuneration policy of the Company is performance-driven and structured to motivate employees, recognise their merits and achievements and promote excellence in their performance.

The Nomination & Remuneration Committee and Board of Directors of the Company are authorised to decide remuneration of Whole-Time Directors, subject to approval of Members and Central Government, if required.

The Non-Executive Directors are paid remuneration by way of sitting fees and commission except DHL-nominated Directors who are not paid any sitting fees or commission, as per their internal guidelines.

The Company does not have any 'stock options' scheme.

### 5. Policy for Selection and Appointment of Directors and their Remuneration

The Company has formulated a Nomination & Remuneration Policy pursuant to requirements of the Companies Act, 2013 and Listing Regulations and modified from time to time in line with the requirements of law. The criterion for selection, appointment and remuneration of Directors has been stated in the policy.

#### Criteria for selection of Executive Director / Managing Director

For a person to be appointed as Managing Director ("Candidate"), he/she should fulfill/meet the following criteria:

- (a) The Candidate should have been allotted a director's identification number.
- (b) The Candidate should not be below the age of 21 years. If the Candidate has completed 70 years of age, then the Candidate may be appointed after complying with the relevant provisions of the Companies Act, 2013.
- (c) The Candidate should not be an undischarged insolvent or should not have, at any time, been adjudged as an insolvent.
- (d) The Candidate should not have, at any time, suspended payment to his/her creditors or should not be a person who makes, or has at any time made, a composition with them.
- (e) The Candidate should not have, at any time, been convicted by a court of an offence and sentenced for a period of more than 6 months.
- (f) The Candidate should not be disqualified to act as a director pursuant to the provisions of the Companies Act, 2013.
- (g) If the Candidate is already holding the office of Managing Director, then his/her current tenure should be expiring within a period of not more than 1 year.
- (h) The Candidate should not be a director, who has been at any time removed from directorship by the Company in accordance with the provisions of the Companies Act, 2013.
- (i) The Candidate should not have been sentenced to imprisonment for any period, or to a fine exceeding Rs. 1,000, for the conviction of an offence under any of the specified statutes.
- (j) The Candidate should not have been detained for any period under the Conservation of Foreign Exchange and Prevention of Smuggling Activities Act, 1974 (52 of 1974).
- (k) If the Candidate is a managerial person in more than 1 company, then the remuneration which he/she draws from 1 or more companies should be within the ceiling provided in section V of Part II of Schedule V of the Companies Act, 2013.
- (l) The Candidate should be a 'resident of India' as per Schedule V of the Companies Act, 2013.

## REPORT ON CORPORATE GOVERNANCE

- (m) The Candidate should not be holding office as a director or any other office in a competing firm/entity.
- (n) The Candidate should possess requisite qualifications and experience as may be decided by the Board of Directors.

### Remuneration of Executive Director/ Managing Director

1. The Nomination & Remuneration Committee to recommend remuneration of the Managing Director to the Board for its approval.
2. Such remuneration shall be subject to approval of the shareholders of the Company, in the next general meeting.
3. If the proposed remuneration is at variance to the conditions specified in Schedule V of the Act, then such remuneration will also be subject to the approval of the Central Government.
4. The terms of the remuneration of the Managing Director shall be as under:
  - (a) The remuneration of the Managing Director shall consist of the following:
    - (i) Basic Salary
    - (ii) House Rent Allowance
    - (iii) Special Allowance
  - (b) In addition to the above, the Managing Director shall be entitled to the following:
    - (i) Company's contribution to the provident fund as per The Employees' Provident Funds and Miscellaneous Provisions Act, 1952.
    - (ii) Gratuity at a rate not exceeding half a month's salary for each completed year of service.
    - (iii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both.
    - (iv) Encashment of an unavailed leave at the end of each year.
    - (v) Re-imbursement of telephone expenses at residence for official purpose.
    - (vi) A chauffeur – driven vehicle.
    - (vii) Coverage under Company's Group Insurance Cover.
    - (viii) Fees of club, subject to a maximum of one club. This will not include admission and life membership fees.
    - (ix) Subscription and Annual fees for Corporate Credit Card.

- (x) An incentive payment based on achievement of profitability levels for the year ended upto such amount, as may be decided by the Board and approved by the shareholders from time to time.

- (xi) Increment for each year will be determined by the Nomination & Remuneration Committee based on the performance evaluation report and which will be subject to approval of the Board and shareholders, and of the Central Government, if applicable.

- (xii) Such other benefits and upto such amount, as may be decided by the Board and the shareholders, from time to time.

- (c) The Managing Director is currently not entitled to any stock options.

5. The fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- i. the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or
- ii. where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity:

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

### Criteria for selection of Non-Executive Directors:

1. For a person to be appointed as a Non-Executive Director ("Candidate"), he/she should fulfill/meet the following criteria:
  - (a) The Candidate should have been allotted a director's identification number.
  - (b) The number of companies in which such Candidate may be holding office as a director or a chairman or committee member should not exceed the limit stipulated by the Companies Act, 2013 and Listing Regulations.
  - (c) The Candidate should not be disqualified to act as a director pursuant to the provisions of the Companies Act, 2013.
  - (d) The Candidate should not be holding office as a director or any other office in a competing firm/entity.
  - (e) The Candidate should possess requisite qualification and experience as may be decided by the Board of Directors.

## REPORT ON CORPORATE GOVERNANCE

- (f) As per Listing Regulations, the Company shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years after passing a special resolution to that effect, in which case the explanatory statement annexed to the notice of General Meeting for such motion shall indicate the justification for appointing such a person.

### Remuneration of Non-Executive Directors

1. The Nomination & Remuneration Committee to recommend remuneration of Non - Executive Directors (excluding sitting fees) to the Board for its approval, and it will be subject to approval of the shareholders of the Company.
2. The terms of the remuneration of the Non - Executive Directors shall be as under:
  - (a) An incentive payment based on achievement of profitability levels for the year ended, upto such amount, as may be decided by the Board and the shareholders, from time to time.
  - (b) Sitting fees of such amounts as may be determined from time to time and upto such amount, as may be decided by the Board and the shareholders, if required.
  - (c) Increment for each year will be determined by the Committee based on the performance evaluation report and which will be subject to approval of the Board and the shareholders.
  - (d) The Non-Executive Directors are currently not entitled to any stock options.

### Criteria for selection of Independent Directors:

For a person to be appointed as an Independent Director ("Candidate"), he/she should fulfill/meet the following criteria:

- (a) If the Candidate is already an Independent Director, then his tenure and term will be as per the Companies Act, 2013 and Listing Regulations.
- (b) The Candidate should have been allotted a director's identification number.
- (c) The number of companies in which such Candidate may be holding office as an independent director or a chairman or committee member should not exceed the limit stipulated by the Companies Act, 2013 and Listing Regulations.
- (d) The Candidate should not be disqualified to act as a director pursuant to the provisions of the Companies Act, 2013.
- (e) The Candidate should not be holding office as a director or any other office in a competing firm/entity.
- (f) The Candidate should, in the opinion of the Board, be a person of integrity and possess relevant expertise and experience.

- (g) The Candidate should not be or should not have been a promoter of the Company or its holding, subsidiary or associate company.
- (h) The Candidate should not be related to promoters or directors in the Company, its holding, subsidiary or associate company.
- (i) The Candidate should not have or should not have had any pecuniary relationship with the Company, its holding, subsidiary or associate company, or their promoters, or directors, during the 2 immediately preceding financial years or during the current financial year.
- (j) None of the Candidate's relatives should have or should have had pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 lakhs or such higher amount as may be prescribed, whichever is lower, during two immediately preceding financial years or during current financial year.
- (k) Neither himself/herself nor any of his/her relatives:
  - (i) should hold or should have held the position of a 'key managerial personnel' or should be or should have been an employee of the Company or its holding, subsidiary or associate company in any of the 3 financial years immediately preceding the financial year in which he/she is proposed to be appointed.
  - (ii) should be or should have been an employee or proprietor or a partner, in any of the 3 financial years immediately preceding the financial year in which he/she is proposed to be appointed, of:
    - a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate company; or
    - any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - (iii) should hold together with his/her relatives 2% or more of the total voting power of the Company;
  - (iv) should be a Chief Executive or director, by whatever name called, of any non-profit organisation that receives 25% or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the Company; or
  - (v) should be a material supplier, service provider or customer or a lessor or lessee of the Company.
- (l) The Candidate should not be less than 21 years of age.

## REPORT ON CORPORATE GOVERNANCE

- (m) The Candidate should possess requisite qualification and experience as may be decided by the Board of Directors.
- (n) The Candidate should be who is not a non-independent director of another company or the board of which any non-independent director of the listed entity is an independent director.

### Remuneration of Independent Directors

1. The Nomination & Remuneration Committee to recommend remuneration of Independent Directors excluding sitting fees to the Board for its approval and will be subject to approval of the shareholders of the Company.
2. The terms of the remuneration of the Independent Directors shall be as under:
  - (a) Sitting fees of such amounts as may be determined from time to time and upto such amount, as may be decided by the Board and the shareholders, if required.
  - (b) Commission subject to a ceiling based on profitability for the year ended upto such amount, as may be decided by the Board and approved by the shareholders of the Company, from time to time.
3. The Independent Directors will not be entitled to any stock options.

### Remuneration of Key Managerial Personnel:

1. The Nomination & Remuneration Committee to recommend remuneration of Managing Director, CFO and Company Secretary, to the Board for its approval.
2. Increment for each year will be determined by the Committee based on performance evaluation report.
3. Such increment will be subject to approval of the Board.
4. The Key Managerial Personnel will not be entitled to any stock options.

### Remuneration of Employees:

1. The Nomination & Remuneration Committee to determine remuneration of employees of the Company, other than whole time key managerial personnel.
2. Increment for each year will be determined by the Committee based on the performance evaluation.
3. The employees are currently not entitled to any stock options.

## 6. Corporate Social Responsibility (CSR) Committee

The Company constituted the CSR Committee on February 5, 2014 and reconstituted from time to time. Mr. Sharad Upasani is Chairman of the Committee and Mr. Malcolm Monteiro and Ms. Tulsi N. Mirchandaney are Members of the Committee.

Mr. Anil Khanna, Managing Director, Member of CSR Committee resigned with effect from January 23, 2019.

Mr. Balfour Manuel, CEO and Mr. Aneel Gambhir, CFO are permanent invitees to the CSR Committee.

The role of CSR Committee is as under:

- i) Formulating and recommending to the Board, CSR Policy and the activities to be undertaken by the Company.
- ii) Recommending amount of expenditure to be incurred on activities undertaken.
- iii) Implementation and execution of CSR initiatives/ activities.
- iv) Reviewing performance of the Company in the areas of CSR.
- v) Monitoring CSR Policy from time to time.

During the year under review, three CSR Committee Meetings were held, viz; May 08, 2018, October 31, 2018 and January 30, 2019.

The details of attendance of each Member at the CSR Committee Meetings held during the year ended March 31, 2019 are as under:

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Sharad Upasani	Chairman	3	3
Mr. Anil Khanna*	Member	2	2
Mr. Malcolm Monteiro	Member	3	3
Ms. Tulsi Mirchandaney**	Member	NA	NA

\* Mr. Anil Khanna ceased to be a member w.e.f. January 23, 2019

\*\* Ms. Tulsi Mirchandaney was inducted as a member w.e.f. January 30, 2019

## 7. Risk Management Committee

The Board of Directors at its meeting held on June 11, 2014 approved constitution of the 'Risk Management Committee' as per the requirements of Listing Agreement and in line with the requirements of Regulation 21 of Listing Regulations. In the Board Meeting of the Company held on January 30, 2019, the Risk Management Committee was reconstituted. Mr. Narendra Sarda is Chairman of the Committee and Mr. Sharad Upasani, Mr. Malcolm Monteiro, Air Marshal M. McMahon (Retd.), Directors, Mr. Balfour Manuel, CEO, Mr. Aneel Gambhir, CFO and Mr. Tushar Gunderia, Company Secretary & Head – Legal & Compliance are Members of the Committee.

Ms. Sonali Raut, Head – Internal Audit and Mr. Anil Khanna, Managing Director ceased to be the Members consequent

## REPORT ON CORPORATE GOVERNANCE

to their resignations w.e.f. January 8 and January 23, 2019 respectively.

During the year under review, three Risk Management Committee Meetings were held, viz; May 08, 2018, October 31, 2018 and January 30, 2019.

The details of attendance of each Member at the Risk Management Committee Meetings held during the year ended March 31, 2019 are as under:

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Narendra Sarda	Chairman	3	3
Mr. Sharad Upasani	Member	3	3
Mr. Anil Khanna*	Member	2	2
Mr. Malcolm Monteiro	Member	3	3
Mr. Yogesh Dhingra**	Member	1	1
Mr. Aneel Gambhir	Member	3	3
Mr. Tushar Gunderia	Member	3	3
Ms. Sonali Raut***	Member	1	1
Air Marshal M. McMahon (Retd.)****	Member	NA	NA
Mr. Balfour Manuel*****	Member	NA	NA

\* Mr. Anil Khanna ceased to be a member w.e.f. January 23, 2019

\*\* Mr. Yogesh Dhingra ceased to be a member w.e.f. May 08, 2018

\*\*\* Ms. Sonali Raut was inducted as a Member w.e.f. May 08, 2018 and ceased to be a member w.e.f. January 08, 2019

\*\*\*\* Air Marshal M. McMahon (Retd.) was inducted as a member w.e.f. January 30, 2019

\*\*\*\*\* Mr. Balfour Manuel was inducted as a Member w.e.f. January 30, 2019

### 8. Stakeholders Relationship Committee

As on March 31, 2019 the 'Stakeholders Relationship Committee' consists of Mr. Malcolm Monteiro, Non-Executive Director, acting as Chairman of the Committee and Mr. Sharad Upasani and Air Marshal M. McMahon (Retd.) as members of the Committee. Mr. Anil Khanna, Managing Director resigned with effect from January 23, 2019.

The Chairman of the Stakeholders Relationship Committee, Mr. Monteiro was present at the last Annual General Meeting of the Company held on July 31, 2018.

The 'Stakeholders Relationship Committee' approves and monitors transfers and transmission of shares/debentures

and replacement, split and consolidation of share certificates/debenture certificates. The Committee also monitors redressal of complaints received from shareholders/ debentureholders relating to transfers/transmission of shares/ debentures, non-receipt of annual reports and transfer of credit of shares to demat accounts, non-receipt of declared dividend/ interest and other investor-related matters.

The Stakeholders Relationship Committee is also responsible for all/ any of the matters affecting the interest of the shareholders such as: -

- Resolving the grievances of the security holders including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.
- Review of measures taken for effective exercise of voting rights by the shareholders
- Review of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent
- Review of the various measures and initiatives for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / Annual Reports / statutory notices by the shareholders of the company.

The Stakeholders Relationship Committee Meetings are held once in a fortnight to consider matters placed before it.

Mr. Tushar Gunderia, Company Secretary, has been designated as 'Compliance Officer' under the provisions of Listing Regulations.

During the year under review, 455 correspondences were received from the investors. These include six complaints received and disposed off during the year ended March 31, 2019. All Investors correspondence were attended expeditiously. There were no investors' complaints pending as on March 31, 2019.

All valid share transfers/transmissions and other requests received during the year were approved and attended to by the Committee. There were no pending requests for transfer of Equity Shares as on March 31, 2019.

The details of Investors' Correspondence received during the year ended March 31, 2019 are as under:

Nature of Correspondence	No. of Correspondence received	No. of Correspondence resolved/attended
Revalidation / Duplicate / Non-Receipt of Dividend/ Interest Warrants	92	92

## REPORT ON CORPORATE GOVERNANCE

Nature of Correspondence	No. of Correspondence received	No. of Correspondence resolved/attended
Non-Receipt of Share/ Debenture certificates / Transfers / Transmissions	5	5
Change of Address	26	26
Request for loss / duplicate / replacement of Share Certificates	40	40
Others*	292	292
Total	455	455

\*Others include correspondence pertaining to updating new signatures, non-receipt of rejected dematerialisation request forms, registration of Power of Attorneys, procedure for transmission of shares/ debentures, dividend mandate instructions, request for Annual Reports, letters from SEBI and Stock Exchanges and such other administrative matters.

The Company and the Registrar & Share Transfer Agent have attended to most of the investors' correspondence within a period of 10 days from the date of receipt of correspondence during the year ended March 31, 2019.

M/s. Link Intime India Pvt. Limited acts as the Registrar and Share Transfer Agent of the Company.

In terms of SEBI Notification dated December 31, 2018, SEBI has notified SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. The Company has accordingly amended its 'Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' and 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' has been made applicable to all designated employees and other connected persons.

The Stakeholders Relationship Committee monitors compliance of the provisions of 'Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' and 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information'.

### 9.1. Unclaimed Dividend/Shares

As on date, the Company has transferred unclaimed dividend declared for the financial years 1995-96, 1996-97, 1998-99, 1999-2000 (interim and final dividend), 2000-2001, 2001-2002, 2002-2003, 2003-2004, 2004-2005, December 2005, December 2006, December 2007, December 2008, December 2009 and December 2010 to "The Investors Education and Protection Fund" established by the Central Government.

In accordance with the provisions of Regulation 39 and Schedule V of Listing Regulations, 2015, the details of the shares lying in the "Blue Dart Express Ltd. – Unclaimed Suspense Account" maintained with the Stock Holding Corporation of India Ltd. are as under:

Type of Security	As on April 1, 2018		Applied for transfer and whose shares were transferred during the year from the suspense account		Balance as on March 31, 2019	
	Number of		Number of		Number of	
	Share-holders	Shares	Share-holders	Shares	Share-holders	Shares
Equity Shares	94	9802	19	1802	75	8000

The voting rights on these equity shares retained as outstanding in the 'suspense account' as on March 31, 2019 would remain frozen till the rightful owner claims these shares.

### 9.2 Transfer of Unclaimed Equity Shares to Investor Education and Protection Fund (IEPF) Account

Pursuant to provisions of Sections 124 and 125 of the Companies Act, 2013 and the Investor Education & Protection Fund Authority (Accounting, Audit and Transfer and Refund) Rules, 2016, as amended, all shares on which dividend have not been paid or claimed for seven consecutive years or more shall be transferred to an IEPF Account. The Company has sent notice to all the members whose dividends were lying unpaid / unclaimed against their names for seven consecutive years or more and has also uploaded the details of such shareholders on its website.

In accordance with the Investor Education and Protection Fund Authority (Accounting, Audit and Transfer and Refund) Rules, 2016, the Company has transferred 2721 shares to IEPF during the year 2018-2019.

### 10. Independent Directors' Meeting

As on March 31, 2019 Mr. Sharad Upasani, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair are Independent Directors on the Board of the Company. In terms of declarations given by the Board and in the opinion of the Board, the Independent Directors fulfill the conditions specified in Listing Regulations and are independent of the management.

As per the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25 of Listing Regulations, during the year under review, Independent Directors met on May 8, 2018 and October 31, 2018, without the presence of Managing Director, Non-Executive Directors, Non-Independent Directors and Management Team. The meetings were attended by all Independent Directors and it was convened to enable Independent Directors to discuss matters pertaining to Company's affairs, performance of Non-Independent Directors and Board of Directors pursuant to requirements of Companies Act, 2013 and Listing Regulations and put forth their views to the Board of Directors of the Company.

The details of attendance of each Member at the Independent Directors Meetings held during the year ended March 31, 2019 are as under:

## REPORT ON CORPORATE GOVERNANCE

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Narendra Sarda	Chairman	2	2
Mr. Sharad Upasani	Member	2	2
Air Marshal M. McMahon (Retd.)	Member	2	2
Ms. Kavita Nair*	Member	NA	NA

\*Ms. Kavita Nair was inducted as an Independent Director w.e.f. March 26, 2019

### 11. Familiarisation Programme for Independent Directors

Pursuant to requirements of Regulation 25 of Listing Regulations, the Company has a familiarisation programme for the Independent Directors with regard to their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The Board Members are provided with all the necessary documents/ reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and Board constituted Committee Meetings pertaining to business and performance updates of the Company, global business environment, business strategies and risks involved.

Directors attend training programmes/ conferences on relevant subject matters and keep themselves abreast of the latest corporate, regulatory and industry developments.

The same has been posted on the website of the Company viz; [www.bluedart.com](http://www.bluedart.com).

The weblink of familiarization programme is [https://www.nseprimeir.com/z\\_BlueDart/files/FamiliarisationProgramme.pdf](https://www.nseprimeir.com/z_BlueDart/files/FamiliarisationProgramme.pdf)

### 12. Board and Committees Evaluation

Pursuant to provisions of the Companies Act, 2013, Schedule IV of Companies Act, 2013 and Regulation 17 and Schedule II of Listing Regulations, the Board would carry out an Annual Performance Evaluation of its own performance, the Directors individually excluding the director being evaluated as well as the evaluation of the functioning of its Committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined template designed as a tool to facilitate the evaluation process. The assessment is built around functioning of the Board as a whole, its Committees and also evaluation of individual Directors. The self-assessment format considered performance effectiveness with regard to the Board composition, expertise, dynamics, strategic oversight, risk management and internal control, succession planning and leadership.

While the individual directors' performance is reviewed by the Chairperson and rest of the Board other than the director being

reviewed, the Chairperson's and Non-Independent Directors performance is appraised through feedback from Independent Directors.

### 13. Vigil Mechanism/Whistle Blower Policy

At Blue Dart, we value high ethical standards of behavior and expect honesty, openness and integrity in whatever we do. In terms of provisions of Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, the Company has formalised the process and institutionalised the 'Whistle Blower Policy' within the Organisation.

The Whistle Blower Policy ensures that strict confidentiality is maintained whilst addressing any concerns and no discrimination will be meted out to any person for a genuinely raised concern. Pursuant thereto, a dedicated helpline viz; [bluedart@ethicshelpline.in](mailto:bluedart@ethicshelpline.in) has been set up which is managed by an independent professional entity.

The Policy is applicable to all employees, directors, officers, customers, vendors and/or third party intermediaries such as agents and consultants whether appointed on a permanent, temporary, full time, part-time, contractual, probation or on a retainer basis who are engaged to conduct business on behalf of the Company and its Subsidiary Companies. The Policy provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. No personnel have been denied access to the Audit Committee pertaining to the Whistle Blower Policy.

The Company has posted "Whistle Blower Policy" on website of the Company viz; [www.bluedart.com](http://www.bluedart.com).

The web link of the Whistle Blower Policy is [https://www.nseprimeir.com/z\\_BlueDart/files/BlueDart\\_Whistle\\_Blower\\_Policy.pdf](https://www.nseprimeir.com/z_BlueDart/files/BlueDart_Whistle_Blower_Policy.pdf)

### 14. Policy for prevention of Sexual Harassment of Women

The Company values dignity of individuals and strives to provide a safe and respectable work environment for all its employees. The Company is committed to providing an environment which is free of discrimination, intimidation and abuse. Pursuant to requirements of 'Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013' and rules made thereunder, the details of complaints are stated hereunder:

Number of complaints filed during the financial year	NIL
Number of complaints disposed of during the financial year	NIL
Number of complaints pending as on end of the financial year	NIL

### 15. General Body Meetings

a) The details of Annual General Meetings held during the last three years are as under:

## REPORT ON CORPORATE GOVERNANCE

AGM for Financial Year ended	Day and Date	Time	Location
March 31, 2016	Wednesday 28.07.16	4:30 p.m	Hotel Hilton Mumbai International Airport, Chancellor I, Sahar Airport Road, Andheri (East), Mumbai – 400 099.
March 31, 2017	Thursday 27.07.17	4:30 p.m	Hotel Hilton Mumbai International Airport, Chancellor II, Sahar Airport Road, Andheri (East), Mumbai – 400 099.
March 31, 2018	Tuesday 31.07.18	4:30 p.m	Hotel Hilton Mumbai International Airport, Chancellor I, Sahar Airport Road, Andheri (East), Mumbai – 400 099.

All resolutions set out in the respective notices were passed by the Members.

### b) Postal Ballot

There was no special resolution passed during the financial year under review.

The following ordinary resolution was passed during the year by way of Postal Ballot:

Sr. No.	Date of Declaration of Postal Ballot Results	Description	Votes in favour of the Resolution		Votes against the Resolution	
			No. of Votes	% to total votes	No. of Votes	% to total votes
1.	March 23, 2019	Ordinary Resolution for appointment of Ms. Kavita Nair (DIN 07771200) as a Non-Executive Independent Director	21106000	99.99%	258	0.01%

Person who conducted the Postal Ballot exercise

Mr. Nilesh Shah (ICSI Membership No: F4554 C.P. No. 2631), failing him Ms. Hetal Shah (ICSI Membership No: F8063 C.P. No. 8964) of M/s. Nilesh Shah & Associates, Company Secretaries were appointed to act as scrutinizer for conducting the postal ballot and E-voting.

Procedure for Postal Ballot

- The Board of Directors vide resolution dated February 8, 2019 had appointed Mr. Nilesh Shah, failing him Ms. Hetal Shah to act as the 'scrutinizer'.
- The dispatch of the postal ballot Notice dated February 8, 2019 together with an Explanatory statement was completed on February 20, 2019 along with the forms

and postage prepaid business envelopes to all the shareholders whose names appeared on the Register of Members/ List of beneficial owners as on February 8, 2019. The Company also published a notice in the newspapers declaring details of completion of dispatch and such other requirements as mandated under the Act and applicable rules.

- The voting for postal ballot was kept open from February 21, 2019 to March 22, 2019 for both physical and electronic mode.
- Particulars of postal Ballot forms received from Members using electronic platform of CDSL were entered in a separate register maintained for the purpose.
- All Postal Ballot forms received by the Scrutinizer upto 5 p.m. on March 22, 2019 were considered for scrutiny. Postal Ballot forms received after the date had not been considered.

The scrutinizer submitted his report to the Chairman after completion of scrutiny and the consolidated results of the voting by the postal ballot were then announced on March 23, 2019 by Mr. Sharad Upasani, Chairman, as per the Scrutinizer's Report. The results were displayed on the Company's website viz; [www.bluedart.com](http://www.bluedart.com) and were put up on the notice board of the Company besides being communicated to the stock exchanges, depositories and the Company's Registrar and Share Transfer Agent.

- The following Special Resolution was passed by the Members during the previous three Annual General Meetings.

At the Annual General Meeting held on July 28, 2016:  
No Special Resolution was passed

At the Annual General Meeting held on July 27, 2017:  
No Special Resolution was passed

At the Annual General Meeting held on July 31, 2018:

- Approval for continuance of appointment of Mr. Sharad Upasani (DIN: 01739334) as Independent Director beyond the age of 75 years
- Approval for re-appointment of Mr. Sharad Upasani (DIN: 01739334) for a second term of 5 (five) consecutive years commencing from July 23, 2019 till July 22, 2024.

## 16. Subsidiary Companies

Concorde Air Logistics Ltd. and Blue Dart Aviation Ltd. are the Wholly Owned Subsidiaries of the Company and Blue Dart Aviation Ltd. is the material subsidiary of the Company. As a good Corporate governance practice and as stipulated under Listing Regulations, Mr. Sharad Upasani, Independent Director of the Company has been appointed as Director on the Board of

## REPORT ON CORPORATE GOVERNANCE

Blue Dart Aviation Ltd., the Wholly Owned Subsidiary Company, with effect from March 15, 2017.

The Company monitors performance of its subsidiaries, inter-alia, by the following means:

- The Financial Statements, in particular, the investments made by the 'unlisted subsidiary companies' are reviewed by the Audit Committee of the Company.
- The Minutes of the Board Meetings of the subsidiary companies are placed before the Board Meeting of the Company.
- The details of any significant transactions and arrangements entered into by the unlisted subsidiary companies are placed before the Board Meeting of the Company.
- The Company has its Senior Management personnel on the Board of Directors of its subsidiary company, viz; Concorde Air Logistics Ltd.

As required under Regulation 16 of the Listing Regulations, the Company has formulated a Policy for determining 'material subsidiary'.

The Company has posted "Policy for determining 'material subsidiary'" on the website of the Company viz; [www.bluedart.com](http://www.bluedart.com).

The web link of Policy for determining 'material subsidiary' is [http://www.nseprimeir.com/zBlueDart/files/Bluedart\\_PolicyonMaterialSubsidiary.pdf](http://www.nseprimeir.com/zBlueDart/files/Bluedart_PolicyonMaterialSubsidiary.pdf)

### 17. Related Party Transactions

All Related Party Transactions which were entered into during the Financial Year were on arm's length basis and in the 'ordinary course of business'. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or with any related party which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and the Board for approval.

None of the Directors have any pecuniary relationships or transactions vis-à-vis the Company.

The particulars of contracts or arrangements with the related parties as required under Section 134(3)(h) have been provided in the Directors' Report.

The 'Policy on Related Party Transactions/Disclosures' approved by the Board of Directors as required under Regulation 23 of the Listing Regulations is posted on the Company's website viz [www.bluedart.com](http://www.bluedart.com).

The web link of 'Policy on Related Party Transactions/Disclosures' is [http://www.nseprimeir.com/z\\_BlueDart/files/Bluedart\\_RelatedPartyDisclosures final.pdf](http://www.nseprimeir.com/z_BlueDart/files/Bluedart_RelatedPartyDisclosures final.pdf).

### 18. Disclosures

The financial statements are prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) (amended) as prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies as applicable.

The Company has not received any disclosure from the senior management in relation to material financial and commercial transactions, where they have personal interest which may have potential conflict with the interest of the Company at large as stated in the Regulation 26 (5) of Listing Regulations.

No penalties or strictures were imposed on the Company during the last three years by any Stock Exchanges, SEBI or any other statutory authorities on any matters related to capital markets.

The Company has in place a mechanism to inform the Board on risk assessment and minimisation procedures and periodic review is conducted in order to ensure that Management controls risk through a properly defined framework.

### 19. Code of Conduct

Blue Dart has always adhered to the highest standards of quality and ethics while maintaining its leadership position in the express air and integrated transportation and distribution industry in the country. The cornerstone of our success has been our employees who are guided by the Company's 'Guiding Principles'.

The Board of Directors of the Company has laid down a 'Code of Conduct for the Board Members and Senior Management' of the Company. The same has been posted on the website of the Company.

The 'Code of Conduct' is a comprehensive document which articulates the Company's expectations from its people, to reflect the ethics and values of the organisation and resultantly earn goodwill of its customers and enhance its reputation.

All the Board Members and members of the Senior Management have affirmed compliance with the provisions of the 'Code of Conduct' for the year ended March 31, 2019. As per the requirements of Schedule V of the Listing Regulations, a certificate from Mr. Balfour Manuel, Chief Executive Officer confirming compliance to the 'Blue Dart Code of Conduct' has been attached to this Report.

Pursuant to the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has adopted the 'Blue Dart Code of Conduct for Prevention of Insider Trading' in the Equity Shares of the Company. Mr. Tushar Gunderia, the Company Secretary, acts as 'Compliance Officer' for administration of the Code in consultation with the Company's Stakeholders Relationship Committee. This 'Code of Conduct' is applicable to all Directors and designated employees of the Company who are expected to

## REPORT ON CORPORATE GOVERNANCE

have access to unpublished price-sensitive information relating to the Company.

### 20. Auditor's Certificate on Corporate Governance/ CS certificate

As required by the provisions of Schedule V of Listing Regulations, the Auditor's Certificate is given as an Annexure to the Directors' Report.

### 21. Certificate from Company Secretary in Practice

Mr. Nilesh Shah of M/s. Nilesh Shah & Associates, Practicing Company Secretaries has issued a certificate as required under Listing Regulations, confirming that none of the Directors on the Board of the Company were debarred or disqualified from being appointed or continuing as directors of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

### 22. CEO and CFO Certification

As required by Regulation 17(8) of the Listing Regulations, the CEO and CFO certification on Financial Statements, Cash Flow Statement and Internal Control Systems for the financial reporting for the year ended March 31, 2019, has been obtained from Mr. Balfour Manuel, CEO and Mr. Aneel Gambhir, CFO, and it has been incorporated in the Company's Annual Report.

### 23. Means of Communication

**Financial Results:** The Company's Quarterly, Half-yearly and Annual results are published in The Economic Times and a regional language newspaper viz; Maharashtra Times. The financial results and press releases are also immediately posted on the Company's website, viz. [www.bluedart.com](http://www.bluedart.com). For information of the investors, the Company publishes Notice of the Board Meeting in which financial results are proposed to be approved by the Board of Directors in a national newspaper, at least seven clear calendar days in advance.

The Quarterly, Half-yearly and Annual results are published in the newspapers with adequate disclosures for information and knowledge of the shareholders /public at large.

**Website:** The Company's website ([www.bluedart.com](http://www.bluedart.com)) contains a separate dedicated section viz; 'Investor Relations' where information for the shareholders is made available. The Company's Annual Report is also available in downloadable form on website.

**Investors' Presentation:** The Company also uploads the "Investors Presentation" on the Company's website viz; [www.bluedart.com](http://www.bluedart.com) on a quarterly basis.

**Annual Report:** The Annual Report containing inter-alia, Audited Financial Statements, Audited Consolidated Financial Statements, Directors' Report, Auditors Report and other important information is circulated to the Members and others entitled thereto. The Management Discussion and Analysis Report, Business Responsibility Report forms an integral part of the Directors' Report.

### NSE Electronic Application Processing System (NEAPS):

The NEAPS is a web-based application designed by NSE for the Corporates. All periodical compliance filings like shareholding pattern, corporate governance report, Financial Results, statement of investors complaints, among others on NSE are filed electronically on NEAPS.

**BSE Listing Centre:** The Listing Centre is a web-based application designed by BSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, Financial Results, statement of investors complaints, among others on BSE are filed electronically on Listing Centre.

**SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

### 24. Bonus Debentures

On November 20, 2018, unsecured, redeemable, non-convertible, fully paid up debentures Series II (9.4% p.a) were redeemed for an amount aggregating to ₹ 949,117,360 (Rupees Ninety Four Crore Ninety One Lacs Seventeen Thousand Three Hundred Sixty only). The Company paid interest on the said debentures for the period April 1, 2018 to November 20, 2018 aggregating to ₹ 57,196,669 (Rupees Five crores Seventy One Lacs Ninety Six Thousand Six Hundred and Sixty Nine only) in compliance with the Provisions of law.

During the year, the Company paid Interest on Debentures (record date March 16, 2019) on March 31, 2019 for the year ended March 31, 2019 on Series III Debentures (unsecured, redeemable, non-convertible, fully paid up debenture redeemable at the end of 60 months from date of allotment carrying 9.5% interest) aggregating to ₹ 67,624,612 (Rupees Six Crores Seventy Six Lacs Twenty Four Thousand Six Hundred and Twelve only). The Bonus Debentures are listed on BSE Ltd. and The National Stock Exchange of India Ltd. since November 28, 2014.

### 25. Details of compliance with the mandatory requirements and adoption of non-mandatory requirements

The Company has complied with all mandatory requirements of the Listing Regulations including compliances mentioned in sub-paras (2) to (10) of Part C of Schedule V and compliance with non-mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as stated hereunder:

1. The Company has appointed separate persons for the post of Chairman and CEO/Managing Director.

## REPORT ON CORPORATE GOVERNANCE

2. Directors are adequately briefed on all business related matters, risk assessment and new initiatives proposed to be adopted by the Company.

### 26. Outstanding Global Depository Receipts or American Depository Receipts or Warrants or any Convertible Instruments, Conversion Date and Likely impact on Equity

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2019, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

### 27. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

#### Commodity Price Risk:

Your Company runs a fleet of dedicated cargo aircraft for the movement of cargo between the seven airport stations it operates. Any Change in World Crude prices impacts Aviation Turbine Fuel (ATF) which has a corresponding impact on the Aircraft Operating Cost. Your Company has an internal hedging mechanism termed as Fuel Surcharge Mechanism for passing increase/decrease in ATF cost to its customers. This mechanism helps the company in protecting itself against changes in the Crude prices.

#### Foreign Exchange Risk:

Many of the Aircraft related payments are either in USD or Euro due to which the company is exposed to Exchange Fluctuations. Hedging this risk through external sources has a high cost. Your Company has put in practice an internal hedging mechanism to support in neutralising this impact by means of a Currency Adjustment Factor (CAF) which is passed on to its customers.

### 28. List of all credit ratings

Your Company continues to enjoy high credit rating for its Debentures and working capital facilities / short-term debt programme:

1. ICRA Ltd. (an Associate of Moody's Investors Service) and India Ratings & Research Private Ltd. (a Fitch Group Company) have reaffirmed "[ICRA] AA" (stable) rating and "IND AA" (stable) rating respectively for Company's Unsecured, Nonconvertible Debentures Series III of ₹ 7,118 Lakhs (outstanding as on March 31, 2019).
2. "ICRA AA" (stable) (ICRA double A) (long term rating) to the Company's Bank limits (working capital) of ₹ 3,615 Lakhs (including fund based and non- fund based limits). The rating is considered to have high degree of safety regarding timely servicing of financial obligation carrying very low credit risk. ICRA also assigned "ICRA A1+" (ICRA A one plus) (short term rating) for the said limits. The rating indicates very strong degree of safety regarding timely payment of financial obligation carrying lowest credit risk.
3. ICRA Ltd. (an Associate of Moody's Investors Service) has assigned "[ICRA] AA" (stable) rating for Company's Long Term Loans of ₹ 7,500 Lakhs (rating assigned on April 4, 2019).

### 29. Details of utilization of funds raised through preferential allotment or qualified institutions placement

During the year, there were no funds raised through preferential allotment or qualified institutions placement.

### 30. Instances where Board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year

There were no such instances during the financial year 2018-2019.

### 31. Total fees for all services paid by the listed entity and its subsidiaries on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

₹ 74 Lakhs (Rupees Seventy-Four Lakhs only).

## REPORT ON CORPORATE GOVERNANCE

### 32. General Shareholders Information

**Annual General Meeting** : Wednesday, July 31, 2019 at 4:30 p.m. at Hotel Hilton Mumbai International Airport, Chancellor I, Sahar Airport Road, Andheri (East), Mumbai – 400 099

**Financial Year** **April 1 to March 31**

<b>Financial Calendar</b> (tentative and subject to change)	<b>Schedule of Board Meetings</b>	<b>Date</b>
	First Quarter ending June 30, 2019	July 31, 2019
	Second Quarter & Half-year ending September 30, 2019	October 31, 2019
	Third Quarter ending December 31, 2019	January 29, 2020
	Last Quarter & Year ending March 31, 2020	May 6, 2020

**Book Closure period** : Wednesday, July 24, 2019 to Wednesday, July 31, 2019 (both days inclusive)

**Dividend Payment Date** : August 3, 2019 (if dividend payment is approved at the AGM)

**Listing of Shares and other Securities on Stock Exchanges** : The equity shares and unsecured, redeemable, non-convertible, fully paid up debentures are presently listed at the following stock exchanges.

1. BSE Limited (BSE)

2. The National Stock Exchange of India Limited (NSE)

(The Company has paid its Annual Listing fees for listed securities to the above Stock Exchanges for the Financial Year 2019-2020)

#### Stock market Performance

**Stock Code/Symbol** : BSE : 526612

**Equity Shares of ₹ 10/-each** NSE : Symbol - BLUEDART  
Series – EQ

**ISIN** INE233B01017

9.5% Unsecured, Redeemable, Non-convertible, Fully paid up debentures(NCD's) : BSE:  
Security ID : BLUENCDSR3  
Security Code : 935309  
NSE Symbol - BLUEDART

**ISIN** INE233B08103

**Corporate Identification Number (CIN) :** L61074MH1991PLC061074

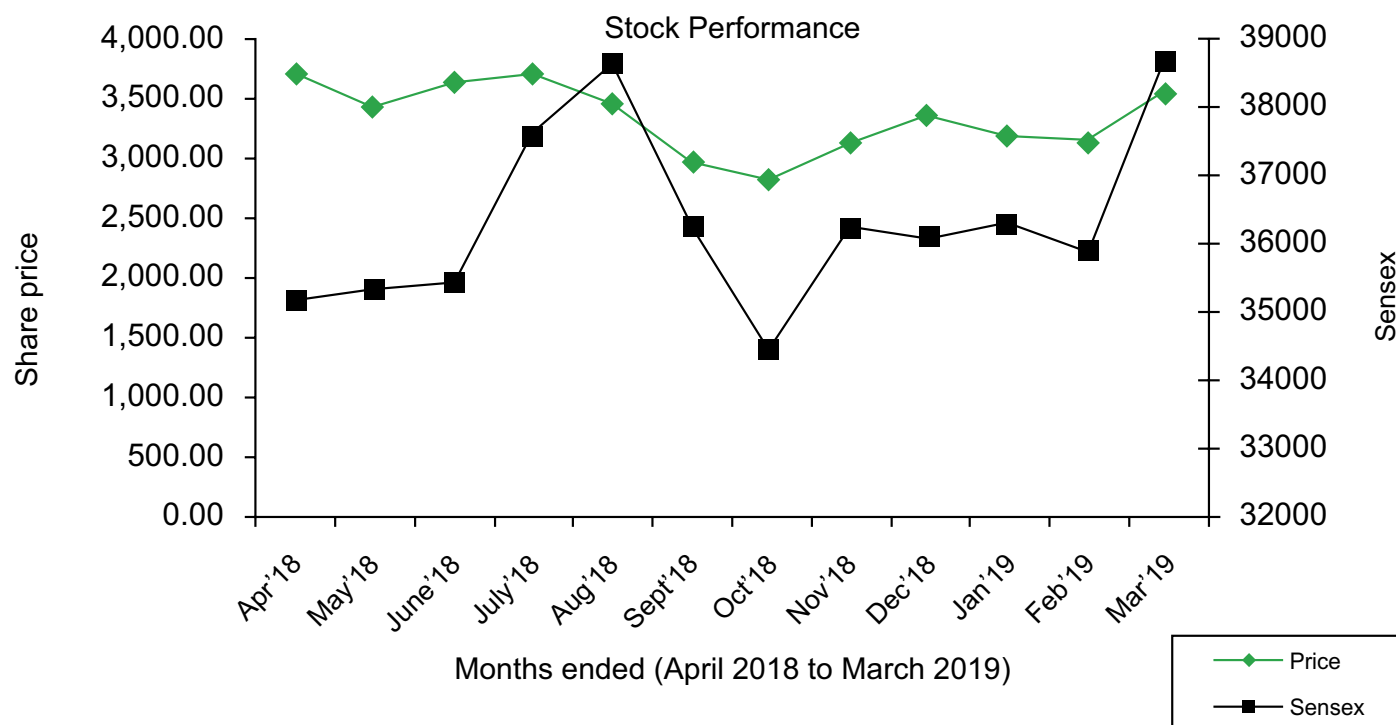
## REPORT ON CORPORATE GOVERNANCE

### Stock Market Data:

#### High and Low price of shares at BSE Limited & National Stock Exchange of India Limited

Year (2018-2019)	BSE		NSE	
	High	Low	High	Low
April - 2018	4099	3579	4039.9	3646.55
May - 2018	3713	3179	3718	3215.15
June - 2018	3850	3426.25	3865	3390
July - 2018	3912	3499.4	3920	3493.25
August - 2018	3744	3448.05	3732.25	3441.2
September - 2018	3474	2908.45	3499.95	2925
October - 2018	3027	2620	3000.05	2620
November - 2018	3200	2711	3390	2680
December - 2018	3400	2963	3140	2974.95
January - 2019	3536.45	2882	3434	2885.05
February - 2019	3314	2896	3235	2960.75
March - 2019	3650	3104	3700	3095.1

### Stock Price Performance in comparison to the BSE Sensex:



## REPORT ON CORPORATE GOVERNANCE

**Registrar & Share Transfer Agent** : M/s. Link Intime India Pvt. Ltd.  
C- 101, 1st Floor, 247 Park,  
LBS Marg, Vikhroli West, Mumbai- 400083  
Phone: +91 22-49186000  
Fax : +91 22-49186060  
Email : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**Share Transfer System** : Share Transfers which are received in physical form are processed well within the statutory prescribed period from the date of receipt, subject to documents lodged being valid and complete. All share transfers are approved in the Stakeholders Relationship Committee Meeting held once in a fortnight.

### Distribution of Shareholding as on March 31, 2019

No of Shares	No. of Shareholders	% of Share Holders	Shares held	% of shares
1 - 500	17097	98.04	625996	2.64
501 - 1000	139	0.80	102744	0.43
1001 - 2000	84	0.48	122390	0.52
2001 - 3000	20	0.11	48904	0.21
3001 - 4000	16	0.09	57274	0.24
4001 - 5000	16	0.09	76665	0.32
5001 - 10000	29	0.17	208748	0.88
10001 - above	37	0.22	22485213	94.76
	17,438	100.00	23,727,934	100.00

### Categories of shareholders as on March 31, 2019

Category	No. of Shareholders	No of Shares held	Voting Strength %
Promoter*	1	17,795,950	75.00
Foreign Portfolio Investor (Corporate)	65	1,067,412	4.50
Banks, NBFC's, Financial Institutions and Mutual Funds	31	1,207,175	5.09
Individuals	15,780	984,543	4.15
Companies	311	2,537,441	10.69
Investor Education and Protection Fund	1	16,442	0.07
NRIs	528	40,004	0.17
Hindu Undivided Family, Trusts and Alternate Investment Funds	597	71,755	0.30
Clearing Members	124	7,212	0.03
Total	17,438	23,727,934	100.000

\* under two demat accounts

## REPORT ON CORPORATE GOVERNANCE

### Dematerialisation of Shares and Liquidity:

Trading in the Company's equity shares is compulsory in dematerialized mode for all the investors with effect from August 28, 2000. As on March 31, 2019, 23,659,823 Equity Shares of the Company representing 99.71% of the Paid-up Equity Share Capital of the Company are in dematerialised mode.

Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total paid up and listed capital is in agreement with aggregate of total number of shares in the dematerialised form (held with NSDL and CDSL) and total number of shares in the physical form.

### Reconciliation of Share Capital Audit Report

As stipulated by SEBI, a practicing Company Secretary carries out audit to reconcile the total admitted capital with the National Securities

Pursuant to Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, certificates, on a half-yearly basis were issued by a Practicing Company Secretary for due compliance of share transfer formalities by the Company.

<b>Plant Location</b>	:	The Company does not have any manufacturing activities. The Company offers its existing range of integrated transportation services and distribution of shipments through its network of offices spread across India.
<b>Address for communication</b>	:	Investors should address their correspondence to the Registrar & Share Transfer Agents: M/s. Link Intime India Pvt. Ltd. at the address mentioned hereinabove.  Contact Officials:  Ms. Sharmila Amin, Assistant Vice President - Corporate Registry.  Ms. Rima Shah, Associate - Corporate Registry  Investors may also contact Ms. Prabha Singh, General Manager- Secretarial or Ms. Aarti Falorh, Manager-Secretarial, at the Registered Office of the Company for any assistance and guidance in connection with investors' matters.  Telephone : +91 22 2839 6444 Ext. Nos. : 33514 or 33901 Email : PrabhaS@bluedart.com AartiF@bluedart.com
<b>Debenture Trustee</b>	:	Axis Trustee Services Limited, The Ruby, 2 <sup>nd</sup> Floor, SW, Senapati, Bapat Marg, Dadar West, Mumbai - 400028. Tel. : +91-22-62300451   Email : complaints@axistrustee.com ; debenturetrustee@axistrustee.com
<b>Analyst Contact</b>	:	Mr. Aneel Gambhir - CFO  Mr. Rajesh Joshi, General Manager – Finance & Treasury
<b>General Information Contact</b>	:	Mr. Ketan Kulkarni, Head : Business Development & CMO

# AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

## Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of Blue Dart Express Limited  
Blue Dart Express Limited  
Blue Dart Centre, Sahar Airport Road,  
Andheri (East), Mumbai -400099

1. The Corporate Governance Report prepared by Blue Dart Express Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") with respect to Corporate Governance for the year ended March 31, 2019. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

### Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

### Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include:
  - i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;
  - ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;
  - iii. Obtained and read the Directors Register as on March 31, 2019 and verified that at least one women director was on the Board during the year;
  - iv. Obtained and read the minutes of the following committee meetings held between April 01, 2018 to March 31, 2019:
    - (a) Board of Directors meeting;
    - (b) Audit Committee;
    - (c) Annual General meeting;
    - (d) Nomination and remuneration Committee;
    - (e) Stakeholders Relationship Committee;
    - (f) Independent directors meeting;
    - (g) Corporate Social Responsibility Committee; and
    - (h) Risk management Committee;
  - v. Obtained necessary representations and declarations from directors of the Company including the independent directors; and
  - vi. Obtained and read the policy adopted by the Company for related party transactions;
  - vii. Obtained the schedule of related party transactions during the year and balances at the year-end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved by the audit committee.
  - viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

### Opinion

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, that we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2019, referred to in paragraph 2 above.

### Other matters and Restriction on Use

9. This report 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.
10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Per Govind Ahuja  
Partner  
Membership No: 048966  
Place : Mumbai  
Date: May 16, 2019

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

## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY OVERVIEW

The Indian logistics industry is a sunshine sector and there are various factors propelling it towards consistent and sustained growth. Due to efforts of the Government of India and its transformation programs such as 'Make in India', improvement in infrastructure through the Sagarmala and Bharatmala initiatives, Dedicated Freight Corridors, Goods and Services Tax (GST), E-way bill, National Waterways, Dedicated Port Delivery and generating a pool of skilled professionals, the logistics industry is likely to grow at a CAGR of 10.5% and reach USD 215 billion in 2020 from USD 160 billion in 2018<sup>1</sup>.

GST has been the game changer for the logistics industry. The introduction of GST has enabled the integration of India's multi-layered indirect tax system into a single unified one. The move has augured well for the logistics industry.

According to the Department of Commerce, the country spends about 14% of its GDP on logistics. This provides an improvement opportunity when compared to other advanced global economies that spend a single digit on logistics costs. A National Committee headed by the Cabinet Secretary is in place to develop the roadmap, with a target to reduce logistics cost in India to less than 10% by 2022.

The country's position went from 35 in 2016 to 44 in 2018 in the World Bank's Logistics Performance Index (LPI) in terms of overall logistics performance, however India ranked higher in the 'Ease of Doing Business' (EDB) Index of the World Bank. The Department of Commerce is working on improving the LPI to bring it between 25-30 in the next couple of years.

There exists a tremendous scope to improve the ranking if the existing infrastructural and cost inefficiencies are addressed, foremost amongst them being the unorganised realm which is very high. The other challenges hindering growth and efficiency are presence of multiple regulatory and policy making entities, poor integration with modern information technology, lack of seamless movement of goods across modes, procedural complexities, redundant documentation and underdeveloped infrastructure, all these together dent the performance of the industry.

A mechanism needs to be created to measure the sector's performance at regular intervals against set benchmarks and generate a favourable policy environment in order that the industry plays its role as a trade facilitator and enabler of business optimally. The sector provides livelihood to 22 million people and aids the economy's movement to prosperity.

The express industry where Blue Dart operates is a part of the logistics industry. The industry caters to multiple sectors as well as individual customer by providing time bound services. Express delivery services are used for various products such as securitised

documents, electronic products, automotive components, temperature controlled shipments, trade samples, life saving drugs, mobile phones, etc.

The domestic express industry is estimated at Rs. 17,000 crore, less than 2% of the global market, and is transforming rapidly. It is highly fragmented and consists of over 1,000 active players which include large scale domestic players, leading entities of global players, express arm of the government postal service, express arm of portals and emerging start ups specialising in the e-commerce deliveries.

### REVIEW OF PERFORMANCE

On 19<sup>th</sup> November 2018, Blue Dart completed 35 years of leading, innovating and delivering. The year was also a challenging one, in terms of market conditions, business sentiments due to dynamic regulatory scenario. As the company focused on revenue enhancement, service quality and profitability, we continued with unwavering focus on delivering our core competencies of reliability and responsiveness with immense customer centricity.

Blue Dart offers a wide range of innovative and simplified solutions across industry verticals coupled with a dedicated air and ground network, high standard technology architecture, value pricing, customer satisfaction, excellent service quality and operation delivery par excellence. Since inception, Blue Dart has maintained its technology leadership and continues to invest extensively in its technology infrastructure to create differentiated delivery capabilities, products and solutions for customers. Our key differentiators continue to be late pick-up/early delivery, a securitised network, 24x7 visibility and tracking across the complete delivery chain, APIs integrated with customers and other technology and mobility solutions such as dynamic re-routing, visibility of courier movement and net-stops being monitored from the service centre to enhance courier and route productivities.

Blue Dart operates with 6 Boeing 757 freighter aircraft offering a payload of 500 tonnes per night, a flotilla of 11,122 vehicles, 1,665 facilities / hubs across 35,423 locations. Over 13,000 committed and trained Blue Darters work in perfect harmony to deliver over 16 shipments every second of the work day.

Blue Dart with its dedicated freighters in the air and 86 route connections on ground has the unique capability to offer an unrivalled service across an expansive and diverse Indian geography. During the year, Blue Dart carried over 2,332.71 lakhs domestic shipments and over 9.16 lakhs international shipments both weighing more than 754,981 tonnes.

For the year ended March 31, 2019, Blue Dart on a standalone basis reported Income from operations of ₹ 3,16,546 Lakhs (previous year – ₹ 279,085 Lakhs) and posted a profit after tax on a standalone basis of ₹ 8,760 Lakhs for the year ended March

<sup>1</sup> IBEF

<sup>2</sup> Express Industry Council of India (EICI) – Deloitte Report

## MANAGEMENT DISCUSSION AND ANALYSIS

31, 2019 (previous year ₹ 14,210 Lakhs). Operating profit ratio and Net Profit ratio for the year ended March 31, 2019 stood at 6% and 2.8 % as compared to 10% and 5.1% for the year ended March 31, 2018 respectively.

Income from Operations has grown at 13.4% on year on year basis, the profits were subdued mainly on account of increase in Operating costs and Capex spending towards strategic initiatives such as reach expansion, technology / infrastructure upgradation etc. which influenced the profitability margins adversely, but will create long term value for the business and customers.

### PRODUCTS

Blue Dart was earlier part of DHL eCommerce Post – eCommerce – Parcel (PeP) division. However, due the restructuring within DPDHL Group, Blue Dart is now part of the newly created division called DHL eCommerce Solutions with effect from 1<sup>st</sup> January 2019. Blue Dart offers air and ground express, air freight, speed trucking and charters through its synergies with the four Deutsche Post DHL business units – DHL Express, DHL Global Forwarding, DHL Supply Chain and DHL eCommerce LLP enabling a reach to 220 countries and territories worldwide, making Blue Dart the only express company that offers an unmatched delivery capability encompassing the entire spectrum of distribution services where in lies its unique proposition.

The Company offers a wide range of services in day-definite and time-definite delivery schedules across air, ground and multi modes. The market-leading domestic time-definite express offerings are Domestic Priority 1030, Domestic Priority 1200, Dart Apex 1200 and the day definite express offerings are Domestic Priority, Dart Apex, Dart Surfceline.

The company offers industry specific solutions e.g. Temperature Controlled Logistics (TCL), Dart Plus, Dart Surfceline Plus (DSP), Point to Point (P2P) and a host of value added services like Demand Draft on Delivery (DOD), Freight on Delivery (FOD), Freight on Value (FOV) and Cash on Delivery (COD) etc.

Critical Express caters to the huge domestic need for safe movement of passports, tenders and other securitised items. Packaging Solutions include Express Pallet (Air and Ground) and Smart Box (Air and Ground). The company also offers cargo solutions like airport to airport, interline and charters, besides offering festive and student services like Rakhi Express, Student Express etc.

The company also has 'Interline' agreements with various international airlines and also offers bonded warehousing and transshipment facilities. 'Charters' offer palletised capacity for carriage of urgent and large volumes to multiple airports in India and its nearby geography.

Initiatives such as 'On-The-Move' handheld devices, Retail Point of Sale (POS), Reverse Logistics (Open and Close), over 15 Digital

Wallets on Courier Handhelds, Call Bridge facilities to create unique bespoke customer experience have all been appreciated as industry leading solutions and benchmarks.

The Company's global presence is enabled through the DHL Document Express (DOX), DHL Worldwide Package Express (WPX) and a wide range of packaging solutions. DHL Import Express is a unique single window importing service that takes care of all importing needs by offering door-to-door convenience. X-Border International Services is another unique and strong service offering. Duties & Taxes Paid (DTP), Express Pallet, Shipper Interest Insurance (SII) and Express Easy-Student are some of the other offerings.

### A CUSTOMER CENTRIC APPROACH

#### Provider of Choice

Blue Darters are empowered to ensure that each customer touch point in the country, tangible or intangible, is delivered with optimal and best-in-class experience at all times. The Key Account Management Program, the First Choice Program and the 'Customer Satisfaction Survey' serves as a means to listen to the voice of the customer and act on it to deliver delight consistently in a process driven manner.

The 'I Love My Blue Dart' campaign continues to be a pivot for the brand motivating employees and building loyalty, strengthening and refocusing the company's insane customer centric culture. This year, we will further strengthen our DNA through 'The Blue Dart Way' program which will relive, reinforce and reprioritise all the aspects that have made this company the most respected, admired and loved.

As we work across sectors such as E-commerce, Automotives, Banking, Financial Services, Electronics etc. and build loyalty, the successful customer loyalty program 'Blue Points Amazing Returns' will be further strengthened to enable, nurture, grow, build and sustain strong revenue streams and profit pools.

#### Digital Transformation

People connect with businesses and brands that they relate to and with brands that converse and communicate with them. The company's Social Media and Digital Transformation foray is based on a vision to build an essential connection between the business, the brand, its advocates and influencers, current and prospective customers to spark conversations, inspire sharing and nurture an engaging experience to drive business results. Like every modern enterprise, Blue Dart continues to tap into social media and address customer requirements through its official Facebook, Twitter, Google+, YouTube and LinkedIn pages to reach an extensive audience base and rapidly growing followers. Blue Dart has ardent advocates on social media on Facebook, Twitter, YouTube, and LinkedIn.

## MANAGEMENT DISCUSSION AND ANALYSIS

The company's presence on social media has fetched significant advantages like - Improved Market Intelligence, Quick Complaint Resolution, Increased Brand Awareness & Reach, Instant Feedback and Suggestions on its Products and Services, Increased Customer Engagement leading to higher Involvement & Retention thereby increasing its proximity with customers and improving Blue Dart's affinity. All this validates the company's insantly Customer-Centric culture.

### A Responsible Corporate Citizen

As a socially responsible corporate, Blue Dart's commitment towards community causes has been unwavering since its inception in 1983. As a responsible corporate citizen, Blue Dart believes that giving back to society is not just 'corporate social responsibility', but 'Living Responsibility' - a duty towards communities and the environment that all organisations must fulfil as a moral obligation of conducting business.

In line with DPDHL Group's credo, Blue Dart takes its responsibility to society, communities and the environment seriously. Under this credo, Blue Dart (along with DPDHL group) focuses its corporate responsibility on environmental protection (GoGreen), disaster management (GoHelp) and championing education (GoTeach).

Blue Dart is aligned to the group's Mission 2050: Zero Emissions. The aim is to reduce the logistics-related emissions to zero by improving carbon efficiency by 50% over 2007 levels, operate 70% of first and last mile services with clean pick-up and delivery solutions, have 50% of our sales to incorporate Green Solutions and 80% of our employees to be certified GoGreen Specialist and together with partners, plant one million trees globally each year, of which Blue Dart will plant over 10% in India every year.

### OPPORTUNITIES

The express industry is a key enabler in facilitating trade and commerce because of the time sensitive nature of most goods and the demand for reliability, efficiency and speed. The opportunities are immense for the express logistics in India as the current logistics spend is at 14% of the GDP compared to a notably lesser single percentage in the developed economies. The need for the highest levels of efficiencies still exists.

Air express remains the preferred option for those looking for reliability, speed and security. This augurs well for our business model. Ground express too offers huge opportunities due to increasing consumption and affluence spreading into tier II and III towns which are emerging as important nodes for the economy. They are currently in a rapid growth model and provide for a wider catchment for manufacturers presenting interesting opportunities.

Blue Dart is committed to improving its dominance through focused customer acquisition and enhancement of customer loyalty from existing and new customers while continuing to expand to new

markets to serve their needs. The strategy revolves around sector focus, emerging markets and SME penetration.

### FUTURE OUTLOOK

Fitch Rating has cut India's economic growth forecast for the Financial Year 2019-2020 to 6.8% against 7.2% for the Financial Year 2018-19<sup>3</sup>.

This indicates a minor slowdown in India's economy. An additional percentage increase in GDP per capita can potentially pull up 3 million people out of poverty<sup>3</sup>. It is very important that India clock 9-10% GDP growths consistently over the next decade in order to become a global economy super power.

With an advent of Goods and Service Tax (GST), there are emerging opportunities for the logistics industry in India. The Indian e-commerce industry is increasingly attracting customers from Tier II, III and IV towns. With increase in awareness about benefits of online trading, there has been a significant rise of investment in e-commerce.

Blue Dart is optimistic about the growth of various industries such as Life Sciences and Healthcare, Consumer Durables, Banking & Financial Services, Computer / IT, E-commerce etc. which are largely domestic consumption-driven and are expected to continue to grow.

### GOVERNMENT POLICY

The National Air Cargo Policy outline, draft National Logistics Policy and the draft National E-commerce policy were released this year. These have all been designed and formulated keeping in mind the best global practices and would further accelerate the growth of trade and commerce in the country.

#### - National Air Cargo Policy Outline

Air cargo accounts for less than 1% by volume globally. Air cargo handled at India's airports grew by more than 20 times from 0.08 MMT in 1972-73 to 2.5 MMT in 2014-15. During the period from 2013-14 to 2017-18, it accelerated sharply and grew with a CAGR of 10% of which domestic grew 8%. Indian express industry is one of the fastest growing markets globally but with a small share of about 2% of the global market and the domestic express industry is estimated at ₹ 17,000 crore of a total of ₹ 22,000 crore (₹ 5,000 crore international).

The Indian Air Cargo industry is poised for significant growth on the back of both the strength of India's economic growth and many other drivers of growth for example trade, commerce, investment and consumption which includes significant demand from small and medium segments. A strong impetus has been provided through the National Civil Aviation Policy 2016 which had included the number of initiatives for achieving growth of cargo volumes of 10 million tonnes by 2027.

<sup>3</sup> LiveMint

## MANAGEMENT DISCUSSION AND ANALYSIS

Going forward, it is felt that the focus on improvement of the Ease of Doing Business in India coupled with landmark GoI initiatives like 'Make in India' and 'Digital India' with suitable policies, regulatory and skills regime will all contribute to facilitating accelerated growth in air cargo.

The policy envisages development of regional and state cargo hubs which will act as gateways for the region and states connected by domestic trade corridors to production hubs. It will also leverage India's geographic location as a transit hub between Europe and South East Asia.

Reduction in time and cost to trade, reduction in cycle times and eliminating revenue leakage by optimising and digitising the entire process through seamless and simplified progressive measures for example digital transactions enabling reliable exchange of information, paperless transactions etc.

### - Draft National Logistics Policy

The policy recognises the sector as one of the most important accelerators of trade in the country which can lead to a domino effect. A reliable, efficient and cost effective logistics infrastructure is hence critical to India's continued, inclusive and rapid economic growth. It acts as an enabler to encourage FDI and investments which in turn positively impact the GDP.

In spite of it being a critical driver of economic development, India's logistics cost is estimated at 14% of GDP and is very high compared to the US at 9%, Europe at 10% and Japan at 11%. The sector continues to be highly unorganised with a skewed modal transportation mix with 60% moving on road which is significantly larger than the developed economies.

The primary aim of the draft National Logistics Policy 2018 is to enable integrated development of the logistics sector in the country. It aims to prioritise key objectives and focus areas and build a governance framework.

Some of the key objectives to be achieved in the next five years are:

- Decreasing logistics cost as percentage of GDP down to 10%
- Optimising the current modal mix in line with global benchmarks
- Improving First and Last Mile Connectivity to expand market access of MSMEs and Small Businesses
- Driving efficiency across the value chain through increased digitisation and technology adoption
- Ensuring standardisation in logistics
- Establishing a national logistics e-marketplace
- Creating a data analytics centre to drive transparency and monitor key logistics matrix

- Building a Centre of Excellence with industry academia and government
- Improving India's ranking in the LPI to between 25-30
- Providing impetus to MSME sector through cost effective logistics
- Promoting cross regional trade on e-commerce platforms
- Encouraging adoption of green logistics

### - Draft National E-Commerce Policy

The National e-Commerce Policy aims to create a framework for achieving holistic growth of the e-commerce sector along with existing policies of Make in India and Digital India. Inclusive growth of the sector will be important catalyst for achieving economic growth and other public policy objectives.

The policy addresses six broad issues of the e-commerce ecosystem:

- Data
- Infrastructure Development
- E-commerce Marketplaces
- Regulatory Issues
- Domestic Digital Economy
- Export Promotion

## RISKS AND CONCERNS

### Air Express

Banking and Financial Services are a major contributor to the movement of documents across the country and since the advent of digitisation propelled by demonetisation, there are shifting patterns in their usage of air express. More paper is being sent electronically, however debit and credit card movement post demonetisation has increased.

Automotive, E-commerce, Engineering, Electronics and Electricals, major customers of Blue Dart's air package service are shifting heavier shipments to ground as cost pressures across sectors push them to focus on cheaper modes of express transport.

With more belly space being made available in passenger aircraft in the coming years, more capacity will be added to the air express market further putting pressure on yields and profitability. Faster and agile speed trucking with a mushrooming of competition also chips at the air express business.

Furthermore, the cost of operating at major airports has significantly increased after their privatisation without any improvement in services or differentiators. The problem of insufficient aircraft

## MANAGEMENT DISCUSSION AND ANALYSIS

parking bays, truck docking stations, limited space for express terminals and clearance processes leading to delay impacting operating costs still persist.

### Ground Express

There is a certain boost for the growth prospects of ground express with the improving infrastructure and other regulatory measures; there is a shift in the needle of efficiency within the ground express service and this augurs well for it.

Industries such as Life Science, Healthcare, Computer, IT, Automotives are shifting air shipments to ground due to a cost advantage and availability of better alternatives. The E-commerce industry too with their mounting losses have enhanced cost rationalisation measures in their logistics spend and are opting for ground express.

In spite of a lot of effort by the government in improving the road infrastructure, the average speed of a truck on Indian roads is still 30-40 kms per hour as compared to 80+ kms per hour in developed economies.

With increasing urbanisation and the need to use smaller vehicles further impacting operating cost, the yield in the business is always under stress.

### ECONOMIC FACTORS

The Express Industry is affected by economic factors like macroeconomic growth, inflation, crude oil prices, foreign exchange rates fluctuations.

The growth of the industry is largely based on the general economic situation in the country and any upswing in economic activity would lead to an increase in domestic and international trade, creating incremental demand for the express industry.

### COMPETITION

Heavily funded third party logistics players in the e-tailing logistics space focused on expansion and increasing revenue base but at the same time incurred huge losses. These players have been working with extremely aggressive pricing which has impacted Blue Dart's revenue & EBIT as margins faced increased pressures. E-commerce players continued to increase the share of their captive arms thus reducing the addressable market further for traditional companies like Blue Dart. Dedicated express service providers as well as captive players are focusing on winning non-e-tailing customers as an expansion strategy and to reduce dependency on the e-tailing industry.

The surface express market benefitted with the implementation of GST. Improving quality of roads and removal of check posts has led to a faster turnaround. This has positively impacted the players in this space. The Company's surface express business also

witnessed momentum but the modal shift from Air to Surface has impacted company's revenue growth. The Air and Surface express competitive landscape has become volatile with new challengers entering the market and filling demand gaps thus cluttering the segments leading to a lot of disruption. New models in premium road transportation have emerged with the backing of investors making the surface express market environment dynamic and competitive. Passenger airlines have entered the logistics space by offering door-to-door service thus posing direct threat to the Company's air business. The local competition in Tier II and Tier III cities has also been aggressive.

### INTERNAL CONTROLS AND ITS ADEQUACY

Across industries, internal process control and systems play a critical role in the health of a company. An effective system of internal controls form a keystone necessary for building, maintaining and improving shareholders' value and helps to enhance the overall quality of the business and enterprise. Blue Dart remains committed to ensuring an effective internal control environment that provides assurance on the efficiency of operations and the security of assets. Blue Dart has a sound internal control system to ensure that all assets are protected against loss from unauthorised use. All transactions are recorded and reported correctly. The company's internal control system is further supplemented by internal audits carried out by the internal audit team along with co-sourced audit firm, KPMG. Well-established and robust internal audit processes, both at business and corporate levels, continuously monitor the adequacy and effectiveness of the internal control environment across the company and the status of compliance with operating systems, internal policies and regulatory requirements.

During the year, Blue Dart has established and maintained adequate and effective internal financial controls based on internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

The Audit Committee of the Board addresses significant issues raised by both the Internal Auditors and Statutory Auditors. The company also conducts Risk Assessment Workshops annually to define and identify what the company's most significant risks are and how those risks can be mitigated. The members of the Leadership team actively participate and deliberate in the risk

## MANAGEMENT DISCUSSION AND ANALYSIS

workshops. The company has laid the foundation of internal risk framework.

### HUMAN RESOURCES

2018 was a challenging year for the Company in several aspects. Blue Dart remains one of India's best places to work with an exceptionally talented workforce. The company is focused on business growth aligned to DPDHL's Strategy 2020.

### EMPLOYEE MORALE, MOTIVATION & ENGAGEMENT

The year 2018 saw an employee participation of 99.1% in the Annual Employee Satisfaction Survey (ESS). Amongst the dimension wise scores, 'Organization Identity' is the highest scoring item with a mean satisfaction score of 96.4% which remained the same as last year. The mean score of Employee Engagement stands at 95.2% in 2018, similar to 2017. In active leadership, the score stands at 95.4% in 2018, as against 94.8% score in 2017. Pride in working for BDE clearly emerges as the item with the highest score at 97.2%.

Various employee engagement activities have been conducted in 2018 like celebration of festivals, health related workshops, medical camps, etc. These events have helped in increasing the employee bond and engagement. The key talent retention in 2018 was 95%.

### PERFORMANCE MANAGEMENT

The performance management system in Blue Dart is managed through the online HRIS platform, PRIDE, known as Motiv8 ePMS for all management cadre employees. It has a competency framework subset (Motiv8, i.e., 8 competencies) which is interlinked and is used for the assessment of an employee along with the KRA/KPI assessment.

To develop the competency aspect of the employees, various trainings have been incorporated to strengthen the development culture.

### New Age Leadership Development Program (NALDP)

New Age Leadership Development Program is a customized supervisory Leadership Development Programme. The three stages are Prarambh – Key supervisory skills; Neev – Team building and management skills and Udaan – Leadership skills (Managerial Effectiveness Program).

### Building Great Employee Relations (BGER)

Building Great Employee Relations is an initiative under the DPDHL group to train line managers to handle team and various ER situations proactively and effectively. Also, this programme is relevant to enhance employee engagement and continue to make Blue Dart as a Employer of Choice. 334 Manager and Supervisors have been trained upto December 2018.

### Dronacharya - Train the Trainer (TTT) – Operations

The TTT program has been designed to create a pool of trainers in Operations who will in turn facilitate all training programmes related to Operations.

### EMPLOYEE DEVELOPMENT

#### PeP Expert Foundation training

The 'Connect' pillar under DPDHL Group's Strategy 2020 emphasises the importance of "Certified specialists for everything we do!" to achieve quality leadership and service excellence. HR PeP is hence creating a customized certified concept for Post-eCommerce-Parcel (PeP) called PeP Expert.

The training for this is being carried out to certify identified executives to be PeP Facilitators through train-the-trainer approach. There are new training programmes being developed under the PeP Expert umbrella in order to ensure all employees become qualified in what is being done by us and together we are able to achieve best in class performance. Four major behaviours that are addressed through this programme are: Change Crafters, Risk Takers, Problem Solvers and Responsibility Takers. Blue Dart is also a part of this certification. 682 people were trained in 2018 under the PeP Expert Foundation training programme.

#### PeP Compliance training

Blue Dart accesses the online training programme, PeP expert in compliance, through myTalentWorld. Compliance strengthens a business 'license to operate' and is the foundation of entrepreneurial business practice that encourages compliance-driven behaviour. 3162 employees have undergone the PeP Compliance training in 2018.

### Panel review under Executive Development Review (EDR)

Panel review is a systematic process for career and succession development which has been institutionalized at Blue Dart. A Panel Review under EDR process is carried out for some regions as part of the revamped process.

### EMPLOYEE REWARD & RECOGNITION

In order to motivate employees and recognize their outstanding work, Blue Darters were awarded with the on-the spot Bravo award by individual managers for excellent work and the prestigious Super Darter award for achievements beyond the call of duty. In 2018, 13 Go-Getters of the Year awardees along with 20 nominees from across the country were felicitated by the Managing Director. In 2018, 741 Blue Darters joined the True Blue Club on completion of 5 years of service.

## MANAGEMENT DISCUSSION AND ANALYSIS

### OTHER PROGRAMS

#### Upstairs

A GoTeach initiative by Blue Dart that promotes equal education opportunity and offers a Scholarship program for Blue Dart's children, who receive financial assistance for their education and mentoring support.

#### Subsidized Tuition Education Plan (STEP)

This developmental policy enables employees to acquire higher qualification skills to enhance career prospects / personal development / improve effectiveness on current assignment. This is a developmental initiative by Blue Dart.

#### Blue Dart's Reimbursement of Accident Claims & Expenses (BRACE)

This is a wellness initiative which aims at providing timely relief including reimbursement of medical expenses.

#### Death Benevolent Fund (DBF)

It is an employee welfare initiative at Blue Dart where the immediate family of a deceased Blue Dart employee receives monetary help from employees, as payroll giving.

#### Pinkathon

Several women employees across the country participated in Pinkathon, India's biggest marathon for women.

#### Appreciation Fortnight

During the two weeks of the Appreciation celebration, employees expressed their gratitude by exchanging 'Thank You' post cards with each other. 'Thank You' post cards are given to each and every employee to acknowledge their contribution with a note of appreciation. In 2018, during the Appreciation Fortnight celebration, we extended the celebration to the families of the employees as well who received a personalised 'Thank You' note signed by Managing Director, thanking them for their support and being a part of the extended Blue Dart family. The employees were encouraged to share pictures of the exchange which was highlighted across Blue Dart country to showcase the family connect. This was received very well by the employees and their family members. Activities were also organized for employees in the regions to encourage them to appreciate each other.

#### CAUTIONARY STATEMENT

***The statement forming part of this Report may contain certain forward looking remarks with the meaning of applicable Securities Law and Regulations. Many factors could cause the actual results, performances, or achievements of the company to be materially different from any future results, performances, or achievements. Significant factors that could make a difference to the Company's operations include domestic and international economic conditions, changes in government regulations, tax regime and other statutes.***



## CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION



To the Board of Directors,

### BLUE DART EXPRESS LIMITED

We, Balfour Manuel, Managing Director and Aneel Gambhir, Chief Financial Officer of Blue Dart Express Limited, to the best of our knowledge and belief certify that:

- A. We have reviewed financial statements and the cash flow statement of Blue Dart Express Limited for the year ended March 31, 2019 and that to the best of our knowledge and belief, we state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. We also state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
  - i. significant changes in internal control over financial reporting during the year;
  - ii. significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
  - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

**Balfour Manuel**  
Managing Director

**Aneel Gambhir**  
Chief Financial Officer

Place : Mumbai  
Date : May 16, 2019

---

### DECLARATION REGARDING CODE OF CONDUCT

I hereby declare that all the Directors and Senior Management of the Company have confirmed compliance with the Code of Conduct for the current year, as adopted by the Company.

**Balfour Manuel**  
Managing Director

Place: Mumbai  
Date : May 16, 2019

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

### Report on the Audit of the Standalone Ind AS Financial Statements

#### Opinion

We have audited the accompanying standalone Ind AS financial statements of Blue Dart Express Limited (the "Company"), which comprise the Balance sheet as at March 31 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing ("SA"s), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
<b>Revenue recognition</b>	
<p>The Company enters into contracts with customers for the provision of services. Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in notes 3 (e) and 3.1 of the Stand-alone Ind AS financial statements).</p> <p>As at the year end, for all incomplete contracts, revenue is recognized for the completed performance obligation which are part of incomplete contract based on the stage of completion and transaction price allocated to the specific completed performance obligation.</p> <p>The process of identifying the stage of completion and allocation of transaction price to the specific performance obligation as at the balance sheet date is complex and dependent on management estimates and relevant internal controls including IT controls in certain operational systems.</p>	<ul style="list-style-type: none"><li>• Our audit procedures included assessing the Company's revenue recognition accounting policies in accordance with Ind AS 115, Revenue from Contracts with Customers.</li><li>• We obtained an understanding of management's internal controls over the revenue process and evaluated whether these have been designed in line with the Company's accounting policies. We tested relevant internal controls, including IT controls over revenue process. We assessed the management's evaluation process to recognize revenue over a period of time, ascertain stage of completion and allocation of transaction price to the specific performance obligation.</li><li>• We performed test of details for the selected sample of revenue transactions during the year and traced these to underlying supporting documentation / evidence.</li></ul>

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

Key audit matters	How our audit addressed the key audit matter
<b>Revenue recognition</b>	
Considering complexity and volume, there is a risk that revenue recognized for completed performance obligations which are part of incomplete contracts as at the balance sheet date may not be appropriate.	<ul style="list-style-type: none"> <li>We selected samples of revenue transactions wherein revenue was recognized for the completed performance obligation which were part of incomplete contracts as at the year end. For the transactions selected we compared the underlying documents including proof of service delivery for services completed subsequent to the year end and tested the working for allocation of transaction price to the specific completed performance obligation.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 (the "Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - (g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 40 to the standalone Ind AS financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Place: Mumbai  
Date: May 16, 2019

per Govind Ahuja  
Partner  
Membership Number: 048966

## ANNEXURE 1 TO INDEPENDENT AUDITORS' REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date:

Re: Blue Dart Express Limited (the "Company")

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company.
- ii. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- iii. (a) The Company has granted unsecured loans to one company covered in the register maintained under section 189 of the Act. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the Company's interest.
- (b) In respect of aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated. The company to whom loans are given is repaying the principle amount as stipulated and is also regular in payment of interest.
- (c) In respect of aforesaid loans, there are no amounts of loans which are overdue for more than ninety days.
- iv. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Act in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and guarantees and securities given have been complied with by the Company.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the products / services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, duty of custom, Goods and Service Tax, cess and other statutory dues applicable to it. The provisions of sales-tax,

value added tax and duty of excise are not applicable to the Company.

- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, , service tax, duty of custom, cess and other statutory dues were outstanding at the year end for a period of more than six months from the date they became payable. The provisions of sales-tax, value added tax and duty of excise are not applicable to the Company.
- (c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise , value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (in ₹ Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Kerala Value Added Tax Act, 2003	Tax, Interest and Penalty	2,121	Financial Years 2011-12 to 2013-14	The Hon'ble High Court of Kerala
Madhya Pradesh Value Added Tax Act, 2002	Tax, Interest and Penalty	36	Financial Year 2015-16	M.P. Commercial Tax Appellate Board, Bhopal
Uttar Pradesh Value Added Tax Act, 2008	Penalty	22	Financial Year 2015-16	Appellate Board, Ghaziabad
Madhya Pradesh Goods & Service Tax Act 2017	Penalty	7	Financial Year 2018-19	The commercial Tax Officer Anti Evasion Bureau, Indore MP
Bihar Value Added Tax Act, 2015	Penalty	5	Financial Year 2012-13	Bihar Sales Tax Tribunal
Finance Act (Service Tax)	Service Tax	337	April 2015 to December 2016	Commissioner of GST and Central Tax
Finance Act (Service Tax)	Service Tax	96	April 2014 to March 2015	Additional Commissioner – Office of the Commissioner of Service Tax – Audit

## ANNEXURE 1 TO INDEPENDENT AUDITORS' REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date:  
Re: Blue Dart Express Limited (the "Company")

Name of the statute	Nature of dues	Amount (in ₹ Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act (Service Tax)	Service Tax	120	April 2013 to March 2015	Principal Commissioner of CGST and CX

- viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government or dues to debenture holders.
- ix. According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans during the year under review. Hence, reporting under clause 3 (ix) is not applicable to the Company and not commented upon.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xi. According to the information and explanations given by the management, the managerial remuneration has been paid /

provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3 (xii) of the order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Act, where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and not commented upon.
- xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.
- xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

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

per Govind Ahuja  
Partner  
Membership Number: 048966

Place: Mumbai  
Date: May 16, 2019

## ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

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

We have audited the internal financial controls over financial reporting of Blue Dart Express Limited (the "Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

### **Auditors' Responsibility**

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

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

the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls over Financial Reporting With Reference to these Financial Statements**

A Company's internal financial control over financial reporting with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting With Reference to these Standalone Financial Statements**

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

### **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone

## ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components

of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Mumbai  
Date: May 16, 2019

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

per Govind Ahuja  
Partner  
Membership Number: 048966

## STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

	Note	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant and Equipment	4	19,104	17,511
Capital work-in-progress	4	764	675
Other Intangible Assets	4 (a)	5,618	4,435
Intangible Assets under development	4 (a)	3,804	3,990
		29,290	26,611
Financial Assets			
Investments	5	14,406	14,406
Loans	6 (a)	-	1,093
Other Financial Assets	7	6,809	6,376
Deferred Tax Assets (Net)	8	1,558	514
Non-Current Tax Assets (Net)	9	2,349	475
Other Non-Current Assets	10	1,292	941
		26,414	23,805
<b>CURRENT ASSETS</b>			
Inventories	11	589	448
Financial Assets			
Trade Receivables	12	48,900	42,001
Cash and Cash equivalents	13	26,431	22,477
Bank balances other than above	14	264	255
Loans	6(b)	1,185	2,003
Other Financial Assets	15	2,123	2,012
Other Current Assets	16	1,846	3,029
		81,338	72,225
<b>TOTAL</b>		<b>137,042</b>	<b>122,641</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	17	2,376	2,376
Other Equity	18	64,101	59,749
		66,477	62,125
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	19	7,500	7,118
Employee Benefit Obligations	20 (a)	940	580
		8,440	7,698
<b>CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	21	7,118	9,491
Trade Payables	22		
Total outstanding dues of micro and small enterprises		706	268
Total outstanding dues of creditors other than micro and small enterprises		37,243	29,324
Other Financial Liabilities	23	8,412	6,822
Other Current Liabilities	24	823	724
Employee Benefit Obligations	20 (b)	7,823	6,189
		62,125	52,818
<b>TOTAL</b>		<b>137,042</b>	<b>122,641</b>

The above Standalone Balance sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**Sharad Upasani**  
Chairman  
DIN:01739334

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Malcolm Monteiro**  
Director  
DIN:00089757

**Narendra Sarda**  
Director  
DIN:03480129

**per Govind Ahuja**  
Partner  
Membership No. 048966

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Kavita Nair**  
Director  
DIN:07771200

**R.S. Subramanian**  
Additional Director  
DIN:02946608

Place: Mumbai  
Date: May 16, 2019

Place: Mumbai  
Date: May 16, 2019

**Aneel Gambhir**  
Chief Financial Officer

**Tushar Gunderia**  
Company Secretary

## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>INCOME</b>			
Revenue from Operations	25	316,546	279,085
Other Income	26	1,821	2,254
<b>Total Income</b>		<b>318,367</b>	<b>281,339</b>
<b>EXPENSES</b>			
Freight, Handling and Servicing Costs (Net)	27	210,910	177,991
Employee Benefits Expense	28	55,009	44,985
Finance Costs	29	1,535	2,559
Depreciation and Amortisation Expense	30	4,796	4,498
Other Expenses	31	33,282	30,128
<b>Total Expenses</b>		<b>305,532</b>	<b>260,161</b>
<b>PROFIT BEFORE TAX</b>		<b>12,835</b>	<b>21,178</b>
Income Tax Expense	36		
Current Tax		4,859	7,996
Adjustment of tax relating to earlier years		(186)	(351)
Deferred Tax Credit		(598)	(677)
<b>Total Tax Expense</b>		<b>4,075</b>	<b>6,968</b>
<b>PROFIT FOR THE YEAR</b>		<b>8,760</b>	<b>14,210</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
Items that will not be reclassified to Statement of Profit and Loss in subsequent period/year			
Actuarial loss/(gain) arising from remeasurements of post employment benefit obligation		791	(41)
Income tax relating to this item		(276)	14
<b>Total comprehensive income for the year</b>		<b>8,245</b>	<b>14,237</b>
<b>Earnings Per Equity Share</b> [Nominal value of share ₹ 10 each]			
Basic and Diluted (in ₹)	32	36.92	59.89

The above Standalone Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**Sharad Upasani**  
Chairman  
DIN:01739334

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Malcolm Monteiro**  
Director  
DIN:00089757

**Narendra Sarda**  
Director  
DIN:03480129

**per Govind Ahuja**  
Partner  
Membership No. 048966

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

**Tulsi Nowlakhia Mirchandaney**  
Director  
DIN:01842520

**Kavita Nair**  
Director  
DIN:07771200

**R.S. Subramanian**  
Additional Director  
DIN:02946608

Place: Mumbai  
Date: May 16, 2019

Place: Mumbai  
Date: May 16, 2019

**Aneel Gambhir**  
Chief Financial Officer

**Tushar Gunderia**  
Company Secretary

## STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>A. Cash flows from Operating activities:</b>			
Profit before Tax		12,835	21,178
<b>Adjustments for:</b>			
Depreciation and Amortisation Expense	30	4,796	4,498
Finance Costs	29	1,535	2,559
Interest income	26	(524)	(1,038)
Dividend from mutual funds	26	(338)	(354)
Unwinding interest on Payload Deposit and Lease Deposit	26	(647)	(580)
Loss on sale/scrapping of Property, Plant and Equipments (Net)	31	16	1
Net Gain on Foreign Currency Transactions and Translation	26	-	(8)
Bad debts written off	31	(151)	(44)
<b>Operating profit before working capital changes</b>		<b>17,522</b>	<b>26,212</b>
<b>Adjustments for changes in working capital:</b>			
(Increase) / Decrease in Inventories		(141)	105
(Increase) in Trade Receivables		(3,681)	(5,974)
Decrease / (Increase) in Other Non Current Financial Assets		167	1,190
(Increase) / Decrease in Other Non Current Assets		(292)	(456)
(Increase) / Decrease in Other Current Financial Assets		(212)	2,806
Decrease / (Increase) in Other Current Assets		1,183	55
Decrease / (Increase) in Current Loans		7	6
Increase in Trade Payables		4,804	7,379
Increase / (Decrease) in Other Current Financial Liabilities		1,587	(1,399)
Increase / (Decrease) in Other Current Liabilities		99	(405)
Increase in Current Employee Benefits Obligations		843	612
Increase / (Decrease) in Non-Current Employee Benefits Obligations		360	(1,955)
<b>Cash generated from Operations</b>		<b>22,246</b>	<b>28,176</b>
Taxes paid (net of refunds)	9	(6,547)	(7,188)
<b>Net cash from Operating activities</b>		<b>15,699</b>	<b>20,988</b>
<b>B. Cash flows from Investing activities:</b>			
Payments for Property, Plant and Equipments & other Intangible assets (including movement in capital work-in-progress & Intangible assets under development)		(7,565)	(4,270)
Proceeds from sale of Property, Plant and Equipments		15	26
Interest received/settled		624	932
Dividend from mutual funds	26	338	354
Investments in mutual funds		(363,328)	(397,200)
Redemptions from mutual funds		363,328	397,200
Loans repaid/settled by Blue Dart Aviation Limited	6(a) and 6(b)	1,904	2,441
Investment in Bank fixed deposits	7 and 14	41	27
<b>Net cash (used in)/from Investing activities</b>		<b>(4,643)</b>	<b>(490)</b>

## STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>C. Cash flows used in Financing activities:</b>			
Term Loan taken	19	7,500	-
Redemption of Debentures	21	(9,491)	(16,610)
Interest paid	29	(1,535)	(2,559)
Dividend paid	18	(2,966)	(3,559)
Dividend distribution tax paid	18	(610)	(725)
<b>Net cash (used in) Financing activities</b>		<b>(7,102)</b>	<b>(23,453)</b>
<b>Net increase/(decrease) in Cash and Cash Equivalents</b>		<b>3,954</b>	<b>(2,955)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>22,477</b>	<b>25,432</b>
<b>Cash and cash equivalents at the end of the year</b>		<b>26,431</b>	<b>22,477</b>
Note : There are no changes in liabilities arising from financing activities, due to non-cash changes.			
<b>Reconciliation of cash and cash equivalents as per the cash flow statements</b>			
<b>Cash and Cash Equivalents:</b>	13		
Cheques and Drafts on hand		1,221	965
Balances with banks:			
In current accounts*		8,018	13,020
Deposits with maturity period less than 3 months		16,500	8,000
Cash on hand*		692	492
		<b>26,431</b>	<b>22,477</b>
*Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.		5,405	4,261

The above Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

**Tushar Gunderia**  
Company Secretary

# STANDALONE STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2019

## A. Equity Share Capital in ₹ Lakhs

<b>Balance as at March 31, 2017</b>	<b>2,376</b>
Changes in equity share capital	-
<b>Balance as at March 31, 2018</b>	<b>2,376</b>
Changes in equity share capital	-
<b>Balance as at March 31, 2019</b>	<b>2,376</b>

## B. Other Equity (Refer Note 18) in ₹ Lakhs

	Reserves & Surplus				Total
	Securities Premium	General Reserve	Debenture Redemption Reserve	Retained Earnings	
<b>Balance as at March 31, 2018</b>	<b>3,475</b>	<b>6,193</b>	<b>3,243</b>	<b>46,838</b>	<b>59,749</b>
Profit for the year	-	-	-	8,760	8,760
Other comprehensive income	-	-	-	(515)	(515)
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8,245</b>	<b>8,245</b>
Transfer (to)/from other reserves (Net)	-	-	(1,671)	1,671	-
Transition impact (Ind AS 115)	-	-	-	(317)	(317)
<b>Transactions with owners in their capacity as owners:</b>					
Dividend paid during the year ended March 31, 2019 of ₹12.5 (March 31, 2018-₹15) per fully paid share	-	-	-	(2,966)	(2,966)
Dividend distribution tax (DDT)	-	-	-	(610)	(610)
<b>Balance as at March 31, 2019</b>	<b>3,475</b>	<b>6,193</b>	<b>1,572</b>	<b>52,861</b>	<b>64,101</b>

in ₹ Lakhs

	Reserves & Surplus				Total
	Securities Premium	General Reserve	Debenture Redemption Reserve	Retained Earnings	
<b>Balance as at March 31, 2017</b>	<b>3,475</b>	<b>6,193</b>	<b>5,638</b>	<b>34,490</b>	<b>49,796</b>
Profit for the year	-	-	-	14,210	14,210
Other comprehensive income	-	-	-	27	27
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>14,237</b>	<b>14,237</b>
Transfer (to)/from other reserves (Net)	-	-	(2,395)	2,395	-
<b>Transactions with owners in their capacity as owners:</b>					
Dividend paid during the year ended March 31, 2018 of ₹15 (March 31, 2017-₹30) per fully paid share	-	-	-	(3,559)	(3,559)
Dividend distribution tax (DDT)	-	-	-	(725)	(725)
<b>Balance as at March 31, 2018</b>	<b>3,475</b>	<b>6,193</b>	<b>3,243</b>	<b>46,838</b>	<b>59,749</b>

The above Standalone Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakra Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

**Tushar Gunderia**  
Company Secretary

# SCHEDULES

## Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### 1 General Information

Blue Dart Express Limited ('the Company') is engaged in the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily within India. The Company is a public limited company incorporated in India having its registered office at Blue Dart Centre, Sahar Airport Road, Andheri East, Mumbai. The Company has its equity shares and non convertible debentures listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The standalone financial statements were authorised for issue in accordance with a resolution of the directors on May 16, 2019.

### 2 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act'). The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value and Defined benefit plans - plan assets measured at fair value (Refer note 28).

The financial statements are presented in Indian Rupees ('INR') in lakhs, which is also the Company's functional currency. The financial statements are prepared on a going concern basis.

#### Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

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

### Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- Estimation of useful life of property, plant and equipment and intangibles assets (Refer note 3(a))
- Estimation of defined benefit obligation (Refer note 28)
- Estimation of current tax expense and receivable/payable (Refer note 9)
- Estimation of contingent liabilities (Refer note 40)
- Estimation of deferred costs (Refer note 16)
- Estimation of revenue recognised (Refer note 25)

### 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements (except Note 3.1).

#### a. Property, plant and equipment

Free hold land is carried at historical cost, net of accumulated impairment losses, if any. All other items of Property, Plant and Equipment are at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress represents Property, plant and equipment that are not yet ready for their intended use as at the balance sheet date.

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

#### Intangible Assets:

Intangible assets are stated at cost less any accumulated amortisation and accumulated impairment losses, if any. The

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

Company capitalises identifiable costs relating to development of internally generated software and these are stated net off accumulated amortization.

Intangible assets under development comprise costs relating to development of software that are not yet ready for their intended use as at the balance sheet date.

#### Depreciation

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

a. Leasehold improvements	Over the period of lease term
b. Office Equipments	10 years
c. Electrical Equipment	6 to 10 years
d. Computers	3 to 6 years
e. Furniture Fixtures	10 years
f. Vehicles	8 years
g. Material Handling Equipment	15 years
h. Machinery and Equipment	2 to 6 years
i. Buildings	60 years

The Company, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

#### Amortisation

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the profit and loss unless such expenditure forms part of carrying value of another asset.

Computer softwares, amortised under straight line method over the estimated useful life of 6 to 10 years. Internally generated software is amortised using the straight-line method over a period of 10 years, based upon its estimated useful economic life.

#### b. Impairment of Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's (CGU) net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the

asset is considered to be impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased then such reversal is recorded in the Statement of Profit and Loss.

#### c. Investments in Subsidiaries

The Company has accounted for its investments in subsidiaries at cost.

#### d. Inventories

Inventories are stated at lower of cost and net realisable value.

Inventories primarily consist of packing and stationery consumables which are valued at cost (arrived at using First-in First-out basis).

#### e. Revenue Recognition

##### Service Charges:

Blue Dart Express Limited's normal business operations consist of the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily in India. All income relating to normal business operations is recognised as revenue in the income statement. All other income is reported as other operating income.

Until March 31, 2018, revenue and other operating income were generally recognised when services were rendered, the amount of revenue and income could be reliably measured and, in all probability, the economic benefits from the transactions would flow to the Company.

The timing of revenue and cost recognition has changed since, revenue is now recognised over time rather than at a point in time.

Since April 01, 2018, revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits. The requirement is that a contract with enforceable rights and obligations exists and, amongst other things, the receipt of consideration is likely, taking into account the customer's credit quality. The revenue corresponds to the transaction price to which the Company is expected to be entitled. Variable consideration is included in the transaction price when it is highly probable that a significant reversal in the amount of revenue recognised will not occur and as soon as the uncertainty associated with the variable consideration no longer exists. The Company does not expect to have contracts where the period between the transfer of the promised services to the customer and payment by the customer exceeds one year. Accordingly, the promised consideration is not adjusted for the time value of money. For each performance obligation under contracts entered for logistic services, revenue is recognised over a certain period of time as determined by the Company.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

#### Other Income:

- Interest Income (including Unwinding interest on Payload Deposit and Lease Deposit):

Interest income is recognised using the effective interest rate method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

- Dividend Income:

Dividend income is recognised when the right to receive the dividend is established.

#### f. Foreign Currency Transactions

##### Functional and Presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.

##### Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance cost. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

#### g. Employee Benefits

##### (i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of

employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

##### Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is not actuarially valued and is provided on an estimated basis.

##### (ii) Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Remeasurements, comprising of Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

##### (iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund, super annuation fund, employee's state insurance funds and employee's pension scheme.

##### Defined Benefit Plans:

###### Gratuity:

The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments, non-routine settlements; and Net interest expense or income.

#### **Defined Contribution Plans:**

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

Superannuation is classified as a defined contribution scheme of the Company. Contribution due towards Superannuation Fund for eligible employees is made to an insurance company, and the Company has no further obligation beyond making this payment.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

#### **(iv) Bonus plans**

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### **h. Leases**

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Operating lease rental payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

#### **i. Income Taxes**

Income tax expense comprises current and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in OCI.

##### **Current tax**

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provision of The Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

##### **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

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

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

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

#### j. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current financial liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### k. Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value pre-tax rate that reflect current market assessment of the time value of money and the risk specific to the liability.

#### l. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### m. Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cheques in hand, demand deposits with banks and other short-term highly liquid investments with original maturities upto three months adjusted for bank overdrafts, if any. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### n. Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

#### o. Financial instruments

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

##### A. Financial assets

##### (i) Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value

through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### (ii) Initial recognition and Measurement

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

The Company has accounted for its investment in subsidiaries at cost.

##### (iii) Debt instruments at amortised cost

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

##### (iv) Derecognition

A financial asset is derecognised only when

- (i) The Company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### (v) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance
- b) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

#### B. Financial liabilities

##### (i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through Statement of Profit and Loss. Such liabilities, including derivatives that are liabilities, are subsequently measured at fair

value.

##### (ii) Initial recognition and measurement

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

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

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

##### (iii) Financial liabilities at fair value through Statement of Profit and Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

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

##### (iv) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

#### (v) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### (vi) Offsetting of financial instruments

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

#### p. Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

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

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

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

#### q. Earnings per share

##### (i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the net profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 32).

##### (ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 32).

#### r. Segment Information

The Company has only one operating segment, which is 'integrated air and ground transportation and distribution'. All assets of the Company are domiciled in India and the Company earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Company's total revenues.

#### s. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III of the Act.

### 3.1 Changes in accounting policies and disclosures

#### New and amended standards

Effective April 01, 2018, the Company adopted Ind AS 115, using modified retrospective approach whereby ₹ 317 lakhs, net of tax are debited to retained earnings as at April 01, 2018. Due to change, revenue from operations for the year ended is higher by ₹ 831 lakhs, freight handling and servicing cost (net) by ₹ 61 lakhs, Income tax expense by ₹ 269 lakhs and Profit after tax by ₹ 501 lakhs vis-à-vis the amount if existing standards were applicable. The basic and diluted earnings per share for the year is ₹ 36.92 per share, instead of ₹ 34.81 per share.

Ind AS 115 supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Further, it requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### 4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	On Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Tangible Assets:</b>									
Land - Freehold	3,963	-	-	3,963	-	-	-	-	3,963
Lease hold improvements	500	-	-	500	256	100	-	356	144
Buildings	1,257	4	55	1,206	135	53	1	187	1,019
Office Equipment	2,870	379	63	3,186	1,130	430	64	1,496	1,690
Electrical Equipment	3,165	387	76	3,476	1,443	471	61	1,853	1,623
Computers	6,791	3,147	234	9,704	3,149	1,359	230	4,278	5,426
Furniture and Fixtures	6,019	279	59	6,239	2,466	768	103	3,131	3,108
Vehicles	211	4	70	145	95	27	70	52	93
Material Handling Equipment	1,634	862	5	2,491	349	170	2	517	1,974
Machinery and Equipment	407	-	51	356	283	60	51	292	64
<b>Total Tangible Assets</b>	<b>26,817</b>	<b>5,062</b>	<b>613</b>	<b>31,266</b>	<b>9,306</b>	<b>3,438</b>	<b>582</b>	<b>12,162</b>	<b>19,104</b>
Capital work-in-progress	675	-	-	-	-	-	-	-	764

### 4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	On Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Intangible Assets:</b>									
Computer Software	6,066	2,541	-	8,607	2,614	1,118	-	3,732	4,875
Internally Generated Software	1,703	-	-	1,703	720	240	-	960	743
<b>Total Intangible Assets</b>	<b>7,769</b>	<b>2,541</b>	<b>-</b>	<b>10,310</b>	<b>3,334</b>	<b>1,358</b>	<b>-</b>	<b>4,692</b>	<b>5,618</b>
Intangible Assets under development	3,990	-	-	-	-	-	-	-	3,804

Expenses capitalised in respect of above Intangible Assets under development									
Employee benefit expenses	2,045	65	412	1,698	-	-	-	-	1,698
Other Expenses	89	-	26	63	-	-	-	-	63
<b>Total</b>	<b>2,134</b>	<b>65</b>	<b>438</b>	<b>1,761</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,761</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### 4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018	Upto April 1, 2017	For the Year	On Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Tangible Assets:</b>									
Land - Freehold	3,963	-	-	3,963	-	-	-	-	3,963
Lease hold improvements	500	-	-	500	207	49	-	256	244
Buildings	1,257	-	-	1,257	82	53	-	135	1,122
Office Equipment	2,629	268	27	2,870	736	405	11	1,130	1,740
Electrical Equipment	2,927	247	9	3,165	935	515	7	1,443	1,722
Computers	5,518	1,293	20	6,791	2,021	1,144	16	3,149	3,642
Furniture and Fixtures	5,693	339	13	6,019	1,658	817	9	2,466	3,553
Vehicles	185	26	-	211	64	31	-	95	116
Material Handling Equipment	1,547	87	-	1,634	214	135	-	349	1,285
Machinery and Equipment	621	1	215	407	390	107	214	283	124
<b>Total Tangible Assets</b>	<b>24,840</b>	<b>2,261</b>	<b>284</b>	<b>26,817</b>	<b>6,307</b>	<b>3,256</b>	<b>257</b>	<b>9,306</b>	<b>17,511</b>
Capital work-in-progress	-	-	-	-	-	-	-	-	675

### 4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018	Upto April 1, 2017	For the Year	On Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Intangible Assets:</b>									
Computer Software	5,278	788	-	6,066	1,612	1,002	-	2,614	3,452
Internally Generated Software	1,703	-	-	1,703	480	240	-	720	983
<b>Total Intangible Assets</b>	<b>6,981</b>	<b>788</b>	<b>-</b>	<b>7,769</b>	<b>2,092</b>	<b>1,242</b>	<b>-</b>	<b>3,334</b>	<b>4,435</b>
Intangible Assets under development	-	-	-	-	-	-	-	-	3,990
Expenses capitalised in respect of above Intangible Assets under development									
Employee benefit expenses	1,838	395	188	2,045	-	-	-	-	2,045
Other Expenses	75	14	-	89	-	-	-	-	89
<b>Total</b>	<b>1,913</b>	<b>409</b>	<b>188</b>	<b>2,134</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,134</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>5 NON-CURRENT INVESTMENTS</b>		
Investment in unquoted equity instruments (Fully paid up)		
Investment in Subsidiaries		
24,000,000 (March 31, 2018 - 24,000,000) equity shares of ₹ 10 each in Blue Dart Aviation Limited	14,260	14,260
1,10,000 (March 31, 2018 - 1,10,000) equity shares of ₹ 10 each fully paid up in Concorde Air Logistics Limited	146	146
<b>Total</b>	<b>14,406</b>	<b>14,406</b>
Aggregate amount of unquoted investments	14,406	14,406
<b>6 (a) NON-CURRENT LOANS</b>		
(Unsecured, considered good, unless otherwise stated)		
Loans to Subsidiary (Refer note 41)	-	1,093
<b>Total</b>	<b>-</b>	<b>1,093</b>
<b>6 (b) CURRENT LOANS</b>		
(Unsecured, considered good, unless otherwise stated)		
Loans to Subsidiary (Refer note 41)	1,092	1,903
Loans and advances to employees	93	100
<b>Total</b>	<b>1,185</b>	<b>2,003</b>
<b>7 OTHER NON-CURRENT FINANCIAL ASSETS</b>		
Margin money deposit	3	35
Long term deposits with banks with maturity period more than 12 months	-	15
<b>Advances</b>		
Aircraft Payload Deposit to Subsidiary	1,953	1,773
Deposits (Refer note 35 B (ii))	4,853	4,553
<b>Total</b>	<b>6,809</b>	<b>6,376</b>
<b>8 DEFERRED TAX ASSETS / LIABILITIES (NET)</b>		
<b>Deferred Tax Asset</b>		
Provision for Compensated Absences	1,008	852
Provision for Bonus	202	289
Provision for Gratuity	483	187
Others	824	446
<b>Gross Deferred Tax Asset</b>	<b>2,517</b>	<b>1,774</b>
<b>Deferred Tax Liability</b>		
Depreciation	959	1,260
<b>Gross Deferred Tax Liability</b>	<b>959</b>	<b>1,260</b>
<b>Total</b>	<b>1,558</b>	<b>514</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>9 NON-CURRENT TAX ASSETS (NET)</b>		
Opening balance	475	932
Less: Current tax payable for the year	4,859	7,996
Add: Adjustment of tax relating to earlier years	186	351
Add: Taxes paid	6,547	7,188
Closing balance	<b>2,349</b>	<b>475</b>
Advance income tax	69,903	63,356
Provision for tax	67,554	62,881
Advance income tax (Net of provision for tax)	<b>2,349</b>	<b>475</b>
<b>10 OTHER NON-CURRENT ASSETS</b>		
Capital advances	167	108
Prepaid expenses	1,125	833
<b>Total</b>	<b>1,292</b>	<b>941</b>
<b>11 INVENTORIES [Refer note 3(d)]</b>		
Packing and Stationery Consumables	589	448
<b>Total</b>	<b>589</b>	<b>448</b>
<b>12 TRADE RECEIVABLES</b>		
(Unsecured, considered good)		
Trade receivables	46,592	38,974
Receivables from related parties [Refer note 37(E)(i)]	2,308	3,027
<b>Total</b>	<b>48,900</b>	<b>42,001</b>
As at March 31, 2019 ₹ 389 lakhs (March 31, 2018: ₹ Nil) was recognised as provision for expected credit losses on trade receivables.		
<b>Break-up for security details:</b>		
<b>Trade receivables</b>		
Secured, considered good	-	-
Unsecured, considered good	48,900	42,001
Trade Receivables which have significant increase in credit Risk	-	-
	<b>48,900</b>	<b>42,001</b>
<b>Impairment Allowance (allowance for bad and doubtful debts)</b>		
Unsecured, considered good	-	-
Trade Receivables which have significant increase in credit Risk	-	-
	<b>48,900</b>	<b>42,001</b>
<b>13 CASH AND CASH EQUIVALENTS</b>		
<b>Cash and Cash Equivalents</b>		
Cheques and Drafts on hand	1,221	965

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Balances with banks:		
In current accounts*	8,018	13,020
Deposits with maturity period less than 3 months	16,500	8,000
Cash on hand*	692	492
<b>Total</b>	<b>26,431</b>	<b>22,477</b>
*Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.	5,405	4,261
<b>14 BANK BALANCES OTHER THAN ABOVE</b>		
Unpaid dividend accounts	101	80
Unpaid interest accounts	9	47
Unpaid debenture accounts	98	78
Deposits with maturity period more than 3 months but less than 12 months	56	50
<b>Total</b>	<b>264</b>	<b>255</b>
<b>15 OTHER CURRENT FINANCIAL ASSETS</b>		
(Unsecured, considered good)		
Interest accrued on Deposits	17	117
Others	2,106	1,895
<b>Total</b>	<b>2,123</b>	<b>2,012</b>
<b>16 OTHER CURRENT ASSETS</b>		
Deferred costs*	212	1,164
Prepaid expenses	1,379	1,610
Balances with Government Authorities	255	255
<b>Total</b>	<b>1,846</b>	<b>3,029</b>
*Deferred costs represent costs pertaining to undelivered shipments as at the reporting date. (Refer note 3.1)		
<b>17 SHARE CAPITAL</b>		
Authorised		
40,000,000 equity shares (March 31, 2018: 40,000,000) of ₹ 10 each	4,000	4,000
Issued, Subscribed and Paid up		
23,727,934 equity shares (March 31, 2018 : 23,727,934) of ₹ 10 each fully paid-up	2,373	2,373
Add: Forfeited Shares	3	3
<b>Total</b>	<b>2,376</b>	<b>2,376</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### a. Reconciliation of the number of shares

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	Amount (₹ In Lakhs)	Number of shares	Amount (₹ In Lakhs)
Balance as at the beginning of the year	2,37,27,934	2,373	2,37,27,934	2,373
Additions/Deletions during the year	-	-	-	-
Balance as at the end of the year	2,37,27,934	2,373	2,37,27,934	2,373

### b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

### c. Shares held by Holding Company

Out of the above equity shares issued by the Company, shares held by the Holding Company:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
DHL Express (Singapore) Pte. Limited, Singapore the Holding Company		
17,795,950 (March 31, 2018: 17,795,950) equity shares of ₹ 10 each fully paid up	1,780	1,780

### d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	%	Number of shares	%
DHL Express (Singapore) Pte. Limited, Singapore	17,795,950	75.00%	17,795,950	75.00%
Derive Trading Private Limited (along with persons acting in concert)	1,268,696	5.35%	1,268,696	5.35%

## 18 OTHER EQUITY

### Reserves and Surplus

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Securities Premium	3,475	3,475
General Reserve	6,193	6,193
Debenture Redemption Reserve	1,572	3,243
Retained earnings	52,861	46,838
<b>Total</b>	<b>64,101</b>	<b>59,749</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Securities Premium</b>		
Balance as at the beginning and end of the year	3,475	3,475
<b>General Reserve</b>		
Balance as at the beginning and end of the year	6,193	6,193
<b>Debenture Redemption Reserve</b>		
Balance as at the beginning of the year	3,243	5,638
Add: Transferred (to) Retained Earnings during the year	(1,671)	(2,395)
<b>Balance as at the end of the year</b>	<b>1,572</b>	<b>3,243</b>
<b>Retained Earnings</b>		
Balance as at the beginning of the year	46,838	34,490
Add: Profit for the year	8,760	14,210
Less: Appropriations		
Transition impact (Ind AS 115)	487	-
Deferred Tax on above	(170)	-
Dividend (including dividend distribution tax)	3,576	4,284
Transfer (from) Debenture Redemption Reserve	(1,671)	(2,395)
Items of other comprehensive income recognised directly in retained earnings:		
Remeasurement of post employment benefit obligations, net of tax	515	(27)
<b>Balance as at the end of the year</b>	<b>52,861</b>	<b>46,838</b>
<b>Total</b>	<b>64,101</b>	<b>59,749</b>

### Nature and purpose of reserves:

#### Securities Premium

Securities Premium is used to record the premium received on issue of shares. The reserve can be utilised only in accordance with the provisions of the Act.

#### Debenture Redemption Reserve

During the year ended March 31, 2015, the Company had issued and allotted 166,095,538 nos. of Series I, 94,911,736 nos. of Series II and 71,183,802 nos. of Series III, Unsecured Redeemable Non-convertible Fully Paid Debentures of ₹ 10 each by way of Bonus, aggregating to ₹ 33,219 Lakhs to its shareholders by appropriating the Surplus in the Statement of Profit and Loss (Retained earning as per Ind AS) through a Scheme of Arrangement (Scheme) approved by Hon'ble High Court of Mumbai and other relevant authorities.

The Company is required to create a debenture redemption reserve, out of the profits which are available for payment of dividend, for the purpose of redemption of debentures. As on March 31, 2019 the Company has created net Debenture Redemption Reserve amounting to ₹ 1,572 Lakhs (March 31, 2018: ₹ 3,243 Lakhs) as per the requirements of the Act and in accordance with the clarifications given by the Ministry of Corporate Affairs.

#### General Reserve

Under the erstwhile Companies Act 1956, General Reserve was created through an annual transfer from net profit after tax at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that in a year in which dividend distribution is more than 10% of the paid-up capital of the Company, then the total dividend distribution is lower than the total distributable profits for that year.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

	As at March 31, 2019 In ₹ Lakhs	As at March 31, 2018 In ₹ Lakhs
<b>19 NON CURRENT FINANCIAL LIABILITY- BORROWINGS</b>		
<b>Unsecured Non Convertible Debentures</b>		
Unsecured Debentures (Series III) (Refer note (i) below)	-	7,118
Term Loan from Axis Bank (Refer note (ii) below)	7,500	-
<b>Total</b>	<b>7,500</b>	<b>7,118</b>
<p>(i) Debentures series (I, II and III) were issued on November 21, 2014 and the redemption period for the said series I, II and III is 36 months, 48 months and 60 months respectively from the date of allotment.</p> <p>The Company has accrued and paid interest on the said Debentures for the period from April 1, 2018 to March 31, 2019 aggregating to ₹ 1,248 Lakhs (Previous year ₹ 2,558 Lakhs). Rate of interest for Debenture series I is 9.30%, for series II is 9.40% and for series III is 9.50%.</p> <p>(ii) During the year, the Company has availed an unsecured loan from Axis Bank amounting to ₹ 7,500 Lakhs for a tenor of four years repayable in ten equal quarterly instalments starting from August 14, 2020 and ending on November 15, 2022. The rate of interest on the said loan is 8.6% p.a. and subject to reset periodically.</p>		
<b>20 (a) NON-CURRENT EMPLOYEE BENEFIT OBLIGATIONS</b>		
Provision for employee benefits:		
Other employee benefits payable	940	580
<b>Total</b>	<b>940</b>	<b>580</b>
<b>20 (b) CURRENT EMPLOYEE BENEFIT OBLIGATIONS</b>		
Provision for employee benefits:		
Provision for Gratuity [Refer notes 28]	1,381	541
Provision for Compensated Absences [Refer notes 28]	2,885	2,460
Other employee benefits payable	3,557	3,188
<b>Total</b>	<b>7,823</b>	<b>6,189</b>
<b>21 CURRENT FINANCIAL LIABILITY - BORROWINGS</b>		
<b>Unsecured Non Convertible Debentures (Refer note 19)</b>		
Unsecured Debentures (Series II)	-	9,491
Unsecured Debentures (Series III)	7,118	-
<b>Total</b>	<b>7,118</b>	<b>9,491</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>22 TRADE PAYABLES</b>		
Trade Payables:		
Total outstanding dues of micro enterprises and small enterprises (Refer note 38)	706	268
Total outstanding dues of creditors other than micro and small enterprises:		
Trade payables other than related parties	25,864	21,628
Trade payables to related parties [Refer note 37(E)(i)]	11,379	7,696
<b>Total</b>	<b>37,949</b>	<b>29,592</b>
<b>23 OTHER FINANCIAL LIABILITIES</b>		
Unpaid Dividend (Refer note below)	101	80
Unpaid Interest (Refer note below)	9	47
Unpaid Debenture (Refer note below)	98	78
Payables towards 'Cash on Delivery' shipments	7,575	5,743
Trade Deposits	629	874
<b>Total</b>	<b>8,412</b>	<b>6,822</b>
Note: There are no amounts due for transfer to the Investor Education and Protection Fund under Section 125 of the Act as at the respective year ends.		
<b>24 OTHER CURRENT LIABILITIES</b>		
Statutory dues (including Provident Fund, GST, Employees State Insurance and Tax Deducted at Source)	823	724
<b>Total</b>	<b>823</b>	<b>724</b>
<b>25 REVENUE FROM OPERATIONS</b>		
Service charges	316,546	279,085
<b>Total</b>	<b>316,546</b>	<b>279,085</b>
<b>a) Disaggregation of Revenue</b>		
Revenue from Operation		
Service Charges	316,546	-
<b>b) Contract Balances</b>		
Following table represent the balance of Contract assets and Contract Liabilities as at March 31, 2019		
Contract assets	212	-
Contract liabilities	2,125	-
Contract assets include deferred cost with respect to shipments in transit as on March 31, 2019. (For Trade receivable Refer note 12)		

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Contract liabilities include deferred revenue with respect to shipments in process of delivery as at year end and recognised in the subsequent financial year on completion of delivery of shipments.		
<b>c) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price</b>		
<b>Particulars</b>		
Revenue as per contracted price	317,438	-
Adjustments:		
Credit note	(809)	-
Discount	(83)	-
Revenue from contract with customers	316,546	-

**d) Significant Judgement and Estimates**

The allocation of the transaction price over timing of satisfaction of performance obligation:

Under the revenue recognition standard Ind AS 115 revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits.

The revenue from logistics service is recognised over a period of time. The Company has recognized the revenue in respect of undelivered shipments to the extent of completed activities undertaken with respect to delivery. The Company has taken incurrence of cost incurred at stages of delivery (First mile, Network and Last mile) as base to identify the percentage of service completion in respect of undelivered shipments as at period end. At year end, the Company, based on its tracking systems classifies the ongoing deliveries into stages of delivery and applies estimated percentages as calculated above to recognise revenue.

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>26 OTHER INCOME</b>		
Dividend from Mutual Funds	338	354
Interest on Loans/Inter corporate deposits to Subsidiary	320	561
Interest on deposits with banks	204	477
Unwinding interest on Payload Deposit and Lease Deposit	647	580
Net Gain on Foreign Currency Transactions and Translation	-	8
Miscellaneous income	312	274
<b>Total</b>	<b>1,821</b>	<b>2,254</b>
<b>27 FREIGHT, HANDLING AND SERVICING COSTS</b>		
Aircraft charter costs	74,322	65,786
Domestic network operating costs	93,640	71,462
International servicing charges	14,209	13,489
Commercial airlift charges	15,371	15,958
Handling and clearing charges	8,385	7,422
Printing, stationery and consumables	4,983	3,874
<b>Total</b>	<b>210,910</b>	<b>177,991</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### 28 EMPLOYEE BENEFITS EXPENSE

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Salaries, Bonus and Compensated absences	47,968	38,652
Contribution to provident and other funds (including administration charges)	2,720	2,422
Gratuity	590	581
Staff welfare expenses	3,731	3,330
<b>Total</b>	<b>55,009</b>	<b>44,985</b>

The Company has classified the various employee benefits provided to employees as under:

#### I Defined Contribution Plans

- a. Superannuation Fund
- b. State Defined Contribution Plans
  - i. Employers' Contribution to Employee's State Insurance Scheme
  - ii. Employers' Contribution to Employee's Pension Scheme 1995
  - iii. Employers' Contribution to Provident Fund

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss under "Contribution to provident and other funds" -

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
- Employers' Contribution to Provident Fund	786	693
- Employers' Contribution to Superannuation Fund	100	91
- Employers' Contribution to Employee's State Insurance Scheme	686	562
- Employers' Contribution to Employee's Pension Scheme 1995	958	887

#### II Defined Benefit Plans

##### I. Gratuity:

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
<b>Balance as on April 1, 2018</b>	<b>7,106</b>	<b>(6,565)</b>	<b>541</b>
Interest Cost/(Income)	559	(517)	42
Current Service Cost	548	-	548
<b>Total amount recognised in profit or loss</b>	<b>1,107</b>	<b>(517)</b>	<b>590</b>
Return on Plan Assets	-	48	48
Remeasurements			
(Gain)/loss from change in demographic assumptions	-	-	-
(Gain)/loss from change in financial assumptions	541	-	541
Experience (gain)/losses	202	-	202
<b>Total amount recognised in other comprehensive income</b>	<b>743</b>	<b>48</b>	<b>791</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
Benefits Paid	(720)	720	-
Transferred In/Acquisitions	(69)	69	-
Contributions	-	(541)	(541)
<b>Balance as on March 31, 2019</b>	<b>8,167</b>	<b>(6,786)</b>	<b>1,381</b>
<b>Balance as on April 1, 2017</b>	<b>6,259</b>	<b>(5,348)</b>	<b>911</b>
Interest Cost/(Income)	484	(414)	70
Current Service Cost	511	-	511
Expected Return on Plan Assets	-	-	-
<b>Total amount recognised in profit or loss</b>	<b>995</b>	<b>(414)</b>	<b>581</b>
Return on Plan Assets	-	(69)	(69)
Remeasurements			
(Gain)/loss from change in demographic assumptions	-	-	-
(Gain)/loss from change in financial assumptions	(103)	-	(103)
Experience (gain)/losses	131	-	131
<b>Total amount recognised in other comprehensive income</b>	<b>28</b>	<b>(69)</b>	<b>(41)</b>
Benefits Paid	(187)	187	-
Transferred In/Acquisitions	11	(11)	-
Contributions	-	(910)	(910)
<b>Balance as on March 31, 2018</b>	<b>7,106</b>	<b>(6,565)</b>	<b>541</b>

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets</b>		
Present Value of funded obligation as at the year end	8,167	7,106
Fair Value of Plan Assets as at the end of the year	6,786	6,565
Funded Status (Deficit)	(1,381)	(541)
<b>C) Amount recognised in the Balance Sheet</b>		
Present Value of Obligation at the end of the year	(8,167)	(7,106)
Fair value of plan assets at the end of the year	6,786	6,565
Liability recognised in the Balance Sheet (Net)	(1,381)	(541)

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

- D) i) Valuations in respect of Gratuity has been carried out by an independent actuary, as at the Balance sheet date, based on the following assumptions:

	As at March 31, 2019	As at March 31, 2018
Discount Rate and Rate of Return on Plan Assets (per annum)	7.78%	7.87%
Rate of increase in Compensation levels (refer note below)	7.75%	7.25%
Attrition rate	1%	1%

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

#### ii) Sensitivity analysis

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

	Impact on defined benefit obligation (In ₹ Lakhs)			
	As at March 31, 2019		As at March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount Rate (0.5 % movement)	(460)	504	(374)	409
Rate of increase in Compensation levels (0.5 % movement)	502	(462)	409	(378)
Attrition rate (0.5 % movement)	(3)	3	20	(22)

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

#### iii) Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ("LIC") as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Insured fund in LIC	6,786	6,565
iv) Expected gratuity contribution for the next years.	1,253	1,088
Weighted average duration of the Defined Benefit Obligation (in years)	12	12
Maturity profile of defined benefit obligation:		
Within 1 year	345	538
1-2 year	224	222
2-3 year	310	364
3-4 year	600	294
4-5 year	529	580
5-10 years	3,306	2,906

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>E) Compensated Absences</b>		
Current employee benefit obligations (Refer note 20(b))	2,885	2,460
	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>29 FINANCE COSTS</b>		
On Term loans	240	-
Interest on Bank Overdraft*	0	1
Interest on Debentures	1,248	2,558
Interest paid to others	47	-
<b>Total</b>	<b>1,535</b>	<b>2,559</b>
* Amount is below the rounding off norm adopted by the Company		
<b>30 DEPRECIATION AND AMORTISATION EXPENSE</b>		
Depreciation on Tangible assets (Refer note 4)	3,438	3,256
Amortisation on Intangible assets (Refer note 4(a))	1,358	1,242
<b>Total</b>	<b>4,796</b>	<b>4,498</b>
<b>31 OTHER EXPENSES</b>		
Rent	14,705	12,987
Office expenses	4,334	3,542
Security expenses	3,733	3,683
Electricity	2,097	1,977
Repairs and maintenance	3,000	2,589
Communication expenses	1,629	1,733
Directors sitting fees	18	19
Legal and professional	728	892
Payment to Auditors		
As auditor:		
Statutory Audit fees	45	45
Tax Audit fees	6	6
Reimbursement of Expenses	3	2
Other Matters	9	6
Rates and taxes	1,137	796
Travelling and conveyance	481	408
Lease rentals	379	359
Insurance	424	405
Sales promotion and advertising	160	213
Bad debts written off	(151)	(44)
Expenditure towards Corporate Social Responsibility activities (Refer note below)	489	468

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Loss on sale/scraping of Property, Plant and Equipment (Net)	16	1
Miscellaneous expenses	40	41
<b>Total</b>	<b>33,282</b>	<b>30,128</b>
Note:- Expenditure on Corporate Social Responsibility Activities		
a) Gross amount required to be spent by the Company during the year	480	468
b) Amount spent during the year on (in cash):		
(i) Expenditure on Educational programmes	195	182
(ii) Expenditure on Health care programmes	38	32
(iii) Expenditure on accomodation for needy children	130	123
(iv) Expenditure for plantation of trees	101	104
(v) Other CSR expenditures	25	27
<b>Total</b>	<b>489</b>	<b>468</b>
<b>32 EARNINGS PER SHARE</b>		
Profit for the year	8,760	14,210
Weighted average number of shares (Nos.)	23,727,934	23,727,934
Basic and Diluted Earnings Per Share (In ₹)	36.92	59.89
Nominal value of shares outstanding (In ₹)	10	10

### 33 OPERATING LEASES

- a. The Company has entered into various non-cancellable operating lease agreements for official premises for a period of two to six years. Future minimum rentals payable under non-cancellable operating leases are as follows:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Not later than one year	2,064	1,896
Later than one year and not later than five years	2,977	2,034
Later than five years	230	41

Note: The operating lease arrangements for official/ residential premises are renewable on a periodic basis and some of these lease agreements have price escalation clauses.

- b. Company has entered into various cancellable leasing arrangements for motor cars, office equipments and for official premises. The lease rentals for motor cars of ₹ 720 Lakhs [Previous year - ₹ 622 Lakhs] have been included under the head "Employee Benefits Expense - Salaries, Bonus and Compensated absences" under note 28 forming part of the Statement of Profit and Loss.

Lease rentals for office equipments of ₹ 379 Lakhs [Previous year - ₹ 359 Lakhs] has been included under the head "Other Expenses - Lease Rentals" under Note 31 forming part of the Statement of Profit and Loss.

Lease rentals for official premises of ₹ 14,242 Lakhs [Previous year - ₹ 12,600 Lakhs] has been included under the head "Other Expenses - Rent" under note 31 forming part of the Statement of Profit and Loss.

Lease rentals for OTM Machines of ₹ 885 Lakhs [Previous year - ₹ 932 Lakhs] has been included under the head "Freight, Handling and Servicing Costs - Domestic network operating costs" under note 27 forming part of the Statement of Profit and Loss.

- c. Company has entered into various cancellable leasing arrangements for network vehicles. The lease component included in domestic network operating cost amounting to ₹ 2,255 Lakhs [Previous year - ₹ 1,829 Lakhs] has been included under the head "Freight, Handling and Servicing Costs- Domestic Network operating cost" under note 27 forming part of the Statement of Profit and Loss.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

- d. Company has entered into Aircraft Crew Maintenance Insurance (ACMI) agreement with Blue Dart Aviation Limited. The lease component included in Aircraft charter costs amounting to ₹ 13,913 Lakhs [Previous year - ₹ 12,660 Lakhs] has been included under the head "Freight, Handling and Servicing Costs- Aircraft charter costs" under note 27 forming part of the Statement of Profit and Loss.

### 34 SEGMENT INFORMATION

The Company has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Company are domiciled in India and the Company earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Company's total revenues.

### 35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

#### A Accounting classification and fair values

The carrying value and fair value of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

in ₹ Lakhs

		Carrying amount			
March 31, 2019	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
<b>Financial assets</b>					
(i) Loans (Refer note 2 below)	6 (a) and 6(b)	-	-	1,185	1,185
(ii) Trade receivables (Refer note 1 below)	12	-	-	48,900	48,900
(iii) Cash and cash equivalents (Refer note 1 below)	13	-	-	26,431	26,431
(iv) Bank balances other than above (Refer note 1 below)	14	-	-	264	264
(v) Deposits (Refer note 2 below)	7	-	-	6,806	6,806
(vi) Other financial assets (Refer note 1 below)	7 and 15	-	-	2,126	2,126
		-	-	85,712	85,712
<b>Financial liabilities</b>					
(i) Borrowings (Refer note 3 below)	19 and 21	-	-	14,618	14,618
(ii) Trade payables (Refer note 1 below)	22	-	-	37,949	37,949
(iii) Other financial liabilities (Refer note 1 below)	23	-	-	8,412	8,412
		-	-	60,979	60,979

in ₹ Lakhs

		Carrying amount			
March 31, 2018	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
Financial assets					
(i) Loans (Refer note 2 below)	6 (a) and 6 (b)	-	-	3,096	3,096
(ii) Trade receivables (Refer note 1 below)	12	-	-	42,001	42,001
(iii) Cash and cash equivalents (Refer note 1 below)	13	-	-	22,477	22,477
(iv) Bank balances other than above (Refer note 1 below)	14	-	-	255	255
(v) Deposits (Refer note 2 below)	7	-	-	6,326	6,326
(vi) Other financial assets (Refer note 1 below)	7 and 15	-	-	2,062	2,062
		-	-	76,217	76,217

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

		Carrying amount			
March 31, 2018	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
Financial liabilities					
(i) Borrowings (Refer note 3 below)	19 and 21	-	-	16,609	16,609
(ii) Trade payables (Refer note 1 below)	22	-	-	29,592	29,592
(iii) Other financial liabilities (Refer note 1 below)	23	-	-	6,822	6,822
		-	-	53,023	53,023

**Note 1:** The carrying value of Trade receivables, cash and cash equivalents, other bank balances, other financial assets, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

**Note 2:** Difference between carrying amounts and fair values of loans, deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

**Note 3:** The borrowings includes debentures and Term loan. Debentures are classified under level 1 in fair value hierarchy with quoted prices in active markets of ₹ 7,076 Lakhs (Previous year: ₹ 16,669 Lakhs).

Interest rate on term loan is subject to reset periodically considering the then market trend and hence the carrying amount is not materially different from their fair values.

### B Financial Risk management

#### i) Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk assessment and policies and processes are established to identify and analyze the risks faced by the Company to set appropriate risk limits and controls and to monitor such risks and compliance with the policies and processes. Risk assessment and policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and policies and processes.

#### ii) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected credit loss in respect of trade and other receivables and investments.

#### Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates also have an influence on credit risk assessment.

Concentrations of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

#### Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks amounting to Rs. 24,577 Lakhs and Rs. 21,120 Lakhs as at March 31, 2019 and March 31, 2018 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

#### Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at March 31, 2019 and March 31, 2018. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

#### Loans and Payable deposit with Blue Dart Aviation Limited

The Company has an outstanding loans of ₹ 1,092 Lakhs and ₹ 2,996 Lakhs as at March 31, 2019 and March 31, 2018 respectively. The Company has given interest free payable deposit of ₹ 2,150 Lakhs and ₹ 2,150 Lakhs as at March 31, 2019 and March 31, 2018 respectively.

Further, during the year Company has extended Inter Corporate Deposits aggregating to ₹ 17,782 Lakhs (Previous year ₹ 8,735 Lakhs) as bridge financing arrangement which got settled in full as at year end.

The operation of Blue Dart Aviation Limited are integral part of Company's operations. Considering the operations, future business plan and cash flow projections of wholly owned subsidiary the recoverability of the payable deposit is considered to be good.

#### iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has access to funds through various debt instruments option.

As of March 31, 2019, the Company had working capital of ₹ 19,213 Lakhs including loans of ₹ 1,185 Lakhs, cash and cash equivalents of ₹ 26,431 Lakhs, trade receivables of ₹ 48,900 Lakhs, other assets of ₹ 4,822 Lakhs, employee benefit obligations of ₹ 7,823 Lakhs, trade payables of ₹ 37,949 Lakhs, borrowings of ₹ 7,118 and other financial liabilities of ₹ 9,235 Lakhs.

As of March 31, 2018, the Company had working capital of ₹ 19,407 Lakhs including loans of ₹ 2,003 Lakhs, cash and cash equivalents of ₹ 22,477 Lakhs, trade receivables of ₹ 42,001 Lakhs, other assets of ₹ 5,744 Lakhs, employee benefit obligations of ₹ 6,189 Lakhs, trade payables of ₹ 29,592 Lakhs, borrowings of ₹ 9,491 and other financial liabilities of ₹ 7,546 Lakhs.

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include estimated interest payments and exclude the impact of netting agreements.

			Contractual cash flows			(in ₹ Lakhs)
March 31, 2019	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Unsecured non convertible debentures (Series III)	7,118	7,550	7,550	-	-	-
Term Loan from Axis Bank	7,500	9,114	646	2,822	5,646	-
Trade and other payables	37,949	37,949	37,949	-	-	-
Other financial liabilities	8,412	8,412	8,412	-	-	-
Total	60,979	63,025	54,557	2,822	5,646	-

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

			Contractual cash flows			(in ₹ Lakhs)
March 31, 2018	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Unsecured non convertible debentures (Series III)	7,118	8,226	676	7,550	-	-
Unsecured non convertible debentures (Series II)	9,491	10,061	10,061	-	-	-
Trade and other payables	29,592	29,592	29,592	-	-	-
Other financial liabilities	6,822	6,822	6,822	-	-	-
Total	53,023	54,701	47,151	7,550	-	-

### iv) Market risk

Market risk is the risk of loss of future earnings, fair values of future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and its revenue generating and operating activities.

### (a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

#### Interest rate sensitivity - fixed rate instruments

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

	in ₹ Lakhs	
	Profit or loss	
	100 bp increase	100 bp decrease
<b>As at 31/03/2019</b>		
Variable-rate instruments	(28)	28
<b>sensitivity</b>	<b>(28)</b>	<b>28</b>

### (b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, against the functional currency of the Company.

#### Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	in ₹ Lakhs	
Amount in ₹	March 31, 2019	March 31, 2018
Trade receivables (in USD)	69	24
Trade payables (in USD)	(7)	(796)
Trade payables (in Euro)	-	(6)
Trade payables (in GBP)	-	(23)
<b>Net statement of financial position exposure</b>	<b>62</b>	<b>(801)</b>
Forward exchange contracts	-	-
<b>Net exposure</b>	<b>62</b>	<b>(801)</b>

### Sensitivity analysis

A 10% strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in ₹ Lakhs	Profit or loss	
March 31, 2019	Strengthening	Weakening
EUR	-	-
USD	6	(6)
GBP	-	-
	6	(6)

Effect in ₹ Lakhs	Profit or loss	
March 31, 2018	Strengthening	Weakening
EUR	(1)	1
USD	(77)	77
GBP	(2)	2
	(80)	80

## 36 TAX EXPENSE

### A. Amounts recognised in statement of profit and loss

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Current income tax</b>	4,859	7,996
<b>Adjustment of tax relating to earlier years</b>	(186)	(351)
<b>Deferred income tax liability / (asset), net</b>		
Origination and reversal of temporary differences	(598)	(677)
<b>Deferred tax (credit)</b>	(598)	(677)
<b>Tax expense for the year</b>	<b>4,075</b>	<b>6,968</b>

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

### B. Reconciliation of effective tax rate

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Profit before tax</b>	<b>12,835</b>	<b>21,178</b>
Tax using the Company's domestic tax rate (Current year 34.94 % and Previous Year 34.61%)	4,485	7,329
<b>Add: Tax Effect on amounts which are not deductible/ (taxable) in calculating taxable income:</b>		
Expenditure towards Corporate Social Responsibility activities	111	162
Dividend from Mutual Funds	(118)	(122)
Adjustment of tax relating to earlier years	(186)	(351)
Other deductions (80 JJAA and others)	(217)	(50)
	<b>4,075</b>	<b>6,968</b>

### C. Movement in deferred tax balances

	March 31, 2019 (in ₹ Lakhs)		
	Net balance March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI
<b>Deferred tax liability</b>			<b>Net balance March 31, 2019</b>
Depreciation	(1,260)	301	-
<b>Gross Deferred tax liability</b>	<b>(1,260)</b>	<b>301</b>	<b>-</b>
<b>Deferred tax assets</b>			
Provision for Compensated Absences	852	156	-
Provision for Bonus	289	(87)	-
Provision for Gratuity	187	20	276
Others	446	378	-
<b>Gross Deferred tax assets</b>	<b>1,774</b>	<b>467</b>	<b>276</b>
<b>Tax Assets/ (Liabilities)</b>	<b>514</b>	<b>768</b>	<b>276</b>
Deferred tax on INDAS 115 impact (Refer note 3.1)	-	(170)	-
		<b>598</b>	<b>276</b>

	March 31, 2018 (in ₹ Lakhs)		
	Net balance March 31, 2017	Recognised in Statement of Profit and Loss	Recognised in OCI
<b>Deferred tax liability</b>			<b>Net balance March 31, 2018</b>
Depreciation	(1,751)	491	-
<b>Gross Deferred tax liability</b>	<b>(1,751)</b>	<b>491</b>	<b>-</b>
<b>Deferred tax assets</b>			
Provision for Compensated Absences	816	36	-
Provision for Bonus	267	22	-
Provision for Gratuity	315	(114)	(14)
Others	204	242	-
<b>Gross Deferred tax assets</b>	<b>1,602</b>	<b>186</b>	<b>(14)</b>
<b>Tax Assets/ (Liabilities)</b>	<b>(149)</b>	<b>677</b>	<b>(14)</b>

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred tax assets. The recoverability of deferred tax assets is based on estimates of taxable income and the period over which deferred tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

### 37 RELATED PARTY DISCLOSURES

#### (A) Names of related parties and related party relationship

##### (i) Enterprises where control exists

Ultimate Holding Company	Deutsche Post AG, Germany
Holding Company	DHL Express (Singapore) Pte. Limited, Singapore
Wholly Owned Subsidiary Company	Concorde Air Logistics Limited, India
Wholly Owned Subsidiary Company	Blue Dart Aviation Limited, India

#### (B) Related party relationships where transactions have taken place during the year

##### (i) Enterprises where control exists

Ultimate Holding Company	Deutsche Post AG, Germany
Holding Company	DHL Express (Singapore) Pte. Limited, Singapore
Subsidiary Company	Concorde Air Logistics Limited, India
Subsidiary Company	Blue Dart Aviation Limited, India
Fellow Subsidiary Company	DHL Express (India) Private Limited, India
Fellow Subsidiary Company	DHL Supply Chain India Private Limited, India
Fellow Subsidiary Company	DHL Logistics Private Limited, India
Fellow Subsidiary Company	DHL eCommerce (India) LLP, India
Fellow Subsidiary Company	DHL eCommerce Singapore PTE. Ltd., Singapore
Fellow Subsidiary Company	Deutsche Post IT Services, GMBH
Fellow Subsidiary Company	Williams Lea India Private Limited, India (up to November 30, 2017)
Fellow Subsidiary Company	Tag India Private Limited, India (up to November 30, 2017)

#### (C) Key Management Personnel

Anil Khanna	Managing Director (Up to January 23, 2019)
Sharad Upasani	Chairman
Air Marshal M. McMahon (Retd.)	Director (From February 10, 2017)
Narendra Sarda	Director
Balfour Manuel	Chief Executive Officer (from January 23, 2019)

#### (D) Transactions with related parties during the year

##### (i) With Holding/Subsidiary/Fellow Subsidiaries Company

##### Deutsche Post AG, Germany

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Reimbursements of expenses	10	13
Reimbursements of expenses	(1)	-

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>DHL Express (Singapore) Pte. Limited, Singapore</b>		
Dividend paid	2,224	2,669
<b>Concorde Air Logistics Limited, India</b>		
Commercial airlift charges	11,767	12,501
<b>DHL Express (India) Private Limited, India</b>		
International servicing charges	14,209	13,489
Domestic service charges income	(5,841)	(5,395)
Pickup and Delivery charges	185	115
Legal and professional fees	87	85
<b>DHL Supply Chain India Private Limited, India</b>		
Domestic service charges income	(3,991)	(3,522)
Deposit (repaid)/accepted	-	(50)
Efulfilment Warehousing services	440	366
<b>DHL Logistics Private Limited, India</b>		
Domestic service charges income	(567)	(530)
International Servicing Cost	81	24
<b>DHL eCommerce (India) LLP, India</b>		
Domestic service charges income	(9)	-
Domestic Network Operating Cost	7,011	454
<b>DHL eCommerce Singapore PTE. Ltd., Singapore</b>		
Payment towards software maintenance and others	160	150
<b>Deutsche Post IT Services, GMBH</b>		
Payment towards software maintenance and others	2	2
<b>Williams Lea India Private Limited, India</b>		
Printing and stationery	-	114
<b>Tag India Private Limited, India</b>		
Printing and stationery	-	1
<b>Blue Dart Aviation Limited, India</b>		
Aircraft Charter Costs	74,322	65,786
Inter-Corporate Deposits Granted	17,782	8,735
Inter-Corporate Deposits settled	(17,782)	(8,735)
Inter-Corporate Loan settled	(1,903)	(2,441)
Interest income on Loan	(189)	(437)
Interest income on Inter-Corporate Deposit	(131)	(124)
Domestic service charges income	(30)	(26)
Purchase/(Sale) of fixed assets	-	(12)
<b>(ii) With Key Management Personnel</b>		
<b>Anil Khanna</b>		
Remuneration	578	659

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>Sharad Upasani</b>		
Commission	18	18
Sitting Fees	8	8
<b>Air Marshal M. McMahon (Retd.)</b>		
Commission	18	18
Sitting Fees	2	3
<b>Narendra P Sarda</b>		
Commission	18	18
Sitting Fees	8	8
<b>Balfour Manuel</b>		
Remuneration	28	-

Remuneration includes provision recognized whereby the amount payable is subject to fulfillment of certain services conditions and approval by the Board of Directors.

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>(E) Related party balances as at the year end</b>		
<b>(i) Receivable/(Payable) from/to Subsidiary/Fellow Subsidiaries company</b>		
Concorde Air Logistics Limited, India	26	-
Concorde Air Logistics Limited, India	-	(8)
DHL Express (India) Private Limited, India	1,430	2,030
DHL Express (India) Private Limited, India	(5,803)	(7,407)
DHL Supply Chain India Private Limited, India	711	537
DHL Supply Chain India Private Limited, India	(89)	(68)
DHL Logistics Private Limited, India	139	83
DHL Logistics Private Limited, India	(55)	(4)
DHL eCommerce (India) LLP, India	(3,613)	-
DHL eCommerce (India) LLP, India	3	-
Blue Dart Aviation Limited, India	3,242	5,146
Blue Dart Aviation Limited, India	(1,819)	(213)
Williams Lea India Private Limited, India	-	-
<b>(ii) Payable to Key Management Personnel</b>		
Anil Khanna	-	278
Shrad Upasani	18	18
Air Marshal M. McMahon (Retd.)	18	18
Narendra Sarda	18	18
Balfour Manuel	12	-

Note: The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

## SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

**(F) Key management personnel compensation comprised the following:**

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Short-term employee benefits	461	509
Post-employment benefits	11	43
Long-term employee benefits	134	107
<b>Total</b>	<b>606</b>	<b>659</b>

**38 DUES TO MICRO AND SMALL ENTERPRISES**

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	706	268
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	11	8
Principal amounts paid to suppliers registered under the MSMED Act beyond the appointed day during the year	169	94
Interest paid, other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act for payments already made	2	2
Further interest remaining due and payable for earlier years	8	5

The above information regarding Micro, Small and Medium Enterprises given in note 22 - Trade Payables has been determined to the extent such parties have been identified on the basis of information available with the Company.

**Detailed break-up of Interest is as follows:**

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	11	8
Interest due and payable towards suppliers registered under MSMED Act for payments already made	2	2
Further interest remaining due and payable for earlier years	8	5
Interest Charge to Statement of Profit and Loss	4	3

**39 CAPITAL AND OTHER COMMITMENTS**

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Estimated amount of contracts remaining to be executed on capital account and not provided for [net of advances ₹ 167 Lakhs (March 31, 2018 - ₹ 108 Lakhs)]	1,261	1,988

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

#### 40 CONTINGENT LIABILITIES

Claims against the Company not acknowledged as debt

- a) Stamp Duty - Karnataka and Maharashtra Not ascertainable Not ascertainable

In response to the notices received from Stamp Authorities of Bangalore, Mangalore and Mumbai for payment of stamp duty under the Karnataka Stamp Act, 1957, and Maharashtra Stamp Act, 1958, based on the legal counsel advise received, the Company has filed its reply with those authorities submitting that on various grounds, it does not consider an air waybill to be an 'acknowledgement' chargeable to stamp duty under the Schedule of the said Act.

- b) On February 28, 2019, Honourable Supreme Court of India has passed the Judgement relating to the allowances to be considered while determining the amount of contribution toward Provident Fund. Presently, there are numerous interpretative issues relating to the Judgement. Based on the opinions obtained by the Company from its Legal consultants, the Company has complied the Provident Fund contribution mechanism effective April 1, 2019 and no provision has been made for the past periods in its financial statements as at March 31, 2019.

- c) Service Tax 434 434

The Company has received Show Cause cum Demand Notice from Commissioner of Service Tax relating to the Service Tax demand on services provided by the Company to certain customers being educational institutions. The Company has filed its reply with the department submitting that courier services provided by the Company are exempt from service tax as per the provisions of the relevant Notification.

- d) The Company has supported its wholly owned subsidiary company Blue Dart Aviation in availing the loans from Banks/Financial Institution by issuing letters of comfort for an amount ₹ 28,500 Lakhs (Outstanding ₹ 22,410 Lakhs as on March 31, 2019) and through ACMI agreement.

- 41 During the year, the Company has received a repayment of ₹ 1,903 Lakhs [Previous year ₹ 2,441 Lakhs] from Blue Dart Aviation Limited, wholly owned subsidiary company. As at March 31, 2019 the outstanding loan balance is ₹ 1,092 Lakhs, [Previous year ₹ 2,996 Lakhs] of which ₹ 1,092 Lakhs [Previous year ₹ 1,903 Lakhs] is receivable within 12 months from balance sheet date. The loan carries an interest computed at an average 'base' rate of IDBI Bank and ICICI Bank with the interest being reset on six month basis.

#### 42 DIVIDENDS (Refer note 3(q))

The final dividend proposed for the year is as follows:

	As at March 31, 2019	As at March 31, 2018
On Equity Shares of ₹ 10/- each		
Amount of dividend proposed (in ₹ Lakhs)	2,966	2,966
Dividend per equity share	12.50	12.50

#### 43 CAPITAL MANAGEMENT

The Company's objective for Capital management is to maximise shareholder's value and support the strategic objectives of the Company. The Company determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements for current financial year are largely met through operating cash flows generated.

The Company monitors capital using a ratio of 'Adjusted net debt' to 'equity'. For this purpose, adjusted net debt is defined as total borrowings less cash and cash equivalents (excluding collection on cash on delivery shipments held on behalf of customers). Equity comprises all components of equity. As at March 31, 2019 and March 31, 2018 since the cash and cash equivalents (excluding collection on cash on delivery shipments held on behalf of customers) are more than the total borrowings, the ratio has not been disclosed.

#### 44 Recent Accounting Pronouncements

Standards issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

## SCHEDULES

### Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2019

#### Ind AS 116 Leases

Ind AS 116 Leases was notified by MCA on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 01, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

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

The Company intends to adopt this standard from April 01, 2019. The Company is in the process of evaluating the effect of revised accounting policy on its financial statements.

### 45 Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>(A) Loans and advances in the nature of loans to subsidiary (Blue Dart Aviation Limited)</b>		
Balance as at the year end	1,092	2,996
Maximum amount outstanding at any time during the year	10,394	9,403

#### (B) Investment by the loanee in the shares of the Company

The loanee has not made any investment in the shares of the Company.

#### As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

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

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

**Tushar Gunderia**  
Company Secretary

## BLUE DART AVIATION LIMITED

### BOARD OF DIRECTORS

Tushar K. Jani	Chairman
Tulsi Nowlakha Mirchandaney	Managing Director
Clyde C. Cooper	Director
Air Marshal M. McMahon (Retd.)	Director
Air Marshal VA Patkar (Retd.)	Director
Sharad P. Upasani	Director
Surendra G. Sheth	Alternate Director to Mr. Clyde C. Cooper

### KEY MANAGERIAL PERSONNEL

P. Parameshwaran	Chief Financial Officer
N. Palaniappan	Company Secretary & General Manager - Finance

### BANKERS

Axis Bank Ltd.  
Federal Bank Ltd.  
Yes Bank Ltd.

### AUDITORS

S.R.Batliboi & Associates LLP

### REGISTERED OFFICE

Blue Dart Centre,  
Sahar Airport Road,  
Andheri (E), Mumbai – 400 099  
CIN: U35303MH1994PLC078691

### HEAD OFFICE

Blue Dart Aviation Terminal,  
Gate No.6, Old International Airport,  
Meenambakkam, Chennai – 600 027

## DIRECTORS' REPORT

### To the Members

Your Directors have a great pleasure in presenting the Twenty Fifth Annual Report of your Company for the Financial Year ended March 31, 2019.

### FINANCIAL RESULTS

	Year ended March 31, 2019	Year ended March 31, 2018
<b>(₹ in Lakhs)</b>		
<b>Revenues:</b>		
Revenue from Operations	75,209	66,575
Other Income	602	558
Less: Operating Expenses	(64,026)	(57,442)
Operating Profit (EBIDTA)	11,785	9,691
Less: Interest cost (Net)	3,230	2,236
Depreciation / Amortisation	7,985	6,940
Earnings before tax	570	515
Less: Provision for Income tax	355	259
Earnings after tax	215	256
Other Comprehensive Income	24	19
Total Comprehensive Income for the year	239	275

During the year under review, your Company has recorded a profit before tax of ₹ 570 lakhs as compared to profit before tax of ₹ 515 lakhs for the 12 months which ended on March 31, 2018.

### REVIEW OF INDIAN ECONOMY AND AVIATION INDUSTRY

India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India has retained its position as the third largest startup base in the world with over 4,750 technology start-ups.

Due to various initiatives by the Government, India has recorded a jump of 23 positions against its rank of 100 in 2017 to be placed now at 77th rank among 190 countries assessed by the World Bank. India's leap of 23 ranks in the Ease of Doing Business ranking is significant considering that last year India had improved its rank by 30 places, a rare feat for any large and diverse country of the size of India. India has improved its rank in 6 out of 10 indicators and has moved closer to international best practices (Distance to Frontier score) on 7 out of the 10 indicators.

The Aviation Industry has posted a moderate growth during the year. Compared to previous year, passenger Traffic for the FY 2018-19 rose by 11.6%, wherein the international traffic increased by 6.1%

and domestic by 13.1%. 344.70 Million Passenger travelled by air compared to 308.75 Million during the previous year. There has been an increase of 6% in cargo traffic, wherein international cargo increased by 2.6% and domestic by 12.1% compared to the previous year. Total cargo uplifted by air during the year was 3.5 Million tonnes compared to 3.3 Million tonnes during the previous year.

The Aviation Industry has been adversely impacted by high cost and low yields. The most visible outcome was the temporary suspension of operations by Jet Airways once India's largest passenger airline and for many years the second largest. Persistent technical issues have plagued two of the most popular passenger aircraft models flown by Indian carriers.. Together, these factors have now plunged India's aviation industry to its most precarious phase in the last five years.

Jet fuel prices constitute about 40% of costs for an Indian carrier and are taxed higher in India while compared to global standards. In addition to ATF other operational costs such as aeronautical charges, infrastructural charges, maintenance costs etc. are also increasing steadily. Indian carriers, plagued by long-standing issues and new problems, are looking at difficult times. Losses are estimated to grow and debt will continue to pile up. Industry is looking at the Government to include ATF into GST and provide other necessary impetus to help surmount these difficult times.

### REVIEW OF PERFORMANCE

Your Company is the only scheduled domestic cargo airline operating in the Indian skies, with a fleet of six Boeing 757-200 freighters.

Your Company has posted an On Time Performance of 81.15% and a Technical Dispatch Reliability of 99.27 % with an average fleet life of 23.5 years and despite severe infrastructural constraints, ATC congestion and Runway closures.. Your Company has handled 52 charters during the year and has uplifted 88,132 tonnes on its network during the period of 12 months which ended on March 31, 2019. This was made possible with additional operations of 84 flights and 356 hours supplementing the scheduled night operations.

Your Company has an ACMI Contract with parent company, Blue Dart Express Limited, for providing dedicated air carriage capacity, which has ensured strong support in sustaining Blue Dart's leadership position through its unique aviation network.

During the year, your Company has expanded its footprint across the airports of Chennai, Delhi and Mumbai, relocating to new, state of the art, dedicated facilities constructed at these airports. These long-term, purpose-built facilities are unique to Blue Dart's operations and help to establish much needed, critical infrastructure to secure its operations and ensure sustainability over the long term to meet growing demand, productivity and service quality enhancement. Further, your Company has also negotiated a new deal and signed a sub-lease agreement with Bangalore International Airport Limited (BIAL) for 10 years, which will reduce the cost of rentals at the BIAL facility over the lease period.

## DIRECTORS' REPORT

During the year, your company has carried out four major checks and completed three Engine shop visits (ESV). ESV costs were controlled by procuring life limited parts (LLPs) and other components from open market. A few hundred LLPs were shortlisted for procurement from hundreds of parts identified by the purchase team, and reviewed by technical services, which has helped to control ESV cost.

Your Company's close engagement with the DHL group has resulted in the allocation of one 757SF aircraft for harvesting of spares for the Company at no procurement cost, which would help enhance Company's inventory status. With DHL's support, your Company has been included in the Tier 1 customer status by Boeing, which would favourably assist cost and speed of response from Boeing for your Company's requirement.

Your Company has always believed in embracing technology. A major project to transition to the Electronic Flight Bag (EFB) was undertaken during this year. The successful implementation of the project would make your Company's cockpits paperless, thereby reducing weight on the aircraft and hence fuel consumption, improving efficiency and situational awareness of the crews, saving on printing costs and adding to your Company's 'Go Green' effort by reducing carbon footprint. Your Company has received interim approval from DGCA for the said project and the project is in an advanced stage of implementation.

During the year, your Company has faced various challenges of regulation and unanticipated changes in the operating environment, including the relocation to new facilities in four major operating stations. While keeping pace with swift changes in regulation, the quantum of change during the year was phenomenal, and all affected regulations like CAR M, CAR 145, CAR 147 and CAR 66 were amended substantially by the DGCA, with tough timelines for operator compliance. Your Company has responded resourcefully to the said challenges and ensured 100% compliance with efficient implementation.

The 'As One' Project which was initiated during the last quarter of 2017 at Hyderabad station was extended to the Kolkatta and Bangalore stations. Under the said project, the city side and air side operations of both your company and Blue Dart Express Limited were integrated under a single authority and worked in tandem as a single force 'As One'. As a result, duplications are eliminated and load acceptance and delivery processes are streamlined through teamwork. The result is passed on to the customer through faster and earlier deliveries. Your Company shall be extending the 'As One' integration to the rest of the stations soon.

### DIRECTORS/ KEY MANAGERIAL PERSONNEL

As on March 31, 2019, Your Company's Board has a strength of 7 (Seven) Directors including 1(one) Woman Director, 1 (one) Alternate Director and 2 (two) Independent Directors.

The Board of Directors of the Company is duly constituted and the present structure is as follows:

Sr. No.	Name of the Directors	Designation
1.	Mr. Tushar K. Jani	Chairman
2.	Ms.Tulsi Nowlakha Mirchandaney	Managing Director
3.	Mr. Clyde C. Cooper	Director
4.	Air Marshal M.McMahon (Retd.)	Director
5.	Air Marshal Vijay Achyut Patkar (Retd.)	Director
6.	Mr. Sharad Upasani	Director
7.	Mr. Surendra Sheth	Alternate Director to Mr. Clyde Christopher Cooper

Mr. Lars Winkelbauer (DIN 07021941) has resigned from the position of Non-Executive Director of your Company with effect from August 31, 2018.

Your company has successfully filled the Form DIR-3 KYC for all Directors before the due date given by the MCA and your Company has successfully filed Form INC-22 (Active) before the due date.

Mr. Surendra Sheth (DIN 89981) was appointed as an Alternate Director to Mr. Clyde C Cooper (DIN 382001) on October 14, 2017 and he vacated office on October 08, 2018 when original Director, Mr. Clyde C Cooper, returned to India.

Mr. Clyde C. Cooper, Director, has requested the Board of Directors to re-appoint Mr. Surendra Sheth (DIN: 89981) as his alternate during his absence from India, and Mr. Surendra Sheth was again re-appointed as Alternate Director to Mr. Clyde C Cooper on October 16, 2018.

During the year under review, in terms of the requirements under the Companies Act, 2013, all Independent Directors have given declarations under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

During the year, your Company has appointed M/s. Link Intime India Private Limited, Mumbai as Registrars and Transfer Agents (RTA) for the Depository Scheme/ Dematerialisation of Shares etc.

In accordance with the provisions of the Companies Act, 2013, and Articles of Association of the Company, Mr. Tushar K. Jani (DIN:192621), Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment

The Key Managerial Personnel (KMPs) in the Company as per Section 2(51) and Section 203 of the Companies Act, 2013 are as follows:

Sr. No.	Name of the Directors	Designation
1.	Ms.Tulsi Nowlakha Mirchandaney	Managing Director
2.	Mr. P. Parameshwaran	Chief Financial Officer
3.	Mr. N. Palaniappan	Company Secretary

During the year, there was no change (appointment or cessation) in the office of any KMP.

## DIRECTORS' REPORT

### Number of Meetings of the Board

During the year, the Board of Directors of your Company has met 4 times. The Maximum interval between any two meetings did not exceed 120 days.

Details of Board Meeting as follows:

Sr. No.	Date of Meeting
1.	08.05.2018
2.	30.07.2018
3.	09.10.2018
4.	30.01.2019

### AUDIT COMMITTEE

The Audit Committee comprises of three Non-Executive Directors viz; Air Marshal M McMahon (Retd.) as Chairman of the Committee, with Mr. Tushar K. Jani and Air Marshal Vijay Achyut Patkar (Retd.) as members of the Committee.

The terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Companies Act, 2013.

Ms. Tulsi Nowlakha Mirchandaney, Managing Director, Mr. Clyde C. Cooper, Director, Mr. Sharad Upasani, Director, Mr. P. Parameshwaran, Chief Financial Officer are the permanent invitees to the Audit Committee Meetings. Mr. N. Palaniappan, Company Secretary & General Manager – Finance, act as Secretary to the Committee.

### INTERNAL FINANCIAL CONTROL SYSTEMS

Your Company has a sound internal control system to ensure that all assets are protected against loss from any unauthorised use. All transactions are recorded and reported correctly. The Company's internal control system is further supplemented by the internal audits carried out by an outsourced audit firm viz; M/s. KPMG. The internal control system is well established with robust internal audit processes, both at the business and corporate level, and continuously monitor the adequacy and effectiveness of the internal control environment across the Company and status of compliance with operating systems, internal policies and regulatory requirements. The Audit Committee of the Board addresses significant issues raised by both the Internal Auditors and Statutory Auditors.

### WHISTLE BLOWER POLICY AND VIGIL MECHANISM

In terms of provisions of Section 177(9)/(10) of the Companies Act, 2013, your Company has formalized the process and institutionalized a Whistle Blower Policy in the Organisation.

The Company engaged the services of M/s. KPMG Advisory Services Pvt. Ltd., renowned consultancy firm, which has established the Blue Dart Ethics Hotline. In terms of the Policy, all suspected violations and reportable matters must be reported to the Ethics Committee via the Blue Dart Ethics Hotline. The Ethics Committee comprises of Mr. Prem K. Thomas, Chief Human Resource Manager, Mr. N. Palaniappan, Company Secretary & General Manager – Finance and

Mr. N. Krishnamoorthy, Chief Quality Manager. The Policy is applicable to all Directors, employees, officers, customers, vendors and/or third party intermediaries such as agents and consultants whether appointed on permanent, temporary, full time, part-time, contractual, probation or on retainer basis and engaged to conduct business on behalf of the Company concerned about unacceptable, unethical or illegal activities which affect the workplace. The Policy provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. None of the Whistle Blowers was denied access to the Audit Committee of the Board.

The contact details for Blue Dart Ethics Hotline numbers are as follows:

Sr. No.	Reporting Channel	Contact Information	Availability
1.	Phone (Toll Free)	1800 200 1072	7 AM to 11 PM on weekdays
2.	Email	bluedart@ethicshelpline.in	24 hours a day
3.	Fax	Dial Toll Free number - 1800 200 1072 and select option 2 on IVR	24 hours a day
4.	Post	PO Box No. 71, DLF Phase 1, Qutub Enclave, Gurgaon – 122002	24 hours a day
5.	Web	www.in.kpmg.com/ethicshelpline	24 hours a day

The Company has posted "Whistle Blower Policy" on its website viz <https://bluedartaviation.com>

The web link of the Whistle Blower Policy is <https://bluedartaviation.com/aviation.htm>

### SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company values dignity of individuals and strives to provide a safe and respectable work environment for all its employees. The Company is committed to providing an environment which is free of discrimination, intimidation and abuse. Pursuant to requirements of 'Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013' and rules made thereunder, the Company has a Policy for Prevention of Sexual Harassment of Women in the Company. There was no complaint received from any employee during the financial year 2018-19 and hence no complaint is outstanding as on March 31, 2019 for redressal.

### COST AUDIT

During the year under review, provisions of cost audit as stated under Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 were not applicable to the Company.

### NOMINATION AND REMUNERATION COMMITTEE

In compliance with the provisions of the Companies Act, 2013, your Company has a Nomination and Remuneration Committee, with Air Marshal M McMahon (Retd.) as Chairman of the Committee, and

## DIRECTORS' REPORT

Mr. Tushar K. Jani, Mr. Clyde C. Cooper and Air Marshal Vijay Achyut Patkar (Retd.) as members of the Committee.

Ms. Tulsi Nowlakha Mirchandaney, Managing Director, is the permanent invitee to the Nomination and Remuneration Committee Meetings.

### NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178 of Companies Act, 2013, the Board has, on the recommendations of the Nomination and Remuneration Committee, framed a policy on appointment of Directors and Key Managerial Personnel of the Company, and fixation of the remuneration of the Directors, Key Managerial Personnel and other employees of the Company. The Nomination and Remuneration policy of your Company has listed down criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of Companies Act, 2013.

### CSR COMMITTEE

In accordance with the statutory requirements, your Company has constituted the CSR Committee on July 30, 2018. The CSR Committee of the Company comprises of Air Marshal M. McMahon (Retd.), as Chairman of the Committee and Mr Tushar K Jani and Ms. Tulsi Nowlakha Mirchandaney as members of the Committee. CSR Committee along with CSR Implementation/Management Committee is responsible for formulating and implementing CSR Policy of the Company.

Mr. N.Palaniappan, Company Secretary & General Manager-Finance act as Secretary to the Committee.

### CSR INITIATIVES / CSR POLICY

The Corporate Social Responsibility is an integral part of our strategy. We are committed to our responsibility towards the Society, Community and environment. We want to make a positive contribution to our world by using our knowledge and domestic / global presence in a way that benefits the planet and its people.

In accordance with the provisions of Section 135 of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has formulated and posted the CSR Policy on website of the company viz; [www.bluedartaviation.com](http://www.bluedartaviation.com).

The Annual Report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, undertaken by the Company during the year is annexed as 'Annexure A' to the Board's Report.

### COMMENTS ON AUDITORS' REPORT/SECRETARIAL AUDIT REPORT

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. S.R.Batlilboi & Associates LLP, Statutory Auditors, in their report, and by M/s. Mohan Kumar & Associates, Company Secretary in Practice, in his secretarial Audit Report.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not made any loans, Guarantees or Investments, which falls under Section 186 of the Companies Act, 2013.

### RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the Financial Year were at arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and the Board for approval.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

The particulars of contracts or arrangements with related parties as required under Section 134(3)(h) in prescribed Form AOC 2 are annexed herewith as an 'Annexure B'.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirm that;

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. They 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 at the end of the financial year and of the profit and loss of the Company for that year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down proper internal financial controls to be followed by the Company and ensure that the financial controls were adequate and were operating effectively; and

## DIRECTORS' REPORT

- vi. They have devised systems to ensure compliance with the provisions of all applicable laws and that they were adequate and operating effectively.

### SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed New Secretarial Auditor, Company Secretary in Practice to undertake the Secretarial Audit of the Company for the year ended March 31, 2019.

The Report of the Secretarial Audit Report is annexed herewith as an 'Annexure C'.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

No fraud has been reported by the Auditors to the Audit Committee or the Board.

### REPORTING OF FRAUD BY AUDITORS

The Auditors of the company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

### DISCLOSURE ON CONFIRMATION WITH THE SECRETARIAL STANDARDS

Your Directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India have been duly complied with.

### EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 as per Section 92 (3) of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 is annexed herewith as an 'Annexure D'.

Further, the extract to the Annual Return of the Company can also be accessed on the Company's website at [https://www.nseprimeir.com/pages\\_new/Reports.aspx?value=O13MyQclQQPM600MSHCcMw==](https://www.nseprimeir.com/pages_new/Reports.aspx?value=O13MyQclQQPM600MSHCcMw==)

### RISK MANAGEMENT

The Company has in place a mechanism to inform the Board on risk assessment and mitigation procedures and periodic reviews are conducted in order to ensure that Management controls risks through a properly defined framework.

The Company has constituted an Internal Risk Management Committee comprising Ms. Tulsi Nowlakha Mirchandaney, Managing Director, Mr. P. Parameshwaran, Chief Financial Officer and Mr. N. Palaniappan, Company Secretary & General Manager – Finance as members to monitor the risks on a periodic basis.

### FIXED DEPOSITS

Your Company has not accepted any fixed deposits under the provisions of Section 73 of the Companies Act, 2013.

### AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004), were appointed as Statutory Auditors of the Company for a term of five (5) years to hold office from the conclusion of Twenty Third Annual General Meeting of the Company held on July 27, 2017 upto the conclusion of the -Twenty Eight Annual General Meeting, subject to ratification of their appointment at every subsequent Annual General Meeting.

MCA vide its notification dated May 07, 2018 has enforced section 40 of the Companies (Amendment) Act, 2017 and the Companies (Audit and Auditors) Rules, 2014 wherein the requirement for ratifying the appointment of the Auditors of a Company at every Annual General Meeting as per the provisions of section 139 (1) of the Act, 2013 has now been dispensed with.

Accordingly, in terms of the aforesaid amendments, your Company has not sought ratification of the appointment of the Statutory Auditors by the Shareholders at the ensuing Annual General Meeting.

Your Company has received necessary certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants confirming that they satisfy the criteria provided under section 141 of the Companies Act, 2013 and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2018-19, does not contain any qualification, reservation or adverse remarks.

No fraud has been reported by the Auditors to the Audit Committee or the Board.

### HUMAN RESOURCE DEVELOPMENT

The Human Resource (HR) function has always been aligned with the business objectives and as per the people requirements for effective partnership.

During the year, your Company has inducted 119 employees from Blue Dart Express Limited (BDE) as part of the "As One" Project in Hyderabad, Kolkata and Bangalore Stations. The Primary Objective of the "As One" exercise is to create synergies through one team that will handle all activities from the ramp to the truck dock. This in turn has a lot of positive spin offs, especially in terms of time saved, greater appreciation of end to end activities and their importance to the process, and also multi-skilling of their personnel to optimize the resources and assets. In addition to this, your company also laid down training plans for new personnel inducted from BDE to understand the Company process.

Your Company was successful in implementing the Adermalin ERP, which is vital to effective functioning and control, and the employee self-service portal, employee life cycle and leave module is being

## DIRECTORS' REPORT

effectively used by the employees for day to day functioning. Your Company has conducted various employee engagement activities throughout the year which includes cricket matches, annual medical camps, knowledge sharing sessions and GVD.

### EMPLOYEES

People are the human capital of the organization and key to the successful implementation of plans and processes. Your Company continues to maintain its 'People' philosophy. Your Directors take this opportunity to thank each one of our people for their dedicated service and contributions that have resulted in successfully surmounting the challenges of another year. Your Company's consistent growth has been made possible by their hard work, solidarity, co-operation, commitment and support.

Information on the particulars of employees' remuneration as per Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. However, as per the provisions of Section 136 (1) of the Companies Act, 2013, the report and accounts are being sent to all shareholders of the Company, excluding the Statement of Particulars of Employees which is available for inspection at the registered office of the Company during working hours. Any shareholder interested in such particulars may inspect the same.

### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The particulars regarding foreign exchange earnings and expenditure stipulated under section 134(3)(m) are annexed herewith as an 'Annexure E' and forms part of this Report. Since your Company does

not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Disclosure of Particulars in the Report of the 'Board of Directors' Rules, 1988) are not applicable.

### ACKNOWLEDGEMENT

The Board of Directors wishes to express its sincere appreciation and thanks to all customers, vendors, banks, financial institutions, solicitors, advisors, the Government of India, concerned State Governments and other authorities for their consistent support and co-operation in contributing to the Organization's success.

Your Directors appreciate the contribution made by the employees of the Company and acknowledge their hard work and dedication to ensure that the Company consistently performs to the highest standards of excellence.

### For and on behalf of the Board of Directors,

**Tushar K. Jani**

Chairman

DIN: 192621

**Tulsi Nowlakha Mirchandaney**

Managing Director

DIN: 01842520

**Air Marshal M. McMahon (Retd.)**

Director

DIN: 00234293

**Air Marshal VA Patkar (Retd.)**

Director

DIN: 07037116

**Sharad Upasani**

Director

DIN: 01739334

**Clyde C. Cooper**

Director

DIN: 00382001

Mumbai,  
May 16, 2019

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE - A'

#### ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

The Corporate Social Responsibility is an integral part of our strategy. We are committed to our responsibility towards the Society, Community and environment. We endeavour to make a positive contribution to our world by using our knowledge and domestic / global presence in a way that benefits the planet and its people.

2. Web-Link to the CSR Policy - <https://bluedartaviation.com/csr.pdf>

3. The Composition of the CSR Committee.

The CSR Committee of the Board comprises of the following:

- Air Marshal M. McMahon (Retd.) Chairman of the Committee
- Mr. Tushar K. Jani, Member of the Committee
- Ms. Tulsi Nowlakha Mirchandaney, Member of the Committee.

4. Average net profit of the company for last three financial years -

₹ 452 Lakhs

5. Prescribed CSR Expenditure (2% of the amount as in item 4 above) -

₹ 9.04 Lakhs

6. Details of CSR spent during the financial year

- a) Total amount to be spent for the financial year; - ₹ 9.04 Lakhs
- b) Amount unspent, if any;
- c) Manner in which the amount spent during the financial year is detailed below.

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1.	Adoption of Government School to improve amenities.	Promoting Education, Hygiene & Sanitation and Environment Sustainability	Chennai	₹ 9,04,000	₹ 9,04,000/-	₹ 9,04,000/-	Direct

7. In case the Company has failed to spend the two percent of the average net profit of the last three financial three years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report.

Not Applicable

8. The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

For and on behalf of the Board of Directors,

Tushar K. Jani  
Chairman  
DIN: 192621

Tulsi Nowlakha Mirchandaney  
Managing Director  
DIN: 01842520

Air Marshal M. McMahon (Retd.)  
Director  
DIN: 00234293

Mumbai,  
May 16, 2019

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE - B'

#### FORM NO. AOC - 2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]  
Form for disclosure of particulars of contracts / arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.

#### I. 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, 2019, which were not at arm's length basis.

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

##### a. Name(s) of the related party and nature of relationship

Mr. Tushar K Jani - Chairman and Director

DHL Express (India) Private Limited - Group Company.

European Air Transport Leipzig GMBH - Group Company.

##### b. Nature of contracts/arrangements/transactions

1. Transshipment of General Cargo Agreement with Mumbai Cargo Service Center Airport Private Limited.
2. Cargo Handling agreement with Cargo Service Center India Private Limited
3. Cargo Movement Services Agreement with DHL Express (India) Private Limited.
4. Courier Services Agreement with DHL Express (India) Private Limited.
5. Agreement for Supply for Aircraft Parts with European Air Transport Leipzig GMBH

##### c. Duration of the contracts / arrangements/transactions

- |  |   |                           |
|--|---|---------------------------|
| 1. Mumbai Cargo Service Center Airport Private Limited | - | 01.04.2018 to 31.03.2019. |
| 2. Cargo Service Center India Private Limited          | - | 01.04.2018 to 31.03.2019. |
| 3. DHL Express (India) Private Limited (Mumbai)        | - | 01.08.2018 to 31.07.2019. |
| 4. DHL Express (India) Private Limited (Mumbai)        | - | 01.01.2019 to 31.12.2019. |
| 5. DHL Express (India) Private Limited                 | - | 01.01.2019 to 31.12.2019. |

##### d. Salient terms of the contracts or arrangements or transactions including the value, if any :

All contracts have been executed on Arm's length basis on competitive terms.

##### e. Date(s) of approval by the Board, if any :

- |   |   |                   |
|---|---|-------------------|
| Mumbai Cargo Service Center Airport Private Limited   | - | May 08, 2018.     |
| Cargo Service Center India Private Limited            | - | May 08, 2018.     |
| DHL Express (India) Private Limited (Courier Service) | - | July 30, 2018.    |
| DHL Express (India) Private Limited                   | - | October 09, 2018  |
| DHL Express (India) Private Limited                   | - | January 30, 2019. |
| DHL Express (India) Private Limited                   | - | January 30, 2019. |
| European Air Transport Leipzig GMBH                   | - | January 30, 2019. |

##### f. Amount paid as advances, if any : NIL

#### For and on behalf of the Board of Directors,

**Tushar K. Jani**  
Chairman  
DIN: 192621

**Tulsi Nowlakhia Mirchandaney**  
Managing Director  
DIN: 01842520

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN: 00234293

**Air Marshal VA Patkar (Retd.)**  
Director  
DIN: 07037116

**Clyde C Cooper**  
Director  
DIN: 382001

**Sharad Upasani**  
Director  
DIN: 01739334

Mumbai,  
May 16, 2019

# ANNEXURES TO DIRECTORS' REPORT

**'ANNEXURE - C'**

**FORM NO. MR - 3**

## **SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**To,  
The Members,  
Blue Dart Aviation Limited**

I have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **Blue Dart Aviation Limited** (hereinafter called "the Company") bearing Corporate Identification Number **U35303MH1994PLC078691**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification, of Blue Dart Aviation Limited'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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019, 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:

I 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, 2019 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2) The Aircraft (Public) Health Rules, 1954
- 3) The Aircraft Act, 1934
- 4) The Aircraft Rules, 1937
- 5) The Air (Prevention & control of pollution) Act 1981
- 6) The Carriage by Air Act, 1972
- 7) The Customs Act 1962
- 8) The Environment ( Protection ) Act, 1986
- 9) The Factories Act 1948
- 10) The Foreign Exchange Management Act, 1999
- 11) The Indian Aircraft Rules, 1920
- 12) The Industrial Disputes Act, 1947
- 13) The Industrial Employment ( Standing Orders ) Act, 1946
- 14) The Legal Metrology Act, 2009
- 15) The Motor Vehicles Act, 1988
- 16) The Trade Mark Act, 1999
- 17) The Unlawful Acts against safety of Civil Aviation Act 1982
- 18) The Water (Prevention & Control of Pollution) Act 1974

The Company has duly complied with the Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) during the audit period.

I further report that the applicable Financial laws, such as Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory auditor and by other designated professionals.

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

## ANNEXURES TO DIRECTORS' REPORT

### I Further Report That

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Adequate Notice is given to all Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through where there were no dissenting members.
- d) There are adequate system and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, rules, regulations and guidelines.

**I further report that** during the audit period, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Foreign Technical Collaborations
- (iv) Merger / amalgamation / reconstruction etc.

Place : Chennai

Date : May 16, 2019

Signature:

**For Mohan Kumar & Associates**

A. Mohan Kumar

Practicing Company Secretary

FCS No. 4347

COP No: 19145

This Report is to be read with my testimony of even date which is annexed as Annexure A and forms an integral part of this report.

## ANNEXURES TO DIRECTORS' REPORT

### 'Annexure A'

**To  
The Members,  
Blue Dart Aviation Limited**

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I have followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Chennai

Date : May 16, 2019

Signature:

**For Mohan Kumar & Associates**

A. Mohan Kumar  
Practicing Company Secretary  
FCS No. 4347  
COP No: 19145

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE D'

### EXTRACT OF ANNUAL RETURN

#### FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### FORM NO. MGT – 9

#### I. REGISTRATION AND OTHER DETAILS:

- i. CIN : U35303MH1994PLC078691
- ii. Registration Date : May 31, 1994
- iii. Name of the Company : Blue Dart Aviation Limited
- iv. Category / Sub-Category of the Company : Company having Share Capital
- v. Address of the Registered office and contact details : Blue Dart Centre, Sahar Airport Road, Andheri (East)  
Mumbai - 400 099, India. Tel.No. +91 22 28396444  
  
Head Office : Blue Dart Aviation Terminal,  
Gate No.6, Old International Airport, Meenambakkam,  
Chennai – 600 027, India  
Tel. No. +91 044 22568200
- vi. Whether listed company Yes / No : No
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any : Link Intime India Private Limited  
C 101, First Floor, 247 Park, L.B.S Marg,  
Vikhroli West, Mumbai-400 083  
Tel. No. +91 22 49186270  
E mail : mt.helpdesk@linkintime.co.in

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE Company

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Express Air Charter Service	5120	99%
2	Business Support Service	8299	1%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Blue Dart Express Limited Blue Dart Centre, Sahar Airport Road, Andheri (West), Mumbai - 400 099.	L61074MH1991PLC061074	Holding	100%	2(46)

## ANNEXURES TO DIRECTORS' REPORT

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)				No. of Shares held at the end of the year (as on March 31, 2019 i.e. on the basis of Shareholding Pattern of March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	24000000	24000000	100.00	0	24000000	24000000	100.00	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total (A)(1):	0	24000000	24000000	100.00	0	24000000	24000000	100.00	0
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total (A)(2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	0	24000000	24000000	100.00	0	24000000	24000000	100.00	0
B. Public Shareholding									
1) Institutions									
a) Mutual Funds / UTI	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-Total (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
a) Bodies Corporate	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0

## ANNEXURES TO DIRECTORS' REPORT

ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	0	0	0	0
ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
1. Clearing Member									
2. NRI	0	0	0	0	0	0	0	0	0
3. Foreign Portfolio Investor (Corporate)	0	0	0	0	0	0	0	0	0
4. OCB	0	0	0	0	0	0	0	0	0
<b>Sub-Total (B)(2):</b>	0	0	0	0	0	0	0	0	0
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	0	0	0	0	0	0	0	0	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	0	24000000	24000000	100	0	24000000	24000000	100	0.00

### ii) Shareholding of Promoters

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 total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
Blue Dart Express Limited	24000000	100	0	24000000	100	0	0

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

Sr. No.		No. of Shares held at the beginning of the year (as on April 1, 2018 i.e. on the basis of Shareholding Pattern of March 31, 2018)		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year		No change during the year		
2.	Bought / Sold during the year				
3.	At the End of the year (31/03/2019)				

## ANNEXURES TO DIRECTORS' REPORT

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

Sr. No.		Shareholding at the beginning of the year		Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	Increase	Decrease	No. of Shares	% of total Shares of the company
1.	-	0	0	0	0	0	0

### (v) Shareholding of Directors and Key Managerial Personnel:

Sr. 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
	For Each of the Directors and KMP	0	0	0	0

### (v) INDEBTEDNESS

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

₹ in Lakhs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	0	27746	0	27746
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	27746	0	27746
<b>Change in Indebtedness during the financial year</b>				
• Addition	0	21500	0	21500
• Reduction	0	(5653)	0	(5653)
<b>Net Change</b>	0	15847	0	15847
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0	43593	0	43593
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	43593	0	43593

## ANNEXURES TO DIRECTORS' REPORT

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

₹ in Lakhs

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager
		Tulsi Nowlakha Mirchandaney, Managing Director
1.	<b>Gross salary</b>	
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	251.83
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.29
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission - as % of profit - others, specify...	-
Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager
5.	Others, please specify	-
	<b>Total (A)</b>	252.12
	Ceiling as per the Act	Refer note

Note : The remuneration payable to MD is as per the provisions of Companies Act, 2013.

#### B. Remuneration to other Directors:

₹ in Lakhs

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
(1)	Independent Directors			
		Air Marshal Michael McMahon	Air Marshal VA Patkar	
	- Fee for attending board / committee meetings	3.9	3.3	7.2
	- Commission	-	-	-
	- Others, please specify	-	-	-
Total (B) (1)		3.9	3.3	7.2
(2)	Non – Executive Directors			
		Tushar K Jani	Clyde C. Cooper	
	- Fee for attending board / committee meetings	3.0	0.3	3.3
	- Commission	-	-	-
	- Others, please specify	-	-	-
Total (B) (2)		3.0	0.3	3.3

## ANNEXURES TO DIRECTORS' REPORT

(3)	Non – Executive Directors			
		Sharad Upasani	Surendra Sheth-Alternate Director	
	- Fee for attending board / committee meetings	1.2	1.2	2.4
	- Commission	-	-	-
	- Others, please specify	-	-	-
Total (B) (3)		1.2	1.2	2.4
Total (B) = (B) (1) + (B) (2) + (B) (3)				12.9

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

₹ in Lakhs

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. P. Parameshwaran	Mr. N. Palaniappan	
		Chief Financial Officer	Company Secretary	
1.	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	62.44	30.94	93.38
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.29	0.40	0.69
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00
4.	Commission - as % of profit - others, specify...	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00
	Total (C)	62.73	31.34	94.07

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/COURT]	Appeal made, if any (give Details)
<b>Company</b> Penalty Punishment Compounding	None				
<b>Directors</b> Penalty Punishment Compounding	None				
<b>Other officers in Default</b> Penalty Punishment Compounding	None				

## ANNEXURES TO DIRECTORS' REPORT

### 'ANNEXURE - E'

#### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

##### A) Earnings in Foreign Currency

Earnings in foreign currency during year ended March 31, 2019 was ₹ 127 Lakhs.

(March 31, 2018: ₹ 311 Lakhs)

##### B) Expenditure in Foreign Currency

Expenditure in foreign currency during year ended March 31, 2019 was ₹ 27,096 Lakhs.

(March 31, 2018: ₹ 21,858 Lakhs)

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART AVIATION LIMITED

### Report on the Standalone Ind AS Financial Statements

#### Opinion

We have audited the accompanying standalone Ind AS financial statements of Blue Dart Aviation Limited ("the Company"), which comprise the Balance sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the audit of the Standalone Ind AS financial statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

#### Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and in doing so, consider whether such other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibility of Management and those charged with governance for the standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART AVIATION LIMITED

### Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF BLUE DART AVIATION LIMITED

- (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

per Govind Ahuja  
Partner  
Membership Number: 048966

Place: Mumbai  
Date: May 16, 2019

## ANNEXURE 1 TO INDEPENDENT AUDITORS' REPORT

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

Re: Blue Dart Aviation Limited (the 'Company')

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

there are no dues of income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited on account of any dispute.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management there are no immovable properties, included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Companies (Auditor's report) Order, 2016 ("the Order") are not applicable to the Company.
- ii. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act"). Accordingly, the provisions of paragraph 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.
- v. The Company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the products/services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, duty of custom, goods and service tax, cess and other statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts in respect of provident fund, employees' state insurance, income-tax, service tax, , duty of custom, value added tax, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited on account of any dispute.
- viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a financial institution, bank or government or dues to debenture holders.
- ix. According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer or debt instruments and term loans; hence reporting under paragraph 3 (ix) of the Order is not applicable to the Company and not commented upon.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xi. According to the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of paragraph 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under paragraph 3(xiv) of the Order are not applicable to the Company and, not commented upon.
- xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Act.
- xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

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

per Govind Ahuja  
Partner  
Membership Number: 048966

Place: Mumbai  
Date: May 16, 2019

## ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT

Annexure 2 to the Independent Auditor's Report of even date on the standalone Ind AS financial statements of Blue Dart Aviation Limited

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

We have audited the internal financial controls over financial reporting of Blue Dart Aviation Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

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

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

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

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

## ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT

Annexure 2 referred in our report of even date

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Place: Mumbai  
Date: May 16, 2019

per Govind Ahuja  
Partner  
Membership Number: 048966

# BLUE DART AVIATION LIMITED

## BALANCE SHEET AS AT MARCH 31, 2019

	Notes	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant and Equipment	4A	39,729	28,946
Capital work-in-progress	4A	4,498	5,257
Other Intangible Assets	4B	963	909
Other Financial Assets	5	831	973
Deferred Tax Assets (Net)	6	3,558	3,327
Non-Current Tax Assets (Net)	7	2,414	1,748
Other Non-Current Assets	8	2,539	1,263
<b>TOTAL NON-CURRENT ASSETS</b>		<b>54,532</b>	<b>42,423</b>
<b>CURRENT ASSETS</b>			
Inventories	9	2,012	1,685
Financial Assets			
Trade Receivables	10	2,044	437
Cash and Cash equivalents	11	83	33
Other Financial Assets	12	484	261
Other Current Assets	13	3,027	1,293
<b>TOTAL CURRENT ASSETS</b>		<b>7,650</b>	<b>3,709</b>
<b>TOTAL ASSETS</b>		<b>62,182</b>	<b>46,132</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	14	2,400	2,400
Other Equity	15	2,801	2,562
<b>TOTAL EQUITY</b>		<b>5,201</b>	<b>4,962</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	16	35,000	24,843
Other Financial Liabilities	17	2,794	2,785
Provisions	18	362	436
Other Non Current liabilities	19	-	178
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>38,156</b>	<b>28,242</b>
<b>CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	20	-	252
Trade Payables	21		
Total Outstanding dues of Micro and Small Enterprise		263	39
Total Outstanding dues of Creditors other than Micro and Small Enterprise		6,305	6,799
Other Financial Liabilities	22	9,611	3,812
Provisions	18	218	-
Employee Benefit Obligation	18A	438	513
Other Current Liabilities	23	1,990	1,513
<b>TOTAL CURRENT LIABILITIES</b>		<b>18,825</b>	<b>12,928</b>
<b>TOTAL LIABILITIES</b>		<b>56,981</b>	<b>41,170</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>62,182</b>	<b>46,132</b>

The above balance sheet should be read in conjunction with the accompanying notes.

As per our report of even date.

**For S.R.Batliloi & Associates LLP**  
ICAI Firm registration number: 101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Tushar K. Jani**  
Chairman  
DIN:00192621

**Air Marshal M . McMahon (Retd.)**  
Director  
DIN:00234293

**N. Palaniappan**  
Company Secretary &  
General Manager-Finance

**Tulsi Nowlakha Mirchandaney**  
Managing Director  
DIN:01842520

**Sharad Upasani**  
Director  
DIN:01739334

**P. Parameshwaran**  
Chief Financial Officer

**Clyde C. Cooper**  
Director  
DIN: 00382001

**Air Marshal Vijay Achyut Patkar (Retd.)**  
Director  
DIN:07037116

Place: Mumbai  
Date: May 16, 2019

# BLUE DART AVIATION LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

	Notes	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>INCOME</b>			
Revenue from Operations	24	75,209	66,575
Other Income	25	602	558
<b>TOTAL INCOME</b>		<b>75,811</b>	<b>67,133</b>
<b>EXPENSES</b>			
Operating Costs	26	40,219	35,747
Employee Benefits Expense	27	14,517	13,186
Finance Costs	28	3,230	2,236
Depreciation and Amortisation Expense	29	7,985	6,940
Other Expenses	30	9,290	8,509
<b>TOTAL EXPENSES</b>		<b>75,241</b>	<b>66,618</b>
<b>PROFIT BEFORE TAX</b>		<b>570</b>	<b>515</b>
Income Tax Expense	32		
Current Tax		520	313
Adjustment of tax relating to earlier year		78	-
Deferred Tax		(243)	(54)
Total Tax Expense		355	259
<b>PROFIT FOR THE YEAR</b>		<b>215</b>	<b>256</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
OCI not to be reclassified to Statement of Profit or Loss in subsequent periods			
- Remeasurement gains/ (losses) on defined benefit plans		36	29
- Income tax effect		(12)	(10)
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>239</b>	<b>275</b>
Earnings Per Equity Share	31		
[Nominal value of share ₹ 10 each]			
Basic and Diluted Earning per share (in ₹)		0.90	1.06

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

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

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Tushar K. Jani**  
Chairman  
DIN:00192621

**Air Marshal M . McMahon (Retd.,)**  
Director  
DIN:00234293

**N. Palaniappan**  
Company Secretary &  
General Manager-Finance

Place: Mumbai  
Date: May 16, 2019

**Tulsi Nowlakha Mirchandaney**  
Managing Director  
DIN:01842520

**Sharad Upasani**  
Director  
DIN:01739334

**P. Parameshwaran**  
Chief Financial Officer

**Clyde C. Cooper**  
Director  
DIN: 00382001

**Air Marshal Vijay Achyut Patkar (Retd.,)**  
Director  
DIN:07037116

**BLUE DART AVIATION LIMITED**  
**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019**

		Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>A. Cash flows from Operating activities:</b>			
Profit before tax		570	515
<b>Adjustments to reconcile profit before tax to net cash flows:</b>			
Depreciation and Amortisation Expense	29	7,985	6,940
Loss on sale/ scrapping of property, plant and equipment (net)	30	57	65
Finance Costs	28	3,058	2,236
Rotables/Components & Overhaul written off	26	203	223
Unrealised loss / (gain) on Foreign Currency Transactions and Translation		(104)	125
Unwinding interest on security deposit	25	86	(86)
Provision for Slow moving Inventory	26	121	92
<b>Operating profit before changes in operating assets and liabilities</b>		<b>11,976</b>	<b>10,110</b>
<b>Adjustments for changes in operating assets and liabilities:</b>			
(Increase)/decrease in trade receivables		(1,607)	(343)
(Increase)/decrease in inventories		(448)	135
Increase in trade payables		147	1,857
(Increase)/ decrease in other current financial assets		(223)	(34)
(Increase)/decrease in other current assets		749	162
(Increase)/decrease in other non-current Financial assets		142	(371)
(Increase) in other non-current assets		(1,228)	(715)
Increase/(decrease) in current provisions and Employee Benefit Obligation		179	345
Increase in non-current provisions and Employee Benefit Obligation		(74)	(150)
Increase in other current liabilities		477	1,054
Increase in other non-current liabilities		(178)	178
Increase/ (decrease) in other financial liabilities		110	63
(Decrease) in other non-current financial liabilities		(77)	(502)
<b>Cash generated from Operations</b>		<b>9,945</b>	<b>11,789</b>
Taxes paid (net of refunds)	7	(1,264)	(1,180)
<b>Net cash flows from operating activities</b>		<b>8,681</b>	<b>10,609</b>
<b>B. Cash flows from / (used in) Investing activities:</b>			
Purchase of property, plant and equipment and other intangible assets		(21,205)	(15,677)
Proceeds from sale of property, plant and equipment		37	193
<b>Net cash flows used in Investing activities</b>		<b>(21,168)</b>	<b>(15,484)</b>
<b>C. Cash flows from / (used in) Financing activities:</b>			
Proceeds from borrowings		21,500	16,000
Repayment of borrowings		(5,653)	(8,691)
Inter Corporate deposits accepted from Blue Dart Express Ltd.		17,782	8,735
Inter Corporate deposits repaid from Blue Dart Express Ltd.		(17,782)	(8,735)

# BLUE DART AVIATION LIMITED

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Interest Paid	(3,058)	(2,029)
<b>Net cash flows from / (used) in financing activities</b>	<b>12,789</b>	<b>5,280</b>
<b>Net increase/(decrease) in Cash and cash equivalents</b>	<b>302</b>	<b>405</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>(219)</b>	<b>(624)</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>83</b>	<b>(219)</b>
Note : There are no changes in liability arising from financing, activities due to non cash changes		
<b>Cash and cash equivalents comprise of :</b>		
Balances with banks in current accounts	81	30
Cash on hand	2	3
Bank Overdraft	-	(252)
	<b>83</b>	<b>(219)</b>

### Notes:

The above Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

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

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Tushar K. Jani**  
Chairman  
DIN:00192621

**Air Marshal M . McMahon (Retd.,)**  
Director  
DIN:00234293

**N. Palaniappan**  
Company Secretary &  
General Manager-Finance

Place: Mumbai  
Date: May 16, 2019

**Tulsi Nowlakha Mirchandaney**  
Managing Director  
DIN:01842520

**Sharad Upasani**  
Director  
DIN:01739334

**P. Parameshwaran**  
Chief Financial Officer

**Clyde C. Cooper**  
Director  
DIN: 00382001

**Air Marshal Vijay Achyut Patkar (Retd.,)**  
Director  
DIN:07037116

# BLUE DART AVIATION LIMITED

## STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2019

### A. Equity Share Capital

in ₹ Lakhs

Balance as at March 31, 2017	2,400
Changes in equity share capital	-
Balance as at March 31, 2018	2,400
Changes in equity share capital	-
Balance as at March 31, 2019	2,400

### B. Other Equity

in ₹ Lakhs

Particulars	Reserves & Surplus		
	Securities Premium Reserve	Retained earnings	Total Other Equity
Balance as at March 31, 2017	600	1,687	2,287
Profit for the year	-	256	256
Other comprehensive income	-	19	19
Total comprehensive income for the year	-	275	275
Balance as at March 31, 2018	600	1,962	2,562

in ₹ Lakhs

Particulars	Reserves & Surplus		
	Securities Premium Reserve	Retained earnings	Total Other Equity
Balance as at March 31, 2018	600	1,962	2,562
Profit for the year	-	215	215
Other comprehensive income	-	24	24
Total comprehensive income for the year	-	239	239
Balance as at March 31, 2019	600	2,201	2,801

The above statement of changes in equity should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors

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

Tushar K. Jani  
Chairman  
DIN:00192621

Tulsi Nowlakha Mirchandaney  
Managing Director  
DIN:01842520

Clyde C. Cooper  
Director  
DIN: 00382001

per Govind Ahuja  
Partner  
Membership No. 048966

Air Marshal M. McMahon (Retd.)  
Director  
DIN:00234293

Sharad Upasani  
Director  
DIN:01739334

Air Marshal Vijay Achyut Patkar (Retd.)  
Director  
DIN:07037116

Place: Mumbai  
Date: May 16, 2019

N. Palaniappan  
Company Secretary &  
General Manager-Finance

P. Parameshwaran  
Chief Financial Officer

Place: Mumbai  
Date: May 16, 2019

# SCHEDULES

## Notes to the financial statements for the year ended March 31, 2019

### 1. General Information

Blue Dart Aviation Limited ('the Company') is a public company incorporated in India on May 31, 1994 under the provisions of the Companies Act applicable in India. The Company is authorised by the Director General Civil Aviation of India to commercially operate aircrafts for transporting cargo and to provide aircraft maintenance services. "Express Air Charter Services" income is generated from the charter flight services rendered exclusively to Blue Dart Express Limited. The registered office of the Company is located at Blue Dart Centre, Sahar Airport Road, Andheri East, Mumbai - 400 099. The Company is a wholly owned subsidiary of Blue Dart Express Limited, India.

The standalone financial statements were authorised for issue in accordance with a resolution of the directors on May 16, 2019.

### 2 Basis of preparation of Financial Statements

#### a. Statement of compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act').

#### b. Historical cost convention

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities and defined benefit plans - plan assets measured at fair value (Refer Note 18).

#### c. Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- (i) Estimation of useful life of property, plant and equipment and intangible assets [Refer Note 3(a)]
- (ii) Estimation of defined benefit obligation [Refer Note 18A]
- (iii) Estimation of provision for inventories
- (iv) Estimation of contingent liabilities [Refer Note 3(l)]

### d. Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

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

### 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, unless otherwise stated.

#### a. Property, plant and equipment

Property, Plant and Equipment are carried at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress represents property, plant and equipment that are not yet ready for their intended use as at the balance sheet date.

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

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

#### b. Intangible Assets:

Intangible assets are stated at cost less any accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over the estimated useful life. The Company capitalises the cost of Type-Certification course of pilots and engineers, and amortises it using the straight-line method over a period of three to five years, being the estimated useful economic life based on the contractual terms with the pilots and engineers.

#### Depreciation/Amortisation

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

Asset	Useful Life
Aircraft Componets & Overhaul	Over the engine life cycle
Aircraft Rotable Parts	10 years
Computer Software	6 years
Computers	3 to 6 years
Electrical equipments	10 years
Furnitures & fixtures	10 years
Leasehold Improvements	20 years
Office Equipment	5 years
Type Certification	3-5 years
Vehicles	8 years
Ground Equipment	10 to 15 years

The Company, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years,

leasehold improvement over the period of lease and aircraft rotatable parts over estimated useful lives of 10 years which are different from the useful life prescribed in Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged. Individual assets costing upto Rs.5,000 are depreciated over a period of one year from the date put to use.

Aircraft components and overhaul includes the cost of engines overhaul, components and modifications of airframes and contractually liable to be incurred by the Company. Such costs are depreciated / amortised on the basis of hours flown or the life cycle of the overhaul programme, as applicable.

#### c. Impairment of Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's ('CGU') net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the statement of profit and loss. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased and such reversal is recorded in the statement of profit and loss.

#### d. Inventories

Inventory of consumables/spares and loose tools are valued at lower of cost and net realisable value. The cost is calculated at purchase price and expenditure directly attributable to the acquisition of such inventories for bringing them to their present location using the specific identification method.

#### e. Revenue Recognition

##### Express Air Charter Services:

Service charges for the Express Air Charter Services are recognised in accordance with the Aircraft Crew Maintenance Insurance (ACMI) Agreement and constitute revenue earned in connection with operating aircrafts for Blue Dart Express Limited on the basis of an agreed mark-up on cost incurred. This includes reimbursement towards certain aircraft operating costs.

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

#### **Business Support Services:**

Income from Infrastructure sharing services is recognised, as and when such services are rendered, on the basis of an agreed mark-up on costs incurred, in accordance with the arrangements entered into or at the contracted rates.

#### **Interest Income:**

Interest income is recognised using the effective interest rate ('EIR') method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

#### **f. Foreign Currency Transactions**

##### **Functional and Presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.

##### **Transactions and balances**

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit or loss, within finance cost. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

#### **g. Employee Benefits**

##### **(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary

benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

##### **Compensated absences:**

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the balance sheet date are treated as short term employee benefits. Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employee benefits.

##### **(ii) Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of balance sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Remeasurements, comprising of actuarial losses/ gains are recognised immediately in the balance sheet with corresponding debit or credit to retained earnings through OCI in the period in which they occur.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

##### **(iii) Post-employment obligations**

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

- (b) Defined contribution plans such as provident fund, Employee's state insurance funds and Employee's pension scheme.

#### **Defined Benefit Plans:**

##### **Gratuity:**

The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments non-routine settlements; and Net interest expense or income.

#### **Defined Contribution Plans:**

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the statement of profit and loss for the year for which the contributions are due for payment.

#### **(iv) Bonus plans**

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### **h. Leases**

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Operating lease rental payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

#### **i. Income Taxes**

Income tax expense comprises current and deferred tax. It is recognised in Statement of profit and loss except to the extent that it relates items recognised directly in equity or in Other Comprehensive Income ('OCI').

##### **Current tax**

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

##### **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

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

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

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

#### j. Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed,

after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

#### k. Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

#### l. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### m. Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, demand deposits with banks, other short-term, highly liquid investments with original maturities of three months. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### n. Financial Instruments

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

##### A) Financial assets

###### i) Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

#### ii) Initial recognition and measurement

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

#### iii) Derecognition

A financial asset is derecognised only when

- (i) The company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### iv) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance
- b) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- i) Trade receivables which do not contain a significant financing component

- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

### B) Financial liabilities

#### i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

#### ii) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

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

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

#### iii) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated

## SCHEDULES

### Notes to the financial statements for the year ended March 31, 2019

embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

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

#### iv) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

#### v) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### vi) Offsetting of financial instruments

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

#### o. Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

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

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

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

#### p. Earnings per share

##### (i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 31).

##### (ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 31).

## SCHEDULES

### q. Segment Information

The Company is primarily engaged in a single segment business to operate aircraft and provide aircraft maintenance services within India for the business of integrated air and ground transportation and distribution of time-sensitive packages of Blue Dart Express Limited. All assets of the Company are domiciled in India and the Company earns entire revenue from its operations in India.

### r. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### 4A. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE
	Opening Balance as at April 1, 2018	Additions	"Deductions/ Adjustments"	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Tangible Assets:</b>									
Leasehold Improvements (Refer Note 39)	3,400	2,115	3,227	2,288	822	118	744	196	2,092
Aircraft Rotable Parts	4,841	1,270	116	5,995	1,553	588	29	2,112	3,883
Aircraft Components and Overhaul	26,350	13,009	2,578	36,781	8,939	5,806	2,168	12,577	24,204
Ground Equipment	5,752	1,846	69	7,529	1,493	567	20	2,040	5,489
Office Equipment	183	451	2	632	86	68	4	150	482
Electrical Equipment	756	1,264	40	1,980	312	163	25	450	1,530
Computers	345	86	2	429	116	71	1	186	243
Furniture and Fittings	1,003	1,386	93	2,296	393	208	71	530	1,766
Vehicles	49	23	2	70	19	12	1	30	40
<b>Total Tangible Assets</b>	<b>42,679</b>	<b>21,450</b>	<b>6,129</b>	<b>58,000</b>	<b>13,733</b>	<b>7,601</b>	<b>3,063</b>	<b>18,271</b>	<b>39,729</b>
Capital work-in-progress	5,257	-	-	-	-	-	-	-	4,498

**Notes:**

- As a prudent practice, Company has been depreciating full value of the assets, though the assets will have residual value and Companies Act, 2013, also allows upto 5% to be retained as a residual value.
- Deductions/Adjustments also includes reclassification from one category to another category of asset, if any.
- In 2016-17, on transition to IND AS, the Company has availed the deemed cost exemption in relation to Property, Plant & Equipment and hence net block carrying amount has been considered as the gross block carrying amount on April 1, 2015.

### 4B. INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE
	Opening Balance as at April 1, 2018	Additions	"Deductions/ Adjustments"	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
Computers - Software	628	98	19	707	340	118	9	449	258
Type Certification Course	1,350	368	229	1,489	729	266	211	784	705
<b>Total Intangible Assets</b>	<b>1,978</b>	<b>466</b>	<b>248</b>	<b>2,196</b>	<b>1,069</b>	<b>384</b>	<b>220</b>	<b>1,233</b>	<b>963</b>

**Notes :**

In 2016-17, on transition to IND AS, the Company has availed the deemed cost exemption in relation to Property, Plant & Equipment and hence net block carrying amount has been considered as the gross block carrying amount on 1st April 2015.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### 4A. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS CARRYING VALUE				Upto April 1, 2017	ACCUMULATED DEPRECIATION			NET CARRYING VALUE
	Deemed Cost as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018		For the year	Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Tangible Assets:</b>									
Leasehold Improvements	3,400	-	-	3,400	582	240	-	822	2,578
Aircraft Rotable Parts	4,813	913	885	4,841	1,589	663	699	1,553	3,288
Aircraft Components and Overhaul	17,724	11,484	2,858	26,350	7,056	4,682	2,799	8,939	17,411
Ground Equipment	5,402	472	122	5,752	1,067	522	96	1,493	4,259
Office Equipment	136	63	16	183	68	29	11	86	97
Electrical Equipment	684	141	69	756	239	120	47	312	444
Computers	352	51	58	345	112	66	62	116	229
Furniture and Fittings	921	239	157	1,003	349	148	104	393	610
Vehicles	104	8	63	49	57	16	54	19	30
<b>Total Tangible Assets</b>	<b>33,536</b>	<b>13,371</b>	<b>4,228</b>	<b>42,679</b>	<b>11,119</b>	<b>6,486</b>	<b>3,872</b>	<b>13,733</b>	<b>28,946</b>
Capital work in progress	3,343	-	-	-				-	5,257

**Notes:**

- As a prudent practice, Company has been depreciating full value of the assets, though the assets will have residual value and Companies Act, 2013, also allows upto 5% to be retained as a residual value.
- Deductions/Adjustments also includes reclassification from one category to another category of asset, if any.
- In 2016-17, on transition to IND AS, the Company has availed the deemed cost exemption in relation to Property, Plant & Equipment and hence net block carrying amount has been considered as the gross block carrying amount on April 1, 2015.

### 4B. INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS CARRYING VALUE				Upto April 1, 2017	ACCUMULATED DEPRECIATION			NET CARRYING VALUE
	Deemed Cost as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018		For the year	Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
Computers - Software	586	45	3	628	229	114	3	340	288
Type Certification Course	1,476	259	385	1,350	650	340	261	729	621
<b>Total Intangible Assets</b>	<b>2,062</b>	<b>304</b>	<b>388</b>	<b>1,978</b>	<b>879</b>	<b>454</b>	<b>264</b>	<b>1,069</b>	<b>909</b>

**Notes :**

In 2016-17, on transition to IND AS, the Company has availed the deemed cost exemption in relation to Property, Plant & Equipment and hence net block carrying amount has been considered as the gross block carrying amount on 1st April 2015.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>5 OTHER NON-CURRENT FINANCIAL ASSETS</b>		
(Unsecured, considered good, unless otherwise stated)		
Long term deposits with banks with maturity period more than 12 months	-	1
<b>Advances</b>		
Deposits	831	972
<b>Total</b>	<b>831</b>	<b>973</b>
<b>6 DEFERRED TAX ASSET/(LIABILITIES) (NET) [Refer Note 3 (i) and Note 32]</b>		
<b>Deferred Tax Assets</b>		
Property, Plant and Equipment and intangible assets	2,817	2,675
Other timing differences	741	652
<b>Gross Deferred Tax Assets</b>	<b>3,558</b>	<b>3,327</b>
<b>7 NON-CURRENT TAX ASSETS (NET)</b>		
<b>Opening balance</b>	1,748	881
Less: Current tax payable for the year	520	313
Less: Adjustment of tax relating to earlier year	78	-
Add: Taxes paid	1,264	1,180
<b>Closing balance</b>	<b>2,414</b>	<b>1,748</b>
Advance income tax	6,957	5,693
Provision for tax	4,543	3,945
Advance income tax (Net of provision for tax)	<b>2,414</b>	<b>1,748</b>
<b>8 OTHER NON-CURRENT ASSETS</b>		
Capital Advances	175	127
Prepaid Expenses	274	1,136
Other non-current asset (Refer Note 39)	2,090	-
<b>Total</b>	<b>2,539</b>	<b>1,263</b>
<b>9 INVENTORIES</b>		
Consumables/Spares*	1,803	1,491
Loose Tools	209	194
<b>Total</b>	<b>2,012</b>	<b>1,685</b>
* Net of provision for slow-moving items of ₹ 702 Lakhs, (March 31, 2018 - ₹ 580 Lakhs)		
<b>10 TRADE RECEIVABLES</b>		
(Unsecured, considered good)		
Trade receivables	20	123
Receivables from related parties (Refer Note 33)	2,024	314
<b>Total</b>	<b>2,044</b>	<b>437</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>11 CASH AND CASH EQUIVALENTS</b>		
Balances with banks in current accounts	81	30
Cash on hand	2	3
<b>Total</b>	<b>83</b>	<b>33</b>
<b>12 OTHER CURRENT FINANCIAL ASSETS</b>		
(Unsecured, considered good, unless otherwise stated)		
Deposits	484	261
<b>Total</b>	<b>484</b>	<b>261</b>
<b>13 OTHER CURRENT ASSETS</b>		
(Unsecured, considered good)		
Prepaid Expenses	1,657	672
Balance with Government Authorities	1,034	325
Others (Refer Note 39)	336	296
<b>Total</b>	<b>3,027</b>	<b>1,293</b>
<b>14 EQUITY SHARE CAPITAL</b>		
<b>Authorised</b>		
4,00,00,000 Equity Shares(March 31, 2018- 40,000,000 of ₹ 10 each	4,000	4,000
<b>Issued, Subscribed and Fully Paid up</b>		
2,40,00,000 Equity Shares (March 31, 2018 : 24,000,000 of ₹ 10 each fully paid-up	2,400	2,400
<b>Total</b>	<b>2,400</b>	<b>2,400</b>

### i. Reconciliation of the number of shares

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	Amount (₹ In Lakhs)	Number of shares	Amount (₹ In Lakhs)
Balance as at the beginning of the year	24,000,000	2,400	24,000,000	2,400
Additions/Deletions during the year	-	-	-	-
Balance as at the end of the year	24,000,000	2,400	24,000,000	2,400

### ii. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares at a par value of ₹ 10 per share. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the equity share holders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their share holding.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### iii. Shares held by Holding Company

Blue Dart Express Limited, the Holding Company  
24,000,000 (March 31, 2018- 24,000,000) equity shares of ₹ 10 each  
fully paid up

As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
2,400	2,400

### iv. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	%	Number of shares	%
Blue Dart Express Limited ('BDEL') and its nominees	24,000,000	100%	24,000,000	100%
<b>Total</b>	<b>24,000,000</b>	<b>100%</b>	<b>24,000,000</b>	<b>100%</b>

## 15 OTHER EQUITY

### Reserves and Surplus

Securities Premium

Retained earnings

**Total**

As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
600	600
2,201	1,962
<b>2,801</b>	<b>2,562</b>

### i) Securities Premium

Balance as at the beginning and end of the year

600	600
-----	-----

### ii) Retained Earnings

Balance as at the beginning of the year

Net Profit for the year

Items of other comprehensive income recognised directly in retained earnings

Remeasurements of defined benefit obligations, (net of tax)

**Balance as at the end of the year**

**Total of Other Equity**

1,962	1,687
215	256
24	19
<b>2,201</b>	<b>1,962</b>
<b>2,801</b>	<b>2,562</b>

### Nature and purpose of reserve:

#### Security Premium

Securities Premium is used to record the premium received on issue of shares. The Reserve can be utilised only in accordance with the provisions of the act.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### 16 NON CURRENT FINANCIAL LIABILITIES - BORROWINGS

#### Term loans

#### Unsecured

- (a) Term Loan from Financial Institutions (Refer note (a) and (c))
- (b) Term Loan from banks (Refer note (b))
- (c) Term Loan from Blue Dart Express Limited (Refer note (d))

#### Total

As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
17,500	23,750
17,500	-
-	1,093
<b>35,000</b>	<b>24,843</b>

#### Security and Salient Terms:

- a) During the year, the Company has taken unsecured term loan of ₹ 4,000 lakhs from Citicorp Finance India Ltd ('Citicorp') on June 12, 2018, having a moratorium period of 24 months and repayable in four equal instalments over a period of 36 months from June 12, 2018, starting from September 11, 2020 with an interest rate of 8.60% p.a.
- b) During the year, the Company has taken further unsecured term loan from Federal Bank & Axis bank of ₹ 10,000 lakhs and ₹ 7,500 lakhs at interest rate of 8.40% p.a. and 8.60% p.a., respectively, which will be reset at every 364 days from the date of disbursement for the purposes of refinancing exiting loan, aviation related maintenance and other capital expenditure.
- c) During the year, the Company has fully repaid the term loan of ₹ 3,750 lakhs availed from Standard Chartered Investments & Loans India Limited ahead of its repayment schedule.
- d) During the year, the Company has repaid ₹ 1,904 lakhs towards the unsecured interest bearing loan borrowed from Blue Dart Express Limited. The outstanding amount as at March 31, 2019 is ₹ 1,092 lakhs which has been shown under other current financial liability since it is payable within 12 months of the balance sheet date as disclosed in Note 22.
- e) Blue Dart Express Limited, the holding company, has provided the letter of Comfort to the banks/ financial institutions in respect of credit facilities provided by the banks/ financial institutions to the Company.

### 17 OTHER FINANCIAL LIABILITIES

- Aircraft Payload Deposit from Blue Dart Express Limited
- Deposit Received from DHL Express (India) Private Limited
- Employee Benefits Payable

#### Total

As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
1,964	1,774
648	798
182	213
<b>2,794</b>	<b>2,785</b>

### 18 CURRENT PROVISIONS

- Provision for aircraft redelivery obligation (refer below note A)

#### Total

218	-
<b>218</b>	<b>-</b>

#### NON-CURRENT PROVISIONS

- Provision for aircraft redelivery obligation (refer below note A)

#### Total

362	436
<b>362</b>	<b>436</b>

#### Note A: Movement in provision for aircraft redelivery obligation:

#### Opening Balance

- Additions during the year (including interest Rs 40 lakhs (Previous year: Rs 30 lakhs))

- Utilisation during the year

#### Closing Balance

436	282
144	154
-	-
<b>580</b>	<b>436</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### 18 A CURRENT EMPLOYEE BENEFITS OBLIGATION

#### Provision for Employee Benefits:

[Refer notes 3 (g)]

Provision for Gratuity

Provision for Compensated absences

**Total**

As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
(7)	74
445	439
<b>438</b>	<b>513</b>

#### Employee benefit obligations

The Company has classified the various employee benefits provided to employees as under:

#### I Defined Contribution Plans

- Employer's Contribution to Provident Fund
- Employer's Contribution to Employees' State Insurance
- Employer's Contribution to Employees' Pension Scheme 1995

For the Year ended March 31, 2019 in ₹ Lakhs	For the Year ended March 31, 2018 in ₹ Lakhs
205	221
34	28
112	104

During the year, the Company has recognised the above amounts in the Statement of Profit and Loss under "Contribution to provident and other funds"

#### II Defined Benefit Plans

##### Gratuity:

A The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the years are as follows:

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
<b>Balance as on April 1, 2017</b>	<b>1,235</b>	<b>(1,150)</b>	<b>85</b>
Interest Cost	95	-	95
Current Service Cost	92	-	92
Expected Return on Plan Assets	-	(88)	(88)
<b>Total amount recognised in profit or loss</b>	<b>187</b>	<b>(88)</b>	<b>99</b>
Remeasurements			
Actuarial (gain)/loss on obligations	(42)	13	(29)
<b>Total amount recognised in other comprehensive income</b>	<b>(42)</b>	<b>13</b>	<b>(29)</b>
Benefits Paid	(95)	95	0
Contributions	-	(81)	(81)
<b>Balance as on March 31, 2018</b>	<b>1,285</b>	<b>(1,211)</b>	<b>74</b>
Interest Cost	101	-	101
Current Service Cost	91	-	91
Expected Return on Plan Assets	-	(96)	(96)
<b>Total amount recognised in profit or loss</b>	<b>192</b>	<b>(96)</b>	<b>96</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
Liability Transferred In/ Acquisitions	59	(59)	-
Remeasurements			
Actuarial (gain)/loss on obligations	(46)	10	(36)
<b>Total amount recognised in other comprehensive income</b>	<b>13</b>	<b>(49)</b>	<b>(36)</b>
Benefits Paid	(80)	80	-
Contributions	-	(141)	(141)
<b>Balance as on March 31, 2019</b>	<b>1,410</b>	<b>(1,417)</b>	<b>(7)</b>

### B Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Present Value of funded obligation as at the year end	1,410	1,285
Fair Value of Plan Assets as at the end of the year	(1,417)	(1,211)
Present Value of unfunded obligation as at the year end	(7)	74
Unrecognised Actuarial (gains)/losses	-	-
<b>Unfunded Net Liability Recognised in Balance Sheet</b>	<b>(7)</b>	<b>74</b>

### C Amount recognised in the Balance Sheet

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Present Value of Obligation at the end of the year	1,410	1,285
Fair value of plan assets	(1,417)	(1,211)
Liability recognised in the Balance Sheet	(7)	74

### D Actuarial assumptions

- i Valuations in respect of gratuity has been carried out by an independent actuary, as at the balance sheet date, based on the following assumptions:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Discount Rate and Expected Return on Plan Assets (per annum)	7.78%	7.66%
Rate of increase in Salary growth rate	7.25%	7.25%

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

### ii Sensitivity analysis

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

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	Impact on defined benefit obligation (In ₹ Lakhs)			
	As at March 31, 2019		As at March 31, 2018	
	Increase (0.5%)	Decrease (0.5%)	Increase (0.5%)	Decrease (0.5%)
Discount rate (0.5% movement)	(65)	71	(61)	67
Future salary growth (0.5% movement)	71	(66)	67	(62)

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

### iii Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ("LIC") as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Insured fund in LIC	1417	1211

### iv Expected gratuity contribution for the next years

	92	164
--	----	-----

### E Compensated Absences

Current provisions (Refer note 18B)	445	439
-------------------------------------	-----	-----

## 19 OTHER NON CURRENT LIABILITIES

Air charter service income received in advance	-	178
<b>Total</b>	<b>-</b>	<b>178</b>

## 20 CURRENT BORROWINGS

<b>Unsecured</b>		
Bank Overdraft (payable on demand and interest rate i.e. MCLR +0.35%)	-	252
<b>Total</b>	<b>-</b>	<b>252</b>

## 21 TRADE PAYABLES

Trade Payables:		
Total outstanding dues of Micro enterprises and Small Enterprises (Refer Note 34)	263	39
Total outstanding dues of creditors other than Micro enterprises and small enterprises:		
Trade payable other than related parties	4,449	3,238
Trade payables to related parties (Refer Note 33)	670	2,476
Other Payables	1,186	1,085
<b>Total</b>	<b>6,568</b>	<b>6,838</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>22 OTHER FINANCIAL LIABILITIES</b>		
Current maturities of Term Loan from Blue Dart Express Limited (Refer Note 16)	1,092	1,903
Current maturities of Unsecured term loan from Financial Institutions (Refer Note 16)	7,500	1,000
Deposit Received from DHL Express (India) Private Limited	150	150
Employee benefits payable	869	759
<b>Total</b>	<b>9,611</b>	<b>3,812</b>
<b>23 OTHER CURRENT LIABILITIES</b>		
Statutory dues (including Provident Fund, Employees' State Insurance and Tax Deducted at Source)	1,814	1,335
Air charter service income received in advance	176	178
<b>Total</b>	<b>1,990</b>	<b>1,513</b>
	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2017 in ₹ Lakhs
<b>24 REVENUE FROM OPERATIONS</b>		
Express Air Charter Services [Refer Note 3(e)]	74,315	65,706
<b>Other Operating Revenue</b>		
Business Support Services [Refer Note 3(e)]	894	869
<b>Total</b>	<b>75,209</b>	<b>66,575</b>
<b>25 OTHER INCOME</b>		
Sale of Spares / Services	265	261
Unwinding interest on security deposit	86	86
Net Gain on Foreign Currency Transactions and Translation [Refer Note 3(f)]	89	-
Miscellaneous Income	162	211
<b>Total</b>	<b>602</b>	<b>558</b>
<b>26 OPERATING COSTS</b>		
Aircraft Fuel	23,845	19,356
Aircraft and Engine Lease Rentals [Refer Note 3(h)]	8,458	8,013
Navigation Charges	3,651	4,114
Engineering Maintenance Costs	1,246	1,439
Loss on sale/scraping of Rotables/Components & Overhaul written off [Refer Note 4A]	203	223
Consumption of Consumables and Tools	1,154	1,175
Provision for aircraft redelivery obligation [Refer Note 18]	144	124
Provision for slow-moving inventory	121	92

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2017 in ₹ Lakhs
Aircraft Insurance	229	224
Handling and Clearing	871	691
Interline Expenses	297	296
<b>Total</b>	<b>40,219</b>	<b>35,747</b>
<b>27 EMPLOYEE BENEFITS EXPENSE</b>		
Salaries, Bonus and compensated absences	13,104	11,863
Contribution to provident and other funds	372	353
Gratuity	96	99
Staff Welfare Expenses	945	871
<b>Total</b>	<b>14,517</b>	<b>13,186</b>
<b>28 FINANCE COSTS</b>		
Interest Expense:		
- On Term loan from bank	702	-
- On Term loans from financial institutions	2,023	1,464
- On Unsecured term loan and inter corporate deposits from Blue Dart Express Limited	320	561
- Unwinding of interest on provisions/payload deposits	179	207
- On Others	6	4
<b>Total</b>	<b>3,230</b>	<b>2,236</b>
<b>29 DEPRECIATION AND AMORTISATION EXPENSE</b>		
Depreciation on Tangible assets	7,601	6,486
Amortisation on Intangible assets	384	454
<b>Total</b>	<b>7,985</b>	<b>6,940</b>
<b>30 OTHER EXPENSES</b>		
Rent	5,455	4,647
Electricity	392	376
Repairs and Maintenance - Others	881	826
Communication Expenses	100	90
Directors sitting fees	13	20
Legal and Professional Expenses	111	154
Payment to Auditors		
Statutory Audit fees	9	9
Tax Audit fees	1	1
*Reimbursement of Expenses	12	1
Rates and taxes	147	64

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2017 in ₹ Lakhs
Insurance	192	175
Lease and Hire charges	55	53
Loss on Sale/Scrapping of Assets	57	65
Net Loss on Foreign Currency Transactions and Translation	-	234
Printing and Stationery	187	227
Subscriptions Charges	297	268
Travelling Expenses	438	421
Miscellaneous expenses	943	878
<b>Total</b>	<b>9,290</b>	<b>8,509</b>

\*Out of ₹12 lakhs, ₹ 5.64 Lakhs pertains to financials year 2017-18 & rest consist of provision for the financials year 2018-19.

### 31 EARNINGS PER SHARE

Profit for the year	215	256
Weighted average number of shares (Nos.)	24,000,000	24,000,000
Basic and Diluted Earnings Per Share (In ₹)	0.90	1.06
Nominal value of shares outstanding (In ₹)	10	10

### 32 TAX EXPENSE

#### A. Amounts recognised in profit and loss

##### (a) Income tax expense

##### Current Tax

Current tax on profits for the year	520	313
Adjustment of tax relating to earlier year	78	-
<b>Total current tax expense</b>	<b>598</b>	<b>313</b>

##### Deferred tax

Decrease (increase) in deferred tax	(243)	(54)
<b>Total deferred tax expense/(benefit)</b>	<b>(243)</b>	<b>(54)</b>

##### Income tax expense

**355**      **259**

##### (b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Profit before income tax expense	570	515
<b>Tax at the Indian tax rate of 34.96% (2017-2018 – 34.608%) *</b>	<b>199</b>	<b>179</b>
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Others	156	80
<b>Income tax expense</b>	<b>355</b>	<b>259</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### B. Movement in deferred tax balances

	March 31, 2019					(in ₹ Lakhs)	
	Net balance March 31, 2018	Recognised in Profit and Loss	Recognised in OCI	Others	Net deferred tax asset / liability	Deferred tax asset	Deferred tax liability
<b>Deferred tax asset</b>							
Property, plant and equipment and intangible assets	(2,686)	(131)	-	-	(2,817)	(2,817)	-
Provision for Compensated Absences	(152)	(4)	-	-	(156)	(156)	-
Provision for Bonus	(11)	7	-	-	(4)	(4)	-
Provision for Gratuity	(36)	38	-	-	2	2	-
Remeasurement of Net Defined Benefit plans	10	-	12	-	22	22	-
Other items	(453)	(153)	-	-	(605)	(605)	-
<b>Tax (Assets) / Liabilities</b>	<b>(3,327)</b>	<b>(243)</b>	<b>12</b>	<b>-</b>	<b>(3,558)</b>	<b>(3,558)</b>	<b>-</b>

	March 31, 2018					(in ₹ Lakhs)	
	Net balance March 31, 2017	Recognised in Profit and Loss	Recognised in OCI	Others	Net deferred tax asset / liability	Deferred tax asset	Deferred tax liability
<b>Deferred tax liability</b>							
Property, plant and equipment and intangible assets	(2,493)	(193)	-	-	(2,686)	(2,686)	-
Provision for Compensated Absences	(144)	(8)	-	-	(152)	(152)	-
Provision for Bonus	(42)	31	-	-	(11)	(11)	-
Provision for Gratuity	(30)	(6)	-	-	(36)	(36)	-
Remeasurements of the net defined benefit plans	-	-	10	-	10	10	-
Other items	(575)	122	-	-	(453)	(453)	-
<b>Tax (Assets) / Liabilities</b>	<b>(3,284)</b>	<b>(54)</b>	<b>10</b>	<b>-</b>	<b>(3,327)</b>	<b>(3,327)</b>	<b>-</b>

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets.

The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### 33 RELATED PARTY DISCLOSURES

#### A) NAME OF RELATED PARTIES AND NATURE OF RELATIONSHIP:

##### i) Enterprises where control exists

Ultimate Holding Company	Deutsche Post AG, Germany
Holding Company	Blue Dart Express Limited

Name	Type	Place of Incorporation	Ownership Interest	
			March 31, 2019	March 31, 2018
Blue Dart Express Limited and its nominees	Holding Company	India	100%	100%

##### ii) Key Management Personnel

Ms. Tulsi Nowlakha Mirchandaney	Managing Director
Mr. Tushar K. Jani	Non-Executive Director
Mr. Clyde C Cooper	Non-Executive Director
Air Marshal M. McMahon (Retd.)	Independent Director
Air Marshal Vijay Achyut Patkar (Retd.)	Independent Director
Mr. Sharad Upasani	Non-Executive Director
Mr. Surendra Sheth	Alternate Director

##### iii) Entities under common control where transaction have taken place

Concorde Air Logistics Limited
DHL Express India Private Limited
European Air Transport, Leipzig GmbH
DHL Aviation (Netherlands) B.V.
DHL Logistics Private Limited
DHL Aviation EEMEA, Kingdom of Bahrain
DHL Worldwide Network NV/SA

##### iv) Entities in which a Director is interested, where transaction have taken place

Cargo Service Center India Private Limited
Delhi Cargo Service Center Private Limited
Mumbai Cargo Service Center Airport Private Limited

\*Key management personnel compensation

Particulars	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>Name : Ms Tulsi Nowlakha Mirchandaney</b>		
Short-term employee benefits	233	279
Post-employment benefits	-	11
Other long-term benefits	17	16
<b>Total</b>	<b>250</b>	<b>306</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### B) TRANSACTIONS WITH RELATED PARTIES DURING THE YEAR:

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>NATURE OF TRANSACTIONS:</b>		
<b>i) With Blue Dart Express Limited</b>		
Express Air Charter Service Income (including service income accrued in advance)	(74,315)	(65,706)
Interest charges incurred on Term Loan	189	437
Interest charges incurred on Inter corporate Deposit	131	124
Courier charges incurred	30	26
Inter Corporate deposits accepted during the year	17,782	8,735
Inter Corporate deposits repaid during the year	(17,782)	(8,735)
Unsecured Term Loan repaid during the year	(1,903)	(2,441)
Purchase / (Sale) of Plant, property and equipment	-	12
<b>ii) Directors Sitting Fees</b>		
Mr. Tushar K. Jani	3	4
Mr. Clyde C Cooper	0	1
Air Marshal M. McMahon (Retd.)	4	5
Air Marshal Vijay Achyut Patkar (Retd.)	3	5
Mr. Surendra Sheth	1	3
Mr. Sharad Upasani	1	2
<b>iii) Entities under common control :</b>		
<b>(a) Concorde Air Logistics Limited:</b>		
Clearing and Forwarding charges	151	91
Agency charges incurred for customs clearing	14	11
<b>(b) With DHL Express India Private Limited</b>		
Business support services income	(894)	(869)
Other income	(98)	(79)
Courier charges incurred	503	326
Tax Functional Cost	15	11
Other Reimbursements (Expenses)	-	1
<b>(c) With European Air Transport, Leipzig GmbH</b>		
Expenses towards Aircraft spares /Repairs	45	18
<b>(d) With DHL Aviation (Netherlands) B.V.</b>		
Aircraft Dry Lease	7,750	7,187
Technical Services	17	15
<b>(e) With DHL Aviation EEMEA, Kingdom of Bahrain</b>		
Received towards Sale of Aircraft parts	(0)	(3)
<b>(f) With DHL Logistics Private Limited</b>		
Freight Charges	60	26
<b>(g) With Delhi Cargo Service Centre Pvt., Ltd.,</b>		
Rent	775	-

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Civil Work	44	-
Electricity /Water/De stuffing charges	115	-
Interline Expenses	-	6
<b>(h) With Cargo Service Centre India Pvt., Ltd.,</b>		
Interline Expenses	12	6
<b>(i) With DHL Worldwide Network NV/SA</b>		
Reimburshment of Freight charges	-	15
AMC charges for Engineering & Maintenance ERP	42	38
<b>(j) DHL ECOMMERCE (SINGAPORE) PTE LTD</b>		
Re-imbursement of go getter award expenses	4	-
<b>(k) Mumbai Cargo Service Center Airport Private Limited</b>		
Cargo handling charges	31	-

### C) RELATED PARTY BALANCES:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
(i) Receivable/(Payable) from/to subsidiary/Fellow Subsidiaries Company		
<b>a) Blue Dart Express Limited</b>		
Aircraft Payload Deposit (including service income accrued in advance)	(2,150)	(2,150)
Account payable	(5)	(4)
Account Receivable(net)	1,838	216
Outstanding Unsecured Term Loan	(1,092)	(2,996)
<b>b) DHL Express India Private Limited</b>		
Outstanding Security Deposit (refer note 17 & 22)	(798)	(948)
Receivables towards Other operating income(net)	186	98
Payable towards freight charges	(31)	(18)
<b>c) DHL Aviation (Netherlands) B.V.</b>		
Payable towards Aircraft Dry Lease charges	(624)	(2,440)
<b>d) Concorde Air Logistics Limited</b>		
Payable	(1)	(13)
<b>e) Cargo Service Center India Private Limited</b>		
Payable towards Interline	(1)	-
<b>f) Delhi Cargo Service Center Private Limited</b>		
Security Deposit	1,314	1,314
Payable towards Interline	(8)	(1)
<b>g) European Air Transport, Leipzig GmbH</b>		
Payable towards Aircraft spares/Repairs	(1)	-
<b>h) Mumbai Cargo Service Center Airport Private Limited</b>		
Payable towards cargo handling charges	(9)	-
<b>i) Payable to Key Management Personnel</b>		
Ms. Tulsi Nowlakha Mirchandaney	72	125

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

### D) Notes:

- i) The terms and conditions of transactions with related parties were no more favorable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

### 34 DUES TO MICRO AND SMALL ENTERPRISES

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	263	39
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	Nil	Nil
Principal amounts paid to suppliers registered under the 'MSMED Act beyond the appointed day during the year	Nil	Nil
Interest paid, other than under Section 16 of MSMED Act 'to suppliers registered under the MSMED Act beyond the appointed day during the period	Nil	Nil
Interest paid, under Section 16 of MSMED Act to suppliers 'registered under the MSMED Act beyond the appointed day during the period	Nil	Nil
Interest due and payable towards suppliers registered 'under MSMED Act for payments already made	Nil	Nil
Further interest remaining due and payable for earlier years	Nil	Nil
The above information regarding Micro, Small and Medium Enterprises given in Note 21 - Trade Payables has been determined to the extent such parties have been identified on the basis of information available with the Company.		

### 35 COMMITMENTS

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>i) CAPITAL COMMITMENTS</b>		
Estimated amount of contracts remaining to be executed on Capital account and not provided for (net of advances)	1,540	7,783
<b>ii) OPERATING LEASES [Refer Note 3(h)]</b>		
The Company has entered into various non-cancellable operating lease agreements for acquiring aircrafts, aircraft engine and premises. These lease agreements are for a period of 1 to 15 years. Future minimum lease rentals payable under non-cancellable operating leases are as follows:		

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Operating Lease – Aircraft / Aircraft Engines</b>		
<b>Period</b>		
Upto one year	6,903	7,776
One to five years	21,091	23,600
Above five years	11,712	17,739
<b>Charge for the year</b>	<b>8,458</b>	<b>8,013</b>

## SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Operating Lease – Leasehold Land and Premises</b>		
<b>Period</b>		
Upto one year	4,979	3,332
One to five years	16,775	13,040
Above five years	24,604	25,842
<b>Charge for the year</b>	<b>5,455</b>	<b>4,647</b>

Company has entered into various cancellable leasing arrangements for motor cars, office equipment's and official premises. The lease rentals for motor cars is ₹ 96 lakhs [March 31, 2018 ₹ 85 lakhs], the same has been included under the head "Employee Benefits Expense - Salaries, Wages and Bonus" under note 27 forming part of the Statement of Profit and Loss. Lease rentals for office equipment's of ₹ 55 lakhs [March 31, 2018 ₹ 53 lakhs] has been included under the head "Other Expenses - Lease and Hire charges" (refer Note 30).

### 36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

#### A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

in ₹ Lakhs					
Carrying amount					
March 31, 2019	Note No.	FVPL	FVOCI	Amortised Cost	Total
<b>Financial assets</b>					
(i) Trade receivables (Refer Note 1 below)	10	-	-	2,044	2,044
(ii) Cash and cash equivalents (Refer Note 1 below)	11	-	-	83	83
(iii) Others financial assets (Refer Note 2 below)	5 and 12	-	-	1,315	1,315
		-	-	<b>3,442</b>	<b>3,442</b>
<b>Financial liabilities</b>					
(i) Borrowings (Refer Note 3 below)	16, 20 and 22	-	-	43,592	43,592
(ii) Trade payables (Refer Note 1 below)	21	-	-	6,568	6,568
(iii) Other financial liabilities (Refer Note 1 below)	17 and 22	-	-	3,813	3,813
		-	-	<b>53,973</b>	<b>53,973</b>

Carrying amount					
March 31, 2018	Note No.	FVPL	FVOCI	Amortised Cost	Total
<b>Financial assets</b>					
(i) Trade receivables (Refer Note 1 below)	10	-	-	437	437
(ii) Cash and cash equivalents (Refer Note 1 below)	11	-	-	33	33
(iii) Others financial assets (Refer Note 2 below)	5 and 12	-	-	1,234	1,234
		-	-	<b>1,704</b>	<b>1,704</b>
<b>Financial liabilities</b>					
(i) Borrowings (Refer Note 3 below)	16, 20 and 22	-	-	27,998	27,998
(ii) Trade payables (Refer Note 1 below)	21	-	-	6,838	6,838
(iii) Other financial liabilities (Refer Note 1 below)	17 and 22	-	-	3,694	3,694
		-	-	<b>38,530</b>	<b>38,530</b>

## SCHEDULES

### Notes forming part of Financial Statements as of and for the year ended March 31, 2019

**Note 1:** The carrying value of trade receivables, cash and cash equivalents, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

**Note 2:** Difference between carrying amounts and fair values of other financial assets measured at amortised cost is not significantly different in each of the year presented.

**Note 3:** Borrowings are taken at variable interest rate which is reviewed and reset periodically considering the market trend and hence the carrying amount is not materially different from their fair values.

### B Financial Risk management

#### i. Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the policies and processes. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and management policies and processes.

#### ii. Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company does not have any financial assets that are past due but not impaired.

#### Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

	March 31, 2019	March 31, 2018
Neither past due nor impaired		
<b>Past due but not impaired</b>		
Past due 1–90 days	2,042	434
Past due 91–180 days	2	3
	<b>2,044</b>	<b>437</b>

Of the above total balances of ₹ 2044 lakhs, the related party balances is ₹ 2027 lakhs and the remaining is ₹ 17 lakhs.

#### Expected credit loss assessment for customers as at March 31, 2018 and March 31, 2019

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. As company's customer are its holding company and group company hence impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of no credit losses. Further, management believes that the unimpaired amounts that are past due by more than 90 days are still collectible in full, based on historical payment behavior and extensive analysis of customer credit risk.

#### Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks and financial institutions of ₹ 81 Lakhs and ₹ 30 Lakhs as at March 31, 2019 and March 31, 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

## SCHEDULES

### Notes forming part of Financial Statements as of and for the year ended March 31, 2019

#### Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at March 31, 2019 and March 31, 2018. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

#### iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As of March 31, 2019, the Company had working capital of ₹ (11174) lakhs including inventories of ₹ 2012 lakhs, cash and cash equivalents of ₹ 83 lakhs, trade receivables of ₹ 2044 lakhs, other current assets of ₹ 3511 lakhs, trade payables of ₹ 6568 lakhs, provisions for aircraft redelivery obligation ₹ 218 lakhs, employee benefit obligation of ₹ 438 lakhs and other current liabilities of ₹ 11600 lakhs.

As of March 31, 2018, the Company had working capital of ₹ (9219) lakhs including inventories of ₹ 1685 lakhs, cash and cash equivalents of ₹ 33 lakhs, trade receivables of ₹ 437 lakhs, other current assets of ₹ 1554 lakhs, borrowings of ₹ 252 lakhs, trade payables of ₹ 6838 lakhs, employee benefit obligation of ₹ 513 lakhs and other current liabilities of ₹ 5325 lakhs.

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

in ₹ Lakhs

March 31, 2019	Contractual cash flows						
	Carrying amount	Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
Borrowings	43,592	43,592	-	8,592	25,417	9,583	-
Trade payables	6,568	6,568	6,568	-	-	-	-
Other financial liabilities	3,813	3,813	-	3,165	150	498	-
<b>Total</b>	<b>53,973</b>	<b>53,973</b>	<b>6,568</b>	<b>11,757</b>	<b>25,567</b>	<b>10,081</b>	<b>-</b>

in ₹ Lakhs

March 31, 2018	Contractual cash flows						
	Carrying amount	Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
Borrowings	27,998	32,468	607	4,677	11,286	15,898	-
Trade payables	6,838	6,838	6,838	-	-	-	-
Other financial liabilities	3,694	3,694	15	892	363	2,424	-
<b>Total</b>	<b>38,530</b>	<b>43,000</b>	<b>7,460</b>	<b>5,569</b>	<b>11,649</b>	<b>18,322</b>	<b>-</b>

#### iv Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities.

## SCHEDULES

### Notes forming part of Financial Statements as of and for the year ended March 31, 2019

#### a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to deposits and borrowings from bank and financial institutions.

For details of the Company's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 16 and Note 20 of these financial statements.

#### Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

	Profit or loss	
	100 bp increase	100 bp decrease
<b>As at March 31, 2019</b>		
Variable-rate instruments	(436)	436
<b>sensitivity</b>	<b>(436)</b>	<b>436</b>
<b>As at March 31, 2018</b>		
Variable-rate instruments	(277)	277
<b>sensitivity</b>	<b>(277)</b>	<b>277</b>

#### b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar and Euro, against the functional currency of the Company.

#### Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

	in ₹ Lakhs	
	March 31, 2019	March 31, 2018
Other receivables (in USD)	-	93
Trade payables (in GBP)	4	13
Trade payables (in USD)	3,374	2,647
Trade payables (in Euro)	520	2,147
<b>Net statement of financial position exposure</b>	<b>3,898</b>	<b>4,714</b>

## SCHEDULES

### Notes forming part of Financial Statements as of and for the year ended March 31, 2019

#### Sensitivity analysis

A 5% strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in ₹ Lakhs	Profit or loss	
March 31, 2019	Strengthening	Weakening
USD	(169)	169
EUR	(26)	26
	<b>(195)</b>	<b>195</b>

Effect in ₹ Lakhs	Profit or loss	
March 31, 2018	Strengthening	Weakening
USD	(132)	132
EUR	(107)	107
	<b>(239)</b>	<b>239</b>

(Note: The impact is indicated on the profit/loss and equity before tax basis)

### 37 CAPITAL MANAGEMENT

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital regularly.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at March 31, 2019 was as follows:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Total external borrowings	43,592	27,998
Less : Cash and cash equivalent	83	33
Adjusted net debt	43,509	27,965
Total equity	5,201	4,962
Adjusted net debt to adjusted equity ratio	8.37	5.64

### 38 RECENT ACCOUNTING PRONOUNCEMENTS

Ind AS 116 Leases was notified by MCA on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 01, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

## SCHEDULES

### Notes forming part of Financial Statements as of and for the year ended March 31, 2019

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

The Company intends to adopt this standard from April 01, 2019. The Company is in the process of evaluating the effect of revised accounting policy on its financial statements.

### 39 SURRENDER AND TRANSFER DEED

During the year, The Company entered in to Surrender and Transfer Deed and new Sub Lease agreement with Bangalore International Airport Limited ('BIAL') whereby Company surrendered the existing building / premises built on land taken on lease from BIAL in earlier periods and taken on lease new premises from BIAL at preferred rent. The net book value of premises surrendered Rs. 2,350 Lakhs has been reclassified from the fixed assets and has been classified under Other non assets amounting to Rs.2090 Lakhs & Other current assets amounting to Rs. 260 Lakhs as at March 31, 2019 representing the value of concession in rent to be received over the period of lease agreement.

### 40 CONTINGENT LIABILITY

#### Contribution to Provident Funds

On February 28, 2019, Honorable Supreme Court of India has passed the Judgment relating the allowances to be considered while determining the amount of contribution towards Provident Fund. Presently, there are numerous interpretative issues relating to the judgement. Based on the opinions taken by the Company from its Legal consultants on the retrospective applicability, the Company has not recognised any provision for the past periods in its financial statements as at March 31, 2019. However effective April 01, 2019 the Company has revised the Provident Fund contribution mechanism.

### 41 SEGMENT INFORMATION

Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) comprises of Managing Director and Chief Financial Officer evaluates the Company's performance and reviews the segment business. The Company is primarily engaged in a single segment business to operate aircraft and provide aircraft maintenance services within India for the business of integrated air and ground transportation and distribution of time-sensitive packages of Blue Dart Express Limited. All assets of the Company are domiciled in India and the Company earns entire revenue from its operations in India. Revenue of Rs.74,315 lakhs (March 31, 2018: Rs. 65,706 lakhs) is derived from the holding company.

As per our report of even date

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

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Tushar K. Jani**  
Chairman  
DIN:00192621

**Air Marshal M . McMahon (Retd.,)**  
Director  
DIN:00234293

**N. Palaniappan**  
Company Secretary &  
General Manager-Finance

Place: Mumbai  
Date: May 16, 2019

**Tulsi Nowlakha Mirchandaney**  
Managing Director  
DIN:01842520

**Sharad Upasani**  
Director  
DIN:01739334

**P. Parameshwaran**  
Chief Financial Officer

**Clyde C. Cooper**  
Director  
DIN: 00382001

**Air Marshal Vijay Achyut Patkar (Retd.,)**  
Director  
DIN:07037116

# CONCORDE AIR LOGISTICS LIMITED

## BOARD OF DIRECTORS

Vaidhyanathan Iyer

Tushar Gunderia

Aneel Gambhir

## BANKER

ICICI Bank Ltd.

## AUDITORS

S. R. Batliboi & Associates LLP

## REGISTERED OFFICE

17, Adarsh Industrial Estate,

Sahar Road, Chakala,

Andheri (East),

Mumbai - 400 099

CIN - U60230MH2004PLC146141

## DIRECTORS' REPORT

### To the Members

Your Directors have great pleasure in presenting the Fifteenth Annual Report of your Company for the financial year ended March 31, 2019.

### FINANCIAL RESULTS

	Year ended March 31, 2019	Year ended March 31, 2018
<b>(₹ in Lakhs)</b>		
<b>Revenues:</b>		
Services	478.01	454.64
Commission	-	-
Other Income	0.39	0.32
Less: Operating Expenses	462.99	441.80
Operating Profit (EBIDTA)	15.41	13.16
Less: Depreciation / Amortisation	6.70	6.61
Earnings before Tax	8.71	6.55
Less: Provision for income tax	7.81	1.82
Earnings after tax	0.90	4.73
Other Comprehensive Income (Post Tax)	0.38	(0.19)
Total Comprehensive Income for the year	0.52	4.92

### DIVIDEND

Your Directors wish to strengthen the financial position of the Company and as such, no dividend is recommended for the year under consideration.

### DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company and is a Wholly Owned Subsidiary of M/s. Blue Dart Express Limited.

### RESERVES

The Company has not transferred any amount to the reserves.

### INDUSTRY

Your Company is engaged in the business of clearing and forwarding of time sensitive air cargo packages.

Your Company is a registered Air Cargo Agent with the International Air Transport Association (IATA) and licensed Custom House Agent under the provisions of Customs Act, 1962.

Your Company is also engaged in the business of clearance of import cargo in addition to export cargo at Mumbai.

Your Company also has a valid break-bulk license to handle consolidated shipments.

### DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

During the year under review, there has been no change in the constitution of the Board of the Company i.e. the structure of the Board remains the same.

As per provisions of the Companies Act, 2013, the Company is not mandatorily required to appoint whole time KMPs.

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Tushar Gunderia (DIN : 00090321) Director, retires by rotation at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment.

### NUMBER OF BOARD MEETINGS

The Board of Directors met 4 (four) times during the year ended March 31, 2019. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Meetings were conducted on May 08, 2018, July 30, 2018, October 31, 2018 and January 30, 2019.

Name of Director	Attendance particulars
Mr. Vaidhyanathan Iyer	4
Mr. Tushar Gunderia	4
Mr. Aneel Gambhir	4

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and date of the report.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Loans, guarantees or investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

### RELATED PARTY TRANSACTIONS

All Related Party Transactions which were entered into during the Financial Year were on an arm's length basis and in the ordinary course of business.

There are no materially significant related party transactions made by the Company with related party(s) as defined under Section 2(76) of the Companies Act, 2013 which may have a potential conflict with the interest of the Company at large.

Since all related party transactions entered into by the Company were in ordinary course of business and on arm's length basis, from AOC-2 is not applicable to the Company.

# DIRECTORS' REPORT

## INTERNAL FINANCIAL CONTROLS

Your Company has in place a sound internal control system to ensure that all assets are protected against loss from any unauthorised use. All transactions are recorded and reported correctly.

## EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 as per Section 92 (3) of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 is annexed herewith as 'Annexure A'.

Further, the extract to the Annual Return of the Company can also be accessed on the Company's website at [https://www.nseprimeir.com/pages\\_new/Reports.aspx?value=O13MyQclQQPM600MSHCcMw==](https://www.nseprimeir.com/pages_new/Reports.aspx?value=O13MyQclQQPM600MSHCcMw==)

## DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

## RISK MANAGEMENT

Risk Management Policy of Blue Dart Express Limited, Holding Company, is applicable to Concorde Air Logistics Limited for identifying, assessing and managing their business risks in an efficient and cost effective manner; at the same time ensuring the effective monitoring and accurate reporting of these risks which are systematically addressed.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirms that;

- i. In the preparation of the Financial Statement, the applicable accounting standards have been followed and that no material departures have been made from the same;
- ii. They 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 at the end of the financial year and of the profit of the Company for that year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004) were appointed as Statutory Auditors of the Company for a term of five (5) years, to hold office from the conclusion of Thirteenth Annual General Meeting of the Company held on July 26, 2017 upto the conclusion of the Eighteenth Annual General Meeting, subject to ratification of their appointment at every subsequent Annual General Meeting.

The requirement of seeking ratification of the members for continuance of their appointment has been withdrawn consequent upon the changes made by the Companies (Amendment) Act, 2018 with effect from May 07, 2018. Hence, the resolution seeking ratification of the members for their appointment is not being placed at the ensuing Annual General Meeting.

You Company has received necessary certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants confirming that they satisfy the criteria provided under section 141 of the Companies Act, 2013 and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2018-19, does not contain any qualification, reservation or adverse remarks.

## SEXUAL HARASSMENT OF WOMAN AT WORKPLACE

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace and has duly constituted an internal complaints committee in line with the provision of the sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder. There was no complaint received from any employee during the financial year 2018-19 and hence no complaint is outstanding as on March 31, 2019 for redressal.

## DISCLOSURE ON CONFIRMATION WITH THE SECRETARIAL STANDARDS

Your Directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India have been duly complied with.

## DEPOSIT

During the year under review, the Company has not accepted any deposits within the meaning of the provisions of Section 73 and/or 76 of the Companies Act, 2013 and rules made thereunder.

## EMPLOYEES

Your Directors hereby wish to place on record their appreciation on the efficient services rendered by Employees.

During the year under review, your Company did not have any employee falling under the provisions of Section 197 (12) of the Companies Act, 2013 read with Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

## DIRECTORS' REPORT

### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The information pursuant of Section 134(3)(m) of the Companies Act, 2013 is as under-

<b>A Conservation of Energy</b>	<b>: Not applicable</b>
<b>B Technology absorption</b>	<b>: Not applicable</b>
<b>C Foreign Exchange Earnings &amp; Outgo :</b>	
<b>Earnings</b>	<b>: Nil</b>
<b>Outgo</b>	<b>: Nil</b>
	<b>(previous Year : NIL)</b>

### GENERAL

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. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

3. The Company has no subsidiary and neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or 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.
5. CSR is not applicable on the Company.
6. No fraud has been reported by the Auditors to the Board

### ACKNOWLEDGEMENT

Your Directors express their deep sense of gratitude to customers, associates, banks, suppliers and government authorities for their continuous support during the year under review.

For and on behalf of the Board of Directors

**Aneel Gambhir**  
Director  
DIN: 07321422

**Vaidhyanathan Iyer**  
Director  
DIN: 00090717

**Tushar Gunderia**  
Director  
DIN: 00090321

Mumbai,  
May 16, 2019

# ANNEXURES TO DIRECTORS' REPORT

## 'ANNEXURE A'

### EXTRACT OF ANNUAL RETURN

For the Financial Year ended March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT – 9

#### I. REGISTRATION AND OTHER DETAILS

i. CIN	:	U60230MH2004PLC146141
ii. Registration Date	:	May 7, 2004
iii. Name of the Company	:	Concorde Air Logistics Limited
iv. Category / Sub-Category of the Company	:	Company Limited by Shares Indian Non-Government Company
v. Address of the Registered office and contact details	:	17, Adarsh Industrial Estate, Sahar Road, Andheri East, Chakala, Mumbai - 400099. Tel : 022 2836 6268
vi. Whether listed company Yes / No	:	No
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Not Applicable

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE Company

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Custom House Agent. Clearing and forwarding Agent.	63090	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Blue Dart Express Limited Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400 099	L61074MH1991PLC061074	Holding	100%	2(46)

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Company is wholly owned subsidiary of Blue Dart Express Limited

##### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018)				No. of Shares held at the end of the year (as on March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-

## ANNEXURES TO DIRECTORS' REPORT

b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	110000	110000	100%	-	110000	110000	100%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1)	-	110000	110000	100%	-	110000	110000	100%	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate									-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	-	110000	110000	100%	-	110000	110000	100%	-
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
(2) Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
1. Clearing Member	-	-	-	-	-	-	-	-	-
2. NRI	-	-	-	-	-	-	-	-	-

## ANNEXURES TO DIRECTORS' REPORT

3. Foreign Portfolio Investor (Corporate)	-	-	-	-	-	-	-	-	-
4. OCB	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	-	-	-	-	-	-	-	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	110000	110000	100%	-	110000	110000	100%	-

### ii) Shareholding of Promoters

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
Blue Dart Express Ltd.	110000	100%	Nil	110000	100%	Nil	Nil

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

Sr. No.		No. of Shares held at the beginning of the year i.e. on the basis of Share Holding Pattern of March 31, 2018)		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	110000	100%	110000	100%
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No change during the year			
3.	At the end of the year	110000	100%	110000	100%

Note – There is no change in the total shareholding between 01.04.2018 and 31.03.2019

### iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): N.A.

Sr. No.		Shareholding at the beginning of the year		Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	Increase	Decrease	No. of Shares	% of total Shares of the company
1.	-	-	-	-	-	-	-
2.	-	-	-	-	-	-	-

## ANNEXURES TO DIRECTORS' REPORT

3.	-	-	-	-	-	-	-
4.	-	-	-	-	-	-	-
5.	-	-	-	-	-	-	-
6.	-	-	-	-	-	-	-
7.	-	-	-	-	-	-	-
8.	-	-	-	-	-	-	-
9.	-	-	-	-	-	-	-
10.	-	-	-	-	-	-	-

### (v) Shareholding of Directors and Key Managerial Personnel

Company is wholly owned subsidiary of Blue Dart Express Limited and Mr. V.N.Iyer, Mr. Tushar Gunderia and Mr. Aneel Gambhir hold 1 share each of the Company as nominee of Blue Dart Express Ltd.

Sr. No.	For Each of the Directors and 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
1.	Mr. V.N.Iyer (as nominee of Blue Dart Express Ltd.)				
	At the beginning of the year	1	0.01%	1	0.01%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
	At the End of the year	1	0.01%	1	0.01%
2.	Mr. Tushar Gunderia (as nominee of Blue Dart Express Ltd.)				
	At the beginning of the year	1	0.01%	1	0.01%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
	At the End of the year	1	0.01%	1	0.01%
3.	Mr. Aneel Gambhir (as nominee of Blue Dart Express Ltd.)				
	At the beginning of the year	1	0.01%	1	0.01%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
	At the End of the year	1	0.01%	1	0.01%

## ANNEXURES TO DIRECTORS' REPORT

### (v) INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL
<b>Change in Indebtedness during the financial year</b>	NIL	NIL	NIL	NIL
• Addition				
• Reduction				
<b>Net Change</b>				
<b>Indebtedness at the end of the financial year</b>	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager
		NA
1.	<b>Gross salary</b>	-
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission - as % of profit - others, specify	-
5.	Others, please specify	-
	<b>Total (A)</b>	-
	Ceiling as per the Act	-

#### B. Remuneration to other Directors: Nil

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
(1)	Independent Directors				
	- Fee for attending board / committee meetings	-	-	-	-
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	<b>Total (1)</b>	-	-	-	-

## ANNEXURES TO DIRECTORS' REPORT

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
(2)	Non – Executive Directors & Non-Independent Directors				
	Date wise Increase /Decrease in Promoters				
	Shareholding during the year specifying the reasons for increase / decrease	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
Total (2)		-	-	-	-
Total (1) + (2)		-	-	-	-
Overall Ceiling as per the Act		-	-	-	-

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - N.A.

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
1.	Gross salary a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 b) Value of perquisites u/s 17(2) Income-tax Act, 1961 c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 d) Company contribution towards PF	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total	-	-	-

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority [RD / NCLT/COURT]	Appeal made, if any (give Details)
<b>Company</b> Penalty Punishment Compounding			None		
<b>Directors</b> Penalty Punishment Compounding			None		
<b>Other officers in Default</b> Penalty Punishment Compounding			None		

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

### Report on the Audit of the Standalone Ind AS Financial Statements

#### Opinion

We have audited the accompanying standalone Ind AS financial statements of Concorde Air Logistics Limited (the "Company"), which comprise the Balance sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing, as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

#### Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

### Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid [standalone] Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

- (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

per Govind Ahuja  
Partner  
Membership Number: 048966

Place: Mumbai  
Date: May 16, 2019

## ANNEXURE 1 TO INDEPENDENT AUDITORS' REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our report of even date  
Re: Concorde Air Logistics Limited (the "Company")

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification; and
- (c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment/ fixed assets are held in the name of the company.
- ii. The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits within the meaning of section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) Accordingly, the provisions of clause 3(v) of the order are not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, Goods & service tax, duty of custom, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of Income tax, Goods and services tax and cess which have not been deposited on account of any dispute.
- viii. The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- ix. According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments / term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
- xi. The Provisions of section 197 read with Schedule to the act are applicable to the Company. There was no managerial remuneration paid/payable by the Company during the year. Accordingly, the provisions of Clause (Xi) is not applicable to the Company.
- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of Section 177 are not applicable to the Company and accordingly reporting under clause 3(xiii) in so far as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.
- xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

## ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT

Annexure 2 referred to in paragraph 2 under Report on Other Legal and Regulatory Requirements of our report of even date

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

We have audited the internal financial controls over financial reporting of the Company as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls Over Financial Reporting**

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

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

## ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT

Annexure 2 referred to in paragraph 2 under Report on Other Legal and Regulatory Requirements of our report of even date

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Mumbai  
Date: May 16, 2019

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

per Govind Ahuja  
Partner  
Membership Number: 048966

# CONCORDE AIR LOGISTICS LIMITED

## BALANCE SHEET AS AT MARCH 31, 2019

	Note	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant and Equipment	4 (a)	2,089	2,694
Other Intangible Assets	4 (b)	117	169
		2,206	2,863
Financial Assets			
Other Financial Assets	5	640	380
Deferred Tax Assets (Net)	6	1,705	2,247
Non-Current Tax Assets (Net)	7	106,641	82,744
		108,986	85,371
<b>CURRENT ASSETS</b>			
Financial Assets			
Trade Receivables	8	81	2,101
Cash and Cash Equivalents	9	9,266	10,234
Other Financial Assets	10	13	158
Other Current Assets	11	16,758	24,035
		26,118	36,528
<b>TOTAL</b>		<b>137,310</b>	<b>124,762</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	12	1,100	1,100
Other Equity	13	48,920	48,868
		50,020	49,968
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Employee Benefits Obligations	14 (a)	4,673	3,942
		4,673	3,942
<b>CURRENT LIABILITIES</b>			
Financial Liabilities			
Trade Payables	15	75,120	63,665
Other Current Liabilities	16	2,923	3,263
Employee Benefits Obligations	14 (b)	4,574	3,924
		82,617	70,852
<b>TOTAL</b>		<b>137,310</b>	<b>124,762</b>

The above Balance sheet should be read in conjunction with the accompanying notes.

As per our report of even date

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

Firm Registration Number: 101049W/E300004

Chartered Accountants

**per Govind Ahuja**

Partner

Membership No. 048966

Place : Mumbai

Date: May 16, 2019

For and on behalf of the Board of Directors

**V. N. Iyer**

Director

DIN : 00090717

**Tushar Gunderia**

Director

DIN : 00090321

**Aneel Gambhir**

Director

DIN : 07321422

Place : Mumbai

Date: May 16, 2019

# CONCORDE AIR LOGISTICS LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>REVENUE</b>			
Revenue from Operations	17	47,801	45,464
Other Income	18	39	32
<b>Total Revenue</b>		<b>47,840</b>	<b>45,496</b>
<b>EXPENSES</b>			
Freight, Handling and Servicing Costs	19	10,047	11,109
Employee Benefits Expense	20	31,036	27,948
Depreciation and Amortisation Expense	22	670	661
Other Expenses	23	5,216	5,123
<b>Total Expenses</b>		<b>46,969</b>	<b>44,841</b>
<b>PROFIT BEFORE TAX</b>		<b>871</b>	<b>655</b>
Income Tax Expense :			
Current Tax		227	669
Deferred Tax		554	(487)
<b>Total Tax Expenses</b>		<b>781</b>	<b>182</b>
<b>PROFIT FOR THE YEAR</b>		<b>90</b>	<b>473</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
Items that will not be reclassified to Statement of Profit and Loss			
Actuarial loss/(gain) arising from remeasurements of post employment benefit obligation		52	(29)
Income tax relating to above item		(14)	10
<b>Total comprehensive income for the year</b>		<b>52</b>	<b>492</b>
<b>Earnings per Equity share [Refer note 24]</b>			
[Nominal value of share ₹ 10 each] (Previous year - ₹ 10)			
Basic and Diluted Earnings Per Share (in ₹)		0.82	4.30

The above statement of profit and loss should be read in conjunction with the accompanying notes.

As per our report of even date.

**For S.R. BATLIBOI & ASSOCIATES LLP**  
Firm Registration Number: 101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place : Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**V. N. Iyer**                      **Tushar Gunderia**  
Director                      Director  
DIN : 00090717              DIN : 00090321

**Aneel Gambhir**  
Director  
DIN : 07321422

Place : Mumbai  
Date: May 16, 2019

# CONCORDE AIR LOGISTICS LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>A. Cash flows from Operating activities:</b>			
Profit before Tax		871	655
<b>Adjustments for:</b>			
Depreciation and Amortisation Expense	4(a) and 4(b)	670	661
Interest Income	18	(23)	(32)
(Profit)/loss on sale of Property, Plant and Equipment	18	(16)	-
<b>Operating profit before working capital changes</b>		<b>1,502</b>	<b>1,284</b>
<b>Adjustments for changes in working capital :</b>			
(Increase) / Decrease in Trade Receivable	8	2,020	27,236
(Increase)/ Decrease in Current Financial Assets	10	145	(158)
Decrease / (Increase) in Other Current Assets	11	7,277	(20,408)
Increase in Trade Payables	15	11,456	19,790
Increase in Non-Current Employee Benefit Obligations	14(a)	731	(1,182)
(Decrease) / Increase in Current Employee Benefit Obligations	14(b)	598	897
(Decrease) / Increase in Other Current Liabilities	16	(340)	465
<b>Cash (used in) / generated from Operations</b>		<b>23,389</b>	<b>27,924</b>
Taxes paid (Net of refunds)	7	(24,124)	(23,477)
<b>Net cash (used in) / generated from Operating activities (A)</b>		<b>(735)</b>	<b>4,447</b>
<b>B. Cash flows from Investing activities:</b>			
Purchase of Property, Plant and Equipment and Other Intangible Assets	4(a) and 4(b)	(12)	(215)
Proceeds from sale of Property, Plant and Equipment	4(a)	16	-
Realisation on maturity of Investments		-	50
Interest Received		3	115
Margin money with Banks		(240)	288
<b>Net cash generated /(used in) from Investing activities (B)</b>		<b>(233)</b>	<b>238</b>
<b>Net (Decrease) / Increase in Cash and Cash Equivalents (A+B)</b>		<b>(968)</b>	<b>4,685</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>		<b>10,234</b>	<b>5,549</b>
<b>Cash and Cash Equivalents at the end of the year</b>		<b>9,266</b>	<b>10,234</b>
Note: There are no changes in liabilities arising from financing activities, due to non-cash changes.			
		<b>As at March 31, 2019 in ₹ ('000)</b>	<b>As at March 31, 2018 in ₹ ('000)</b>
<b>Cash and Cash Equivalents comprise of:</b>			
Balance with banks :			
In current accounts	9	9,247	10,164
Cash on Hand	9	19	70
		<b>9,266</b>	<b>10,234</b>

The above Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

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

Firm Registration Number: 101049W/E300004

Chartered Accountants

**per Govind Ahuja**

Partner

Membership No. 048966

Place : Mumbai

Date: May 16, 2019

For and on behalf of the Board of Directors

**V. N. Iyer**

Director

DIN : 00090717

**Tushar Gunderia**

Director

DIN : 00090321

**Aneel Gambhir**

Director

DIN : 07321422

Place : Mumbai

Date: May 16, 2019

# CONCORDE AIR LOGISTICS LIMITED

## STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2019

**A. Equity Share Capital (Refer Note 12)** in ₹ ('000)

<b>Balance as at March 31, 2017</b>	<b>1,100</b>
Changes in equity share capital	-
<b>Balance as at March 31, 2018</b>	<b>1,100</b>
Changes in equity share capital	-
<b>Balance as at March 31, 2019</b>	<b>1,100</b>

**B. Other Equity (Refer Note 13)** in ₹ ('000)

	Reserves & Surplus			Total
	Securities Premium	General Reserve	Retained Earnings	
<b>Balance as at March 31, 2018</b>	<b>13,500</b>	<b>4,500</b>	<b>30,868</b>	<b>48,868</b>
Profit for the year	-	-	90	90
Other comprehensive income	-	-	(38)	(38)
<b>Balance as at March 31, 2019</b>	<b>13,500</b>	<b>4,500</b>	<b>30,920</b>	<b>48,920</b>

in ₹ ('000)

	Reserves & Surplus			Total
	Securities Premium	General Reserve	Retained Earnings	
<b>Balance as at March 31, 2017</b>	<b>13,500</b>	<b>4,500</b>	<b>30,376</b>	<b>48,376</b>
Profit for the year	-	-	473	473
Other comprehensive income	-	-	19	19
<b>Balance as at March 31, 2018</b>	<b>13,500</b>	<b>4,500</b>	<b>30,868</b>	<b>48,868</b>

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

**For S.R. BATLIBOI & ASSOCIATES LLP**  
Firm Registration Number: 101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place : Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**V. N. Iyer** **Tushar Gunderia**  
Director Director  
DIN : 00090717 DIN : 00090321

**Aneel Gambhir**  
Director  
DIN : 07321422

Place : Mumbai  
Date: May 16, 2019

# SCHEDULES

## Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

### 1 General Information

Concorde Air Logistics Limited "the Company" is an International Air Cargo Agent with International Air Transport Association ('IATA') and engaged inter alia in the business of clearing and forwarding of time sensitive air cargo packages. The Company is a public limited company incorporated in India having its registered office at 17, Adarsh Industrial Estate, Sahar Airport Road, Andheri (E), Mumbai.

### 2 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 under the provisions of the Companies Act, 2013 (the 'Act') and subsequent amendments thereof. The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value (Refer note 3(k)) and Defined benefit plans - plan assets measured at fair value (Refer note 21).

The financial statements are presented in Indian Rupees ('INR') in thousands, which is also the Company's functional currency. The financial statements are prepared on a going concern basis.

#### Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

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

### Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- Estimation of useful life of property, plant and equipment and intangibles assets (Refer note 3(a))
- Estimation of defined benefit obligation (Refer note 21)
- Estimation of non-current tax expense and receivable/payable (Refer note 7 and 30)

### 3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

#### (a) Property, plant and equipment

All items of Property, Plant and Equipment are at historical cost net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditures that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Capital work-in-progress represents Property, Plant and Equipment that are not yet ready for their intended use as at the balance sheet date.

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

#### Intangible Assets:

Intangible assets are stated at acquisition cost net of accumulated amortisation and accumulated impairment losses, if any.

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

#### Depreciation

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

Asset	Useful Life
Office Equipments	10 years
Electrical Equipment	6 to 10 years
Computers	3 to 6 years
Furniture Fixtures	10 years
Vehicles	8 years

The Company, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

#### Amortisation

Computer software, other than internally generated, is amortised under straight line method over the estimated useful life of 6 years.

#### (b) Impairment of Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's (CGU) net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased and such reversal is recorded in the Statement of Profit and Loss.

#### (c) Revenue Recognition

##### Service Charges:

Service charges for clearing and forwarding of shipments are recognised as income when shipments are manifested and represent amounts invoiced, net of goods and service tax and all discounts and allowances.

##### Commission Income:

Commission is accrued when cargo is delivered to the custody of the airline and the master airway bill is issued.

##### Interest Income:

Interest income is recognised using the effective interest rate method.

##### Dividend Income:

Dividend Income is recognised when the right to receive dividend is established.

#### (d) Employee Benefits

##### i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

##### Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is not actuarially valued and is provided on an estimated basis.

##### ii) Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

not have an unconditional right to defer its settlement for 12 months after the reporting date.

#### iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as Gratuity
- (b) Defined contribution plans such as Provident fund, Employee's state insurance funds and Employee's pension scheme.

#### Defined Benefit Plans

##### Gratuity :

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Re-measurement of the net defined liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments non-routine settlements; and Net interest expense or income.

##### Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

#### iv) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### (e) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Operating lease rental payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

#### (f) Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in OCI.

##### Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

##### Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

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

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

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

#### (g) Trade and other payables

These amounts represent liabilities for services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### (h) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value pre-tax rate that reflect current market assessment of the time value of money and the risk specific to the liability.

#### (i) Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cheques in hand, demand deposits with banks

and other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### (j) Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

#### (k) Financial Instruments

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

#### (l) A. Financial assets

##### i. Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through OCI or fair value through profit or loss (Statement of Profit and Loss) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### ii. Initial recognition and Measurement

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

##### iii. Debt instruments at amortised cost

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

#### iv. Derecognition

A financial asset is derecognised only when

- (i) The Company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### v. Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., deposits, and bank balance
- b) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the

credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

#### B. Financial liabilities

##### i. Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss (Statement of Profit and Loss). Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

##### ii. Initial recognition and measurement

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

All financial liabilities are recognised initially at fair value.

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

##### iii. Financial liabilities at fair value through Statement of Profit and Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss (Statement of Profit and Loss). Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss (Statement of Profit and Loss) are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as Fair Value Through Profit and Loss (FVTPL), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of profit and loss. The Company has not designated any financial liability as at fair value through Statement of Profit and Loss.

#### iv. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### v. Offsetting of financial instruments

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

#### (m) Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

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

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

observable

- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

#### (n) Earnings per share

##### (i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares (Refer note 24).

##### (ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 24).

#### (o) Segment Information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (Refer note 25).

#### (p) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousands as per the requirement of Schedule III, unless otherwise stated.

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

### 4.(a) PROPERTY, PLANT AND EQUIPMENT

in ₹ ('000)

Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the year	Deductions / Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Tangible Assets</b>									
Buildings	4	-	-	4	-	-	-	-	4
Office Equipment	139	-	40	99	104	12	40	76	23
Electrical Equipment	590	-	-	590	258	85	-	343	247
Computers	838	13	-	851	323	147	-	470	381
Furniture and Fixtures	1,355	-	-	1,355	556	186	-	742	613
Vehicles	1,474	-	-	1,474	465	188	-	653	821
<b>Total Tangible Assets</b>	<b>4,400</b>	<b>13</b>	<b>40</b>	<b>4,373</b>	<b>1,706</b>	<b>618</b>	<b>40</b>	<b>2,284</b>	<b>2,089</b>

in ₹ ('000)

Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018	Upto April 1, 2017	For the Year	Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Tangible Assets</b>									
Buildings	4	-	-	4	-	-	-	-	4
Office Equipment	109	30	-	139	87	17	-	104	35
Electrical Equipment	590	-	-	590	172	86	-	258	332
Computers	653	185	-	838	193	130	-	323	515
Furniture and Fixtures	1,355	-	-	1,355	371	185	-	556	799
Vehicles	1,474	-	-	1,474	273	192	-	465	1,009
<b>Total Tangible Assets</b>	<b>4,185</b>	<b>215</b>	<b>-</b>	<b>4,400</b>	<b>1,096</b>	<b>610</b>	<b>-</b>	<b>1,706</b>	<b>2,694</b>

### 4 (b) OTHER INTANGIBLE ASSETS

in ₹ ('000)

Description of Assets	GROSS BLOCK				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Upto March 31, 2019	Upto April 1, 2018	For the year	Deductions / Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Intangible Assets</b>									
Computer Software	298	-	-	298	129	52	-	181	117
<b>Total Intangible Assets</b>	<b>298</b>	<b>-</b>	<b>-</b>	<b>298</b>	<b>129</b>	<b>52</b>	<b>-</b>	<b>181</b>	<b>117</b>

in ₹ ('000)

Description of Assets	GROSS BLOCK				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Upto March 31, 2018	Upto April 1, 2017	For the Year	Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Intangible Assets:</b>									
Computer Software	298	-	-	298	78	51	-	129	169
<b>Total Intangible Assets</b>	<b>298</b>	<b>-</b>	<b>-</b>	<b>298</b>	<b>78</b>	<b>51</b>	<b>-</b>	<b>129</b>	<b>169</b>

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>5 Other Non current Financial Assets</b>		
Margin money deposit against Guarantees	380	140
Interest accrued but not due	25	5
Deposits	235	235
<b>Total</b>	<b>640</b>	<b>380</b>
<b>6 Deferred Tax Assets (Net)</b>		
<b>Deferred Tax Assets</b>		
Provision for Compensated Absences	370	489
Provision for Gratuity	1,248	1,447
Provision for Bonus	167	474
	1,785	2,410
<b>Deferred Tax Liability</b>		
Property, Plant and Equipment and Other Intangible Assets	80	163
<b>Total</b>	<b>1,705</b>	<b>2,247</b>
<b>7 Non-Current Tax Assets (Net)</b>		
Opening balance	82,744	59,936
Less: Current tax payable for the year	(227)	(669)
Add: Taxes paid	24,124	23,477
Closing balance	106,641	82,744
Advance income tax	124,905	100,781
Provision for tax	18,264	18,037
Advance income tax (Net of provision for tax)	106,641	82,744
<b>8 Trade Receivables</b>		
Trade Receivables	-	35
Receivables from related parties [Refer note 26(d)]	81	2,066
<b>Total</b>	<b>81</b>	<b>2,101</b>
<b>Break-up of security details</b>		
Secured, considered good	-	-
Unsecured, considered good	81	2,101
Trade Receivables which have significant increase in credit Risk	-	-
	<b>81</b>	<b>2,101</b>
Note: No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.		
<b>9 Cash And Cash Equivalents</b>		
Balance with banks :		
In current accounts	9,247	10,164
Cash on Hand	19	70
<b>Total</b>	<b>9,266</b>	<b>10,234</b>

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>10 Other Financial Assets</b>		
(Unsecured, considered good)		
Advances to Employees	13	158
<b>Total</b>	<b>13</b>	<b>158</b>
<b>11 Other Current Assets</b>		
(Unsecured, considered good)		
Prepaid Expenses	172	252
Advance to vendor	3,346	8,923
Other loans and advances:	-	-
Balances with Government Authorities	13,240	14,860
<b>Total</b>	<b>16,758</b>	<b>24,035</b>
<b>12 Equity Share Capital</b>		
Authorised		
200,000 (March 31, 2018 : 200,000) equity shares of ₹ 10 each	2,000	2,000
Issued, Subscribed and Paid up		
110,000 (March 31, 2018 : 110,000) equity shares of ₹ 10 each fully paid-up	1,100	1,100
<b>Total</b>	<b>1,100</b>	<b>1,100</b>

#### a. Reconciliation of the number of shares

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	Amount In ₹ ('000)	Number of shares	Amount In ₹ ('000)
Balance as at the beginning of the year	110,000	1,100	110,000	1,100
Additions/Deletions during the year	-	-	-	-
Balance as at the end of the year	<b>110,000</b>	<b>1,100</b>	<b>110,000</b>	<b>1,100</b>

#### b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

#### c. Shares held by holding company

Out of the above equity shares issued by the Company, shares held by the holding company:

	As at March 31, 2019 In ₹ ('000)	As at March 31, 2018 In ₹ ('000)
Blue Dart Express Limited, the Holding Company and its nominees		
110,000 (March 31, 2018 : 110,000) equity shares of ₹ 10 each fully paid up	1,100	1,100

#### d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	%	Number of shares	%
Blue Dart Express Limited	110,000	100	110,000	100

### 13 OTHER EQUITY

#### Reserves and Surplus

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Securities Premium	13,500	13,500
General Reserve	4,500	4,500
Retained earnings	30,920	30,868
<b>Total</b>	<b>48,920</b>	<b>48,868</b>

#### Securities Premium

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Balance as at the beginning and end of the year	13,500	13,500

#### General Reserve

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Balance as at the beginning and end of the year	4,500	4,500

#### Retained Earnings

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Balance as at the beginning of the year	30,868	30,376
Add: Profit for the year	90	473
Items of other comprehensive income recognised directly in retained earnings		
Actuarial loss/gain arising from remeasurements of post employment benefit obligation	(38)	19
<b>Balance as at the end of the year</b>	<b>30,920</b>	<b>30,868</b>
<b>Total</b>	<b>48,920</b>	<b>48,868</b>

### 14 (a) Non-Current Employee Benefit Obligations

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Provision for Gratuity	4,673	3,942
<b>Total</b>	<b>4,673</b>	<b>3,942</b>

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>14 (b) Current Employee Benefit Obligations</b>		
Provision for Gratuity	125	739
Provision for Compensated Absences	1,602	1,582
Other Employee benefits obligations	2,847	1,603
<b>Total</b>	<b>4,574</b>	<b>3,924</b>
<b>15 Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	75,120	63,665
<b>Total</b>	<b>75,120</b>	<b>63,665</b>
<b>16 Other Current Liabilities</b>		
Statutory Dues (including Provident Fund, GST, Employee State Insurance, Professional Tax and Tax deducted at Source)	2,923	3,263
<b>Total</b>	<b>2,923</b>	<b>3,263</b>
	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>17 Revenue from Operations</b>		
Income from Service Charges	47,801	45,464
<b>Total</b>	<b>47,801</b>	<b>45,464</b>
<b>18 Other Income</b>		
Interest on		
- Fixed deposits	23	32
Profit on Sale of Property, Plant and Equipment	16	-
<b>Total</b>	<b>39</b>	<b>32</b>
<b>19 Freight, Handling and Servicing Costs</b>		
Handling and clearing charges	6,902	7,867
Domestic network operating costs	2,940	3,042
Printing, stationery and consumables	205	200
<b>Total</b>	<b>10,047</b>	<b>11,109</b>

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>20 Employee Benefits Expense</b>		
Salaries, Wages, Bonus and Leave Encashment	28,631	25,747
Contribution to provident and other funds	1,392	1,316
Gratuity	691	630
Staff welfare expenses	321	255
<b>Total</b>	<b>31,036</b>	<b>27,948</b>

21 The Company has classified the various employee benefits provided to employees as under:

**I Defined Contribution Plans**

- a. Provident Fund
- b. State Defined Contribution Plans
  - i. Employers' Contribution to Employee's State Insurance
  - ii. Employers' Contribution to Employee's Pension Scheme 1995.

During the year the Company has recognised the following amounts in the Statement of Profit and Loss under "Contribution to provident and other funds" -

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
- Employers' Contribution to Provident Fund	585	558
- Employers' Contribution to Employee's State Insurance	253	234
- Employers' Contribution to Employee's Pension Scheme 1995	554	524

**II Defined Benefit Plan**

**GRATUITY**

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Net defined benefit / liability
<b>Balance as on April 1, 2018</b>	<b>4,681</b>
Interest Cost	368
Current Service Cost	323
Expected Return on Plan Assets	
<b>Total amount recognised in Statement of Profit and Loss</b>	<b>691</b>
<b>Benefit Paid Directly by The Employer</b>	<b>(679)</b>
Remeasurements	
(Gain)/loss from change in demographic assumptions	-
(Gain)/loss from change in financial assumptions	37
Experience (gain)/losses	15

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	Net defined benefit / liability
<b>Total amount recognised in other comprehensive income</b>	<b>52</b>
Benefits Paid	-
Contributions	-
<b>Balance as on March 31, 2019</b>	<b>4,745</b>
<b>Balance as on April 1, 2017</b>	<b>4,080</b>
Interest Cost	312
Current Service Cost	318
Expected Return on Plan Assets	-
<b>Total amount recognised in Statement of Profit and Loss</b>	<b>630</b>
Remeasurements	-
(Gain)/loss from change in demographic assumptions	-
(Gain)/loss from change in financial assumptions	(78)
Experience (gain)/losses	49
<b>Total amount recognised in other comprehensive income</b>	<b>(29)</b>
Benefits Paid	-
Contributions	-
<b>Balance as on March 31, 2018</b>	<b>4,681</b>

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets</b>		
Present Value of funded obligation as at the year end	4,745	4,681
Fair Value of Plan Assets as at the end of the year	-	-
Unfunded Net Liability Recognised in Balance Sheet	(4,745)	(4,681)
<b>C) Amount recognised in the Balance Sheet</b>		
Present Value of Obligation at the end of the year	(4,745)	(4,681)
Fair value of plan assets	-	-
Liability recognised in the Balance Sheet	(4,745)	(4,681)

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

- D) i) Valuations in respect of gratuity have been carried out by an independent actuary, as at the Balance Sheet date, based on the following assumptions.

	As at March 31, 2019	As at March 31, 2018
Discount Rate (per annum)	7.78%	7.87%
Rate of increase in Compensation levels (refer note below)	6.75%	6.75%
Rate of Return on Plan Assets	Nil	Nil
Expected Average remaining working lives of employees (years)	19	19
Attrition rate	1%	1%

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

ii) Sensitivity analysis

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

	Impact on defined benefit obligation [In ₹ ('000)]			
	As at March 31, 2019		As at March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5 % movement)	(198)	213	(175)	188
Future salary growth (0.5 % movement)	214	(200)	189	(178)
Employee turnover (0.5 % movement)	16	(17)	14	(16)

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

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>Recognised under:</b>		
Non Current Employee Benefits Obligation [Refer note 14(a)]	4,673	3,942
Current Employee Benefits Obligation [Refer note 14(b)]	125	739
	4,798	4,681
<b>III Compensated Absences</b>		
The liabilities for Compensated Absences as at year end (Refer note 14(b))	1,602	1,582

### 22 Depreciation and Amortisation expense

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
Depreciation on Tangible assets [ Refer Note 4(a) ]	618	610
Amortisation on Intangible assets [ Refer Note 4(b) ]	52	51
<b>Total</b>	<b>670</b>	<b>661</b>

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>23 Other Expenses</b>		
Legal and Professional charges	1,976	1,066
Payment to Auditors:		
- Statutory Audit fees	350	350
- Tax Audit fees	50	50
- Reimbursement of Expenses	15	20
Office expenses	207	308
Electricity	244	336
Communication expenses	215	251
Rates and taxes	87	711
Repairs and maintenance - others	164	171
Travelling and conveyance	1,261	1,281
Insurance	647	579
<b>Total</b>	<b>5,216</b>	<b>5,123</b>

### 24 Earnings Per Share (EPS)

Profit for the year (in ₹ '000)	90	473
Weighted Average number of Equity shares (Nos.)	110,000	110,000
Basic and Diluted Earnings per share (in ₹)	0.82	4.30
Face value per Equity share (in ₹)	10	10

### 25 Segment Reporting

The Company has only one operating segment, which is clearing and forwarding of time sensitive shipments. All assets of the Company are domiciled in India and the Company earns entire revenue from its operation in India.

### 26 Related Party Disclosures

#### a) Enterprises where control exists

- i) Blue Dart Express Limited - Holding Company
- ii) Deutsche Post AG, Germany - Ultimate Holding Company

#### b) Related party relationships where transactions have taken place during the year

- i) Blue Dart Express Limited - Holding Company
- ii) Blue Dart Aviation Limited - Fellow Subsidiary

#### c) Transactions with related parties during the year :

- (i) With Holding Company

##### Blue Dart Express Limited

Recoveries towards air freight, etc.

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
	(1,176,707)	(1,250,064)

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
(ii) With Fellow Subsidiary		
<b>Blue Dart Aviation Limited</b>		
Reimbursement of expenses	(13,002)	(9,100)
Service Charges	(1,416)	(1,100)

**d) Related party balances as at the year end :**

	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
<b>Receivable /(Payable) from Holding Company</b>		
Blue Dart Express Limited	(2,462)	791
Blue Dart Aviation Limited	56	1,275

### 27 Lease Disclosure

Company has entered into various cancellable leasing arrangements for motor cars and official/residential premises. The lease rentals for motor cars of ₹ 1,411 ('000) [Previous year ₹ 1,131 ('000)] and the lease rentals for residential premises ₹ 600 ('000) [Previous year ₹ 552 ('000)] has been included under the head "Employee Benefits Expense - Salaries, Bonus and Leave Encashment" under Note 20 forming part of the Statement of Profit and Loss.

### 28 Dues to Micro and Small Enterprises

Based on the information available with the Company, the Company does not have suppliers who are registered as micro or small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2019 and March 31, 2018. The information regarding Micro or Small enterprises has been determined on the basis of information available with the management, which has been relied upon by the auditors.

### 29 Financial instruments – Fair Values and Risk Management

#### A Accounting classification and fair values

The carrying value and fair values of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

assets and financial liabilities if the carrying amount is a reasonable approximation of it's fair value.

in ₹ ('000)

Carrying amount					
March 31, 2019	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
Financial assets					
(i) Trade Receivables	8	-	-	81	81
(ii) Cash and cash equivalents	9	-	-	9,266	9,266
(iii) Deposits	5	-	-	235	235
(iv) Other financial assets	5 & 10	-	-	418	418
		-	-	10,001	10,001
Financial liabilities					
(i) Trade payables	15	-	-	75,120	75,120
		-	-	75,120	75,120

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

in ₹ ('000)

			Carrying amount		
March 31, 2018	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
Financial assets					
(i) Trade Receivables	8	-	-	2,101	2,101
(ii) Cash and cash equivalents	9	-	-	10,234	10,234
(iii) Deposits	5	-	-	235	235
(iv) Other financial assets	5 & 10	-	-	145	145
		-	-	12,715	12,715
Financial liabilities					
(i) Trade payables	15	-	-	63,665	63,665
		-	-	63,665	63,665

**Note 1:** The carrying value of Trade receivables, cash and cash equivalents, other financial assets, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

**Note 2:** Difference between carrying amounts and fair values of deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

### B Financial Risk management

#### i) Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and management policies and processes.

#### ii) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

#### Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

Concentration of credit risk with respect to trade receivables is limited, due to the Company's customer base being small and consisting of mainly related parties and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

#### Cash and Cash Equivalents

The Company held Cash and Cash Equivalents with credit worthy banks and financial institutions of ₹ 9,247 ('000), ₹10,164 ('000) as at March 31, 2019, March 31, 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

#### iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The net-worth of the Company as on March 31, 2019, March 31, 2018 is ₹ 50,020('000), ₹ 49,968 ('000) respectively. Further, there is continued support from Blue Dart Express Limited, the Holding Company, to provide financial support to the Company to meet its financial obligations, as and when they fall due for a period not less than twelve months from the date of signing the Financial Statements.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude the impact of netting agreements.

March 31, 2019	Contractual cash flows					in ₹ ('000)
	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade and other payables	75,120	75,120	75,120	-	-	-
<b>Total</b>	<b>75,120</b>	<b>75,120</b>	<b>75,120</b>	<b>-</b>	<b>-</b>	<b>-</b>

March 31, 2018	Contractual cash flows					in ₹ ('000)
	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade and other payables	63,665	63,665	63,665	-	-	-
<b>Total</b>	<b>63,665</b>	<b>63,665</b>	<b>63,665</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### iv) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debts. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and it's revenue generating and operating activities.

##### (a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

### 30 Tax expense

#### A. Amounts recognised in Statement of Profit and Loss

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
<b>Current income tax</b>	227	669
<b>Deferred income tax liability / (asset), net</b>		
Origination and reversal of temporary differences	554	(487)

## SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ ('000)	Year ended March 31, 2018 in ₹ ('000)
Deferred tax (benefit) / expense	554	(487)
Tax expense for the year	781	182
<b>B. Reconciliation of effective tax rate</b>		
	As at March 31, 2019 in ₹ ('000)	As at March 31, 2018 in ₹ ('000)
Profit before tax	871	655
Tax using the Company's domestic tax rate (Current year 26% and Previous Year 30.90%)	227	202
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
<b>Less Tax Effect of:</b>		
Adjustment of tax relating to earlier years	198	-
Others	356	(20)
	781	182

### C. Movement in deferred tax balances

	March 31, 2019			in ₹ ('000)
	Net balance March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI	Net balance March 31, 2019
<b>Deferred tax liability</b>				
Property, Plant and Equipment	163	(83)	-	80
<b>Deferred tax asset</b>				
Provision for Compensated Absences	(489)	119	-	(370)
Provision for Gratuity	(1,447)	199	38	(1,209)
Provision for Bonus	(474)	307	-	(167)
<b>Tax assets (Liabilities)</b>	<b>(2,246)</b>	<b>542</b>	<b>38</b>	<b>(1,666)</b>

	March 31, 2018			in ₹ ('000)
	Net balance April 1, 2017	Recognised in Statement of Profit and Loss	Recognised in OCI	Net balance March 31, 2018
<b>Deferred tax liability</b>				
Property, Plant and Equipment	206	(43)	-	163
<b>Deferred tax asset</b>				
Provision for Compensated Absences	(461)	(28)	-	(489)
Provision for Gratuity	(1,349)	(68)	(29)	(1,446)
Provision for Bonus	(166)	(308)	-	(474)
<b>Tax assets (Liabilities)</b>	<b>(1,770)</b>	<b>(447)</b>	<b>(29)</b>	<b>(2,246)</b>

## SCHEDULES

### Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2019

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

#### 31 Capital Management

The Company's objective for Capital Management is to maximise shareholder's value, support the strategic objectives of the Company. The Company determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements are met through operating cash flows generated.

#### 32 Recent accounting pronouncements

##### Standards issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

##### Ind AS 116 Leases

Ind AS 116 Leases was notified by MCA on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 01, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

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

The Company intends to adopt this standard from April 01, 2019. The Company is in the process of evaluating the effect of revised accounting policy on its financial statements.

---

As per our report of even date

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

Firm Registration Number: 101049W/E300004  
Chartered Accountants

##### per Govind Ahuja

Partner  
Membership No. 048966

Place : Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

##### V. N. Iyer

Director  
DIN : 00090717

##### Tushar Gunderia

Director  
DIN : 00090321

##### Aneel Gambhir

Director  
DIN : 07321422

Place : Mumbai  
Date: May 16, 2019

# CONSOLIDATED FINANCIAL STATEMENTS

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

#### Report on the Audit of the Consolidated Ind AS Financial Statements

##### Opinion

We have audited the accompanying consolidated Ind AS financial statements of Blue Dart Express Limited (hereinafter referred to as the "Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group") comprising of the consolidated Balance sheet as at March 31 2019, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

##### Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

##### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
<b>Revenue recognition</b>	
<p>The Group enters into contracts with customers for the provision of services. Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in note 3 (d) and 3.1 of the Consolidated Ind AS financial statements).</p> <p>As at the year end, for all incomplete contracts, revenue is recognized for the completed performance obligation which are part of incomplete contract based on the stage of completion and transaction price allocated to the specific completed performance obligation.</p> <p>The process of identifying the stage of completion and allocation of transaction price to the specific performance obligation as at the balance sheet date is complex and dependent on management estimates and relevant IT controls in certain operational systems.</p>	<ul style="list-style-type: none"> <li>Our audit procedures included assessing the Group's revenue recognition accounting policies in accordance with Ind AS 115, Revenue from Contracts with Customers.</li> <li>We obtained an understanding of management's internal controls over the revenue process and evaluated whether these were designed in line with the Group's accounting policies. We tested relevant internal controls, including IT controls over revenue process. We assessed the management's evaluation process to recognize revenue over a period of time, ascertain stage of completion and allocation of transaction price to the specific performance obligation.</li> <li>We performed test of details for the selected sample of revenue transactions during the year and traced these to underlying supporting documentation / evidence.</li> </ul>

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

Key audit matters	How our audit addressed the key audit matter
<b>Revenue recognition</b>	
Considering complexity and volume, there is a risk that revenue recognized for completed performance obligations which are part of incomplete contracts as at the balance sheet date may not be appropriate.	<ul style="list-style-type: none"> <li>We selected a sample of revenue transactions wherein revenue was recognized for the completed performance obligation which was a part of incomplete contracts as at the year end. For the transactions selected we compared the underlying documents including proof of service delivery for services completed subsequent to the year end and tested the working for allocation of transaction price to the specific completed performance obligation.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable, that:

- (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS financial statements;
- (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group's companies is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies, refer to our separate Report in "Annexure 1" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Holding Company and its subsidiaries to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated Ind AS financial statements – Refer Note 41 to the consolidated Ind AS financial statements;
  - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2019;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiaries during the year ended March 31, 2019.

Place: Mumbai  
Date: May 16, 2019

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

per Govind Ahuja  
Partner  
Membership Number: 048966

# ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

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

In conjunction with our audit of the consolidated financial statements of Blue Dart Express Limited as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of Blue Dart Express Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditor's Responsibility

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

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

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

### Meaning of Internal Financial Controls over Financial Reporting With Reference to these Consolidated Financial Statements

A Company's internal financial control over financial reporting with reference to these consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls over Financial Reporting With Reference to these Consolidated Financial Statements

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

## ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

### Opinion

In our opinion, the Holding Company, its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Place: Mumbai  
Date: May 16, 2019

per Govind Ahuja  
Partner  
Membership Number: 48966

# BLUE DART EXPRESS LIMITED

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

	Note	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	4	58,854	46,484
Capital Work-in-progress	4	5,262	5,932
Other Intangible Assets	4 (a)	6,582	5,346
Intangible Assets under development	4 (a)	3,804	3,990
		74,502	61,752
Financial Assets			
Other Financial Assets	5	5,693	5,580
Deferred Tax Assets (Net)	6	5,132	3,865
Non-Current Tax Assets (Net)	7	5,828	3,051
Other Non-Current Assets	8	3,655	2,026
		20,308	14,522
<b>CURRENT ASSETS</b>			
Inventories	9	2,601	2,133
Financial Assets			
Trade Receivables	10	49,102	42,225
Cash and Cash Equivalents	11	26,607	22,612
Bank balances other than above	12	264	255
Loans	13	93	100
Other Financial Assets	14	2,977	2,657
Other Current Assets	15	4,672	3,999
		86,316	73,981
<b>TOTAL</b>		<b>181,126</b>	<b>150,255</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	16	2,376	2,376
Other Equity	17	55,396	50,805
Equity attributable to owners of Blue Dart Express Limited		57,772	53,181
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	18	42,500	30,868
Other Financial Liabilities	19	659	798
Employee Benefit Obligations	20	1,168	832
Provisions	21	362	436
		44,689	32,934
<b>CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	22	7,118	9,743
Trade Payables	23		
Total outstanding dues of micro and small enterprises		969	307
Total outstanding dues of creditors other than micro and small enterprises		42,456	36,528
Other Financial Liabilities	24	16,062	7,972
Other Current Liabilities	25	2,883	2,092
Employee Benefit Obligations	26	9,177	7,498
		78,665	64,140
<b>TOTAL</b>		<b>181,126</b>	<b>150,255</b>

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**Sharad Upasani**  
Chairman  
DIN:01739334

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Malcolm Monteiro**  
Director  
DIN:00089757

**Narendra Sarda**  
Director  
DIN:03480129

**per Govind Ahuja**  
Partner  
Membership No. 048966

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Kavita Nair**  
Director  
DIN:07771200

**R.S. Subramanian**  
Additional Director  
DIN:02946608

Place: Mumbai  
Date: May 16, 2019

Place: Mumbai  
Date: May 16, 2019

**Aneel Gambhir**  
Chief Financial Officer

**Tushar Gunderia**  
Company Secretary

# BLUE DART EXPRESS LIMITED

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

	Note	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>INCOME</b>			
Revenue from Operations	27	317,440	279,924
Other Income	28	1,924	2,067
<b>Total Income</b>		<b>319,364</b>	<b>281,991</b>
<b>EXPENSES</b>			
Freight, Handling and Servicing Costs (Net)	29	176,622	147,885
Employee Benefits Expense	30	69,836	58,450
Finance Costs	31	4,266	4,050
Depreciation and Amortisation Expense	32	12,789	11,445
Other Expenses	33	42,437	38,461
<b>Total Expenses</b>		<b>305,950</b>	<b>260,291</b>
<b>PROFIT BEFORE TAX</b>		<b>13,414</b>	<b>21,700</b>
Income Tax Expense	37		
Current Tax		5,381	8,316
Adjustment of tax relating to earlier years		(108)	(351)
Deferred Tax Credit		(835)	(736)
Total Tax Expense		4,438	7,229
<b>PROFIT FOR THE YEAR</b>		<b>8,976</b>	<b>14,471</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
Items that will not be reclassified to Statement of Profit and Loss in subsequent period/year			
Actuarial loss/(gain) arising from remeasurements of post employment benefit obligation		755	(70)
Income tax relating to this item		(263)	24
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>8,484</b>	<b>14,517</b>
<b>Earnings Per Equity Share</b> [Nominal value of share ₹ 10 each]			
Basic and Diluted (in ₹)	34	37.83	60.99

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

**Tushar Gunderia**  
Company Secretary

**BLUE DART EXPRESS LIMITED**  
**CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019**

	Note	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>A. Cash flows from Operating activities:</b>			
Profit before Tax		13,414	21,700
<b>Adjustments for:</b>			
Depreciation and Amortisation Expense	32	12,789	11,445
Finance Costs	31	4,266	4,050
Interest income	28	(204)	(477)
Dividend from mutual funds	28	(338)	(354)
Rotables/Components & overhaul written off	29	203	223
Loss on sale/scraping of Property, Plant and Equipments (Net)	33	73	66
Provision for slow moving inventory	29	121	92
Unwinding interest on Lease Deposit	28	(554)	(482)
Net Gain on Foreign currency Transactions and Translation	28	-	(8)
Unrealised loss/(gain) on Foreign currency Transactions and Translation		(104)	125
Bad debts written off	33	(151)	(44)
<b>Operating profit before changes in operating assets and liabilities</b>		<b>29,515</b>	<b>36,336</b>
<b>Adjustments for changes in operating assets and liabilities:</b>			
(Increase) / Decrease in Inventories		(589)	240
(Increase) in Trade Receivables		(3,661)	(6,105)
Decrease/ (Increase) in Other non-current Financial Assets		395	446
(Increase) in Other non-current Assets		(1,522)	(993)
Decrease in Other current Financial Assets		2,063	2,886
(Increase) in Other current Assets		(673)	(19)
Increase/ (Decrease) in current loans		7	6
Increase in Trade Payables		3,423	9,497
Increase/ (Decrease) in Other Current Financial Liabilities		1,587	(1,399)
Increase in Other Current Liabilities		791	575
(Decrease) in Other Non-Current Financial Liabilities		(139)	(150)
Increase in Current Employee Benefits Obligations		924	857
(Decrease) / Increase in Other Non current Provisions		(74)	154
Increase / (Decrease) in Non-Current Employee benefits obligations		336	(2,058)
<b>Cash generated from Operations</b>		<b>32,383</b>	<b>40,273</b>
Taxes paid (net of refunds)	7	(8,050)	(8,603)
<b>Net cash from Operating activities</b>		<b>24,333</b>	<b>31,670</b>
<b>B. Cash flows from Investing activities:</b>			
Payments for Property, Plant and Equipments & Other Intangible Assets (including movement in capital work-in-progress & Intangible assets under development)		(28,738)	(19,951)
Proceeds from sale of Property, Plant and Equipments		53	216
Interest received/settled		304	372
Dividend from mutual funds	28	338	354
Investments in mutual funds		(363,328)	(397,200)
Redemptions from mutual funds		363,328	397,200
Investment in Bank fixed deposits	5 and 12	40	29
<b>Net cash (used in) Investing activities</b>		<b>(28,003)</b>	<b>(18,980)</b>

# BLUE DART EXPRESS LIMITED

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

		Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>C. Cash flows used in Financing activities:</b>			
Redemption of Debenture	18 and 22	(9,491)	(16,610)
Proceeds from Fresh borrowings from Institutions	18 and 22	29,000	16,000
Repayment of Bank Loan	18 and 22	(3,750)	(6,250)
Interest paid	31	(4,266)	(4,050)
Dividend paid	17	(2,966)	(3,559)
Dividend distribution tax paid	17	(610)	(725)
<b>Net cash (used in) Financing activities</b>		<b>7,917</b>	<b>(15,194)</b>
<b>Net (decrease)/increase in Cash and Cash Equivalents</b>		<b>4,247</b>	<b>(2,504)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>22,360</b>	<b>24,864</b>
<b>Cash and cash equivalents at the end of the year</b>		<b>26,607</b>	<b>22,360</b>
Note : There are no changes in liabilities arising from financing activities, due to non-cash changes.			
<b>Cash and Cash Equivalents:</b>			
Cheques and Drafts on hand	11	1,221	965
Balances with banks:			
In current accounts*	11	8,192	13,151
Deposits with maturity period less than 3 months	11	16,500	8,000
Bank Overdraft	22	-	(252)
Cash on hand*	11	694	496
		<b>26,607</b>	<b>22,360</b>
* Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.		5,405	4,261

The above Consolidated Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

**Tushar Gunderia**  
Company Secretary

# BLUE DART EXPRESS LIMITED

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2019

### A. Equity Share Capital in ₹ Lakhs

Balance as at March 31, 2017	2,376
Changes in equity share capital	-
Balance as at March 31, 2018	2,376
Changes in equity share capital	-
Balance as at March 31, 2019	2,376

### B. Other Equity (Refer note 17) in ₹ Lakhs

	Reserves & Surplus				Total
	Securities Premium	General Reserve	Debenture Redemption Reserve	Retained Earnings	
Balance as at March 31, 2018	3,475	6,273	3,243	37,814	50,805
Profit for the year	-	-	-	8,976	8,976
Other comprehensive income	-	-	-	(492)	(492)
<b>Total comprehensive income for the year</b>	-	-	-	8,484	8,484
Transfer (to)/from other reserves (Net)	-	-	(1,671)	1,671	-
Transition impact (Ind AS 115)	-	-	-	(317)	(317)
<b>Transactions with owners in their capacity as owners:</b>					
Dividend paid during the year ended March 31, 2019 of ₹ 12.50 (March 31, 2018 - ₹ 15) per fully paid share	-	-	-	(2,966)	(2,966)
Dividend distribution tax (DDT)	-	-	-	(610)	(610)
Balance as at March 31, 2019	3,475	6,273	1,572	44,076	55,396

in ₹ Lakhs

	Reserves & Surplus				Total
	Securities Premium	General Reserve	Debenture Redemption Reserve	Retained Earnings	
Balance as at March 31, 2017	3,475	6,273	5,638	25,186	40,572
Profit for the year	-	-	-	14,471	14,471
Other comprehensive income	-	-	-	46	46
<b>Total comprehensive income for the year</b>	-	-	-	14,517	14,517
Transfer (to)/from other reserves (Net)	-	-	(2,395)	2,395	-
Deferred Tax adjustments on settlement of Put/Call liability	-	-	-	-	-
<b>Transactions with owners in their capacity as owners:</b>					
Dividend paid during the year ended March 31, 2018 of ₹ 15 (March 31, 2017 - ₹ 30) per fully paid share	-	-	-	(3,559)	(3,559)
Dividend distribution tax (DDT)	-	-	-	(725)	(725)
Balance as at March 31, 2018	3,475	6,273	3,243	37,814	50,805

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**Sharad Upasani**  
Chairman  
DIN:01739334

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Malcolm Monteiro**  
Director  
DIN:00089757

**Narendra Sarda**  
Director  
DIN:03480129

**per Govind Ahuja**  
Partner  
Membership No. 048966

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

**Tulsi Nowlakha Mirchandaney**  
Director  
DIN:01842520

**Kavita Nair**  
Director  
DIN:07771200

**R.S. Subramanian**  
Additional Director  
DIN:02946608

Place: Mumbai  
Date: May 16, 2019

Place: Mumbai  
Date: May 16, 2019

**Aneel Gambhir**  
Chief Financial Officer

**Tushar Gunderia**  
Company Secretary

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### 1. General Information

Blue Dart Express Limited ('the Company') is engaged in the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily within India. The Company is a public limited company incorporated in India having its registered office situated at Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai, Maharashtra. The Company has its equity shares and non convertible debentures listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). These consolidated financial statements comprise the Company and its subsidiaries (referred to collectively as 'the Group').

The Company has following subsidiaries:

Name of the Subsidiary	Ownership Interest
Blue Dart Aviation Limited	100%
Concorde Air Logistics Limited	100%

Blue Dart Aviation Limited (BDAL) was incorporated on May 31, 1994. BDAL is authorised by the Director General of Civil Aviation to commercially operate aircrafts for transporting cargo and to provide aircraft maintenance services. "Express Air Charter Services" income is generated from the charter flight services rendered exclusively to Blue Dart Express Limited.

The Concorde Air Logistics Limited is an International Air Cargo Agent with International Air Transport Association ('IATA') and engaged inter alia in the business of clearing and forwarding of time sensitive air cargo packages.

The Consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 16, 2019.

#### 2. Basis of preparation of financial statements

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act'). The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value and Defined benefit plans - plan assets measured at fair value (Refer note 30).

The financial statements are presented in Indian Rupees ('INR') in lakhs, which is also the Group's functional currency. The financial statements are prepared on a going concern basis.

##### Current versus non-current classification

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

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading

- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

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

##### Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- Estimation of useful life of property, plant and equipment and intangibles (Refer note 3(a))
- Estimation of defined benefit obligation (Refer note 30)
- Estimation of current tax expense and payable (Refer note 7)
- Estimation of contingent liabilities (Refer note 41)
- Estimation of deferred costs (Refer note 15)
- Estimation of revenue recognised (Refer note 27)

##### Principles of consolidation

- Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable return from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

consolidated from the date on which control is transferred to the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

### 3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements (except Note 3.1).

#### a. Property, plant and equipment

Free hold land is carried at historical cost net of accumulated impairment losses, if any. All other items of Property, Plant and Equipment are at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress represents fixed assets that are not yet ready for their intended use as at the balance sheet date.

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

#### Intangible Assets:

Intangible assets are stated at acquisition cost net of accumulated amortisation and accumulated impairment losses, if any. The Group capitalises identifiable costs relating to development of internally generated software and these are stated net off accumulated amortization.

Intangible assets under development comprise costs relating to development of software that are not yet ready for their intended use as at the balance sheet date.

#### Depreciation

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

Asset	Useful Life
Leasehold improvements	Over the period of lease
Office Equipments	5 to 10 years
Electrical Equipment	6 to 10 years
Computers	3 to 6 years
Furniture Fixtures	10 years
Vehicles	8 years
Material Handling Equipment	10 to 15 years
Machinery and equipment	2 to 6 years
Buildings	60 years
Aircraft Componets & Overhaul	Over the engine life cycle
Aircraft Rotable Parts	10 years

The Group, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

Aircraft components and overhaul includes the cost of engines overhaul, components and modifications of airframes owned and contractually liable to be incurred by the Group. Such costs are depreciated / amortised on the basis of hours flown or the life cycle of the overhaul programme, as applicable.

#### Amortisation

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the profit and loss unless such expenditure forms part of carrying value of another asset.

Computer softwares, are amortised under straight line method over the estimated useful life of 6 to 10 years. Internally generated software is amortised using the straight-line method over a period of 10 years, based upon its estimated useful economic life. Type Certification are amortised under straight line method over the estimated useful life 3 to 5 years.

#### b. Impairment of Assets

The Group assesses at each reporting date whether there is

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

any indication that an asset (tangible or intangible) may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's (CGU) net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered to be impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased then such reversal is recorded in the Statement of Profit and Loss.

#### c Inventories

Inventories are stated at lower of cost and net realisable value.

Inventories of packing and stationery consumables are valued at cost (arrived at using First-in First-out basis).

Inventory of consumables and loose tools are valued at lower of cost and net realisable value. The cost is calculated at purchase price and expenditure directly attributable to the acquisition of such inventories for bringing them to their present location using the specific identification method.

#### d. Revenue Recognition

##### Service Charges:

Group's normal business operations consist of the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily in India. All income relating to normal business operations is recognised as revenue in the income statement. All other income is reported as other operating income.

Until March 31, 2018, revenue and other operating income were generally recognised when services were rendered, the amount of revenue and income could be reliably measured and, in all probability, the economic benefits from the transactions would flow to the Group.

The timing of revenue and cost recognition has changed since, revenue is now recognised over time rather than at a point in time.

Since April 01, 2018, revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits. The requirement is that a contract with enforceable rights and obligations exists and, amongst other things, the receipt of consideration is likely, taking into account the customer's credit quality. The revenue corresponds to the transaction price to which the Group is expected to be entitled. Variable consideration is included in the transaction price when it is highly probable that a significant reversal in the

amount of revenue recognised will not occur and as soon as the uncertainty associated with the variable consideration no longer exists. The Group does not expect to have contracts where the period between the transfer of the promised services to the customer and payment by the customer exceeds one year. Accordingly, the promised consideration is not adjusted for the time value of money. For each performance obligation under contracts entered for logistic services, revenue is recognised over a certain period of time as determined by the Group.

##### Business Support Service Income (net of service tax, goods and services tax):

Income from Infrastructure sharing services is recognised, as and when such services are rendered, on the basis of an agreed mark-up on costs incurred, in accordance with the arrangements entered into or at the contracted rates.

##### Other Income:

Interest Income (including Unwinding interest on Payload Deposit and Lease Deposit):

Interest income is recognised using the effective interest rate method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend Income:

Dividend income is recognised when the right to receive the dividend is established.

#### e. Foreign Currency Transactions

##### i. Functional and Presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is the Group's functional and presentation currency.

##### ii. Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance cost. All other foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

#### f. Employee Benefits

##### i. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

##### Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is not actuarially valued and is provided on an estimated basis.

##### ii. Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Group's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year.

Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Group presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

#### iii. Post-employment obligations

The Group operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund, super annuation fund, employee's state insurance funds and employee's pension scheme.

##### Defined Benefit Plans:

##### Gratuity:

The Group provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Group's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments, non-routine settlements; and Net interest expense or income.

##### Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Group has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Group does not carry any further obligations, apart from the contributions made on a monthly basis.

Superannuation is classified as a defined contribution scheme of the Group. Contribution due towards Superannuation Fund for eligible employees is made to an insurance company, and the Group has no further

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

obligation beyond making this payment.

The Group also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Group's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

#### iv. Bonus plans

The Group recognises a liability and an expense for bonuses. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### g. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Operating lease rental payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

#### h. Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in OCI.

##### Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provision of The Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

##### Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be

available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

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

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

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

#### i. Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current financial liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### j. Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

used to determine the present value pre-tax rate that reflect current market assessment of the time value of money and the risk specific to the liability.

#### k. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### l. Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cheques in hand, demand deposits with banks and other short-term highly liquid investments with original maturities upto three months adjusted for bank overdrafts, if any. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### m. Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

#### n. Financial Instruments

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

##### A. Financial assets

##### i. Classification

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### ii. Initial recognition and Measurement

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

##### iii. Debt instruments at amortised cost

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

#### iv. Derecognition

A financial asset is derecognised only when:

- (i) The Group has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### v. Impairment of financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

- a) Financial assets that are debt instruments and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance

- b) Trade receivables

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

#### B. Financial liabilities

##### i. Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through Statement of Profit and Loss. Such liabilities, including derivatives that are liabilities, are subsequently measured at fair value.

##### ii. Initial recognition and measurement

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

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

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

##### iii. Financial liabilities at fair value through Statement of Profit and Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through

profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

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

##### iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognized.

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

##### v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

##### vi. Offsetting of financial instruments

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

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### o. Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

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

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

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

#### p. Earnings per share

##### (i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the net profit attributable to owners of the Group
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 34).

##### (ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 34).

#### q. Segment Information

The Group has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Group are domiciled in India and the Group earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Group's total revenues. (Refer note 46).

#### r. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III of the Act.

### 3.1.Changes in accounting policies and disclosures

#### New and amended standards

Effective April 01, 2018, the Group adopted Ind AS 115, using modified retrospective approach whereby ₹ 317 lakhs, net of tax are debited to retained earnings as at April 01, 2018. Due to change, revenue from operations for the year ended is higher by ₹ 831 lakhs, freight handling and servicing cost (net) by ₹ 61 lakhs, Income tax expense by ₹ 269 lakhs and Profit after tax by ₹ 501 lakhs vis-à-vis the amount if existing standards were applicable. The basic and diluted earnings per share for the year is ₹ 37.83 per share, instead of ₹ 35.72 per share.

Ind AS 115 supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Further, it requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

### 4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	On Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Tangible Assets:</b>									
Land - Freehold	3,963	-	-	3,963	-	-	-	-	3,963
Leasehold Improvements	3,789	2,115	3,117	2,787	959	218	625	552	2,235
Buildings	1,257	4	55	1,206	135	53	1	187	1,019
Office Equipment	3,151	830	162	3,819	1,216	498	67	1,647	2,172
Electrical Equipment	3,841	1,651	30	5,462	1,758	635	87	2,306	3,156
Computers	7,139	3,233	231	10,141	3,267	1,431	229	4,469	5,672
Furniture and Fixtures	7,035	1,474	151	8,358	2,673	978	173	3,478	4,880
Vehicles	265	185	60	390	277	41	70	248	142
Aircraft Rotable Parts	4,938	1,270	213	5,995	1,686	589	163	2,112	3,883
Aircraft Components and Overhaul	26,359	13,009	2,587	36,781	8,949	5,806	2,178	12,577	24,204
Material Handling Equipment	7,417	2,072	5	9,484	1,874	170	24	2,020	7,464
Machinery and Equipment	407	637	120	924	283	627	50	860	64
<b>Total Tangible Assets</b>	<b>69,561</b>	<b>26,480</b>	<b>6,731</b>	<b>89,310</b>	<b>23,077</b>	<b>11,046</b>	<b>3,667</b>	<b>30,456</b>	<b>58,854</b>
Capital work-in-progress	5,932	-	-	-	-	-	-	-	5,262

### 4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2018	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2019	Upto April 1, 2018	For the Year	On Deductions/ Adjustments	Upto March 31, 2019	Closing Balance as at March 31, 2019
<b>Intangible Assets:</b>									
Internally Generated Software	1,703	-	-	1,703	480	240	-	720	983
Computer Software	6,695	2,640	19	9,316	2,956	1,237	9	4,184	5,132
Type Certification Course	1,370	368	229	1,509	986	266	210	1,042	467
<b>Total Intangible Assets</b>	<b>9,768</b>	<b>3,008</b>	<b>248</b>	<b>12,528</b>	<b>4,422</b>	<b>1,743</b>	<b>219</b>	<b>5,946</b>	<b>6,582</b>
Intangible Assets under development	3,990	-	-	-	-	-	-	-	3,804
Expenses capitalised in respect of above Intangible Assets under development									
Employee benefit expenses	2,045	65	412	1,698	-	-	-	-	1,698
Other Expenses	89	-	26	63	-	-	-	-	63
<b>Total</b>	<b>2,134</b>	<b>65</b>	<b>438</b>	<b>1,761</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,761</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

### 4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				DEPRECIATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018	Upto April 1, 2017	For the Year	On Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Tangible Assets:</b>									
Land - Freehold	3,963	-	-	3,963	-	-	-	-	3,963
Leasehold Improvements	3,789	-	-	3,789	670	289	-	959	2,830
Buildings	1,257	-	-	1,257	82	53	-	135	1,122
Office Equipment	2,863	331	43	3,151	804	434	22	1,216	1,935
Electrical Equipment	3,531	388	78	3,841	1,176	636	54	1,758	2,083
Computers	5,871	1,346	78	7,139	2,134	1,211	78	3,267	3,872
Furniture and Fixtures	6,627	578	170	7,035	1,819	967	113	2,673	4,362
Vehicles	294	34	63	265	282	49	54	277	(12)
Aircraft Rotable Parts	4,910	913	885	4,938	1,722	663	699	1,686	3,252
Aircraft Components and Overhaul	17,733	11,484	2,858	26,359	7,066	4,682	2,799	8,949	17,410
Material Handling Equipment	6,980	559	122	7,417	1,314	657	97	1,874	5,543
Machinery and Equipment	621	1	215	407	390	107	214	283	124
<b>Total Tangible Assets</b>	<b>58,439</b>	<b>15,634</b>	<b>4,512</b>	<b>69,561</b>	<b>17,459</b>	<b>9,748</b>	<b>4,130</b>	<b>23,077</b>	<b>46,484</b>
Capital work-in-progress	-	-	-	-	-	-	-	-	5,932

### 4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

Description of Assets	GROSS BLOCK (At Cost)				AMORTISATION				NET BLOCK
	Opening Balance as at April 1, 2017	Additions	Deductions/ Adjustments	Closing Balance as at March 31, 2018	Upto April 1, 2017	For the Year	On Deductions/ Adjustments	Upto March 31, 2018	Closing Balance as at March 31, 2018
<b>Intangible Assets:</b>									
Internally Generated Software	1,703	-	-	1,703	240	240	-	480	1,223
Computer Software	5,865	833	3	6,695	1,842	1,117	3	2,956	3,739
Type Certification Course	1,496	259	385	1,370	908	340	262	986	384
<b>Total Intangible Assets</b>	<b>9,064</b>	<b>1,092</b>	<b>388</b>	<b>9,768</b>	<b>2,990</b>	<b>1,697</b>	<b>265</b>	<b>4,422</b>	<b>5,346</b>
Intangible Assets under development	-	-	-	-	-	-	-	-	3,990
Expenses capitalised in respect of above Intangible Assets under development									
Employee benefit expenses	1,838	395	188	2,045	-	-	-	-	2,045
Other Expenses	75	14	-	89	-	-	-	-	89
<b>Total</b>	<b>1,913</b>	<b>409</b>	<b>188</b>	<b>2,134</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,134</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>5 OTHER NON-CURRENT FINANCIAL ASSETS</b>		
Margin money deposit	7	37
Long term deposits with banks with maturity period more than 12 months*	0	16
Deposits (Refer note 36 B (ii))	5,686	5,527
<b>Total</b>	<b>5,693</b>	<b>5,580</b>
* Amount is below the rounding off norm adopted by the Company		
<b>6 DEFERRED TAX ASSETS/LIABILITIES (NET)</b>		
<b>Deferred Tax Asset</b>		
Provision for Compensated Absences	1,012	857
Provision for Bonus	204	294
Provision for Gratuity	495	201
Depreciation	2,817	2,677
Others	1,564	1,098
<b>Gross Deferred Tax Asset</b>	<b>6,092</b>	<b>5,127</b>
<b>Deferred Tax Liability</b>		
Depreciation	960	1,262
<b>Gross Deferred Tax Liability</b>	<b>960</b>	<b>1,262</b>
<b>Total</b>	<b>5,132</b>	<b>3,865</b>
<b>7 NON-CURRENT TAX ASSETS (NET)</b>		
Opening balance	3,051	2,413
Less: Current tax payable for the year	5,381	8,316
Add: Adjustment of tax relating to earlier years	108	351
Add: Taxes paid	8,050	8,603
Closing balance	<b>5,828</b>	<b>3,051</b>
Advance income tax	78,604	70,554
Provision for tax	72,776	67,503
Advance income tax (Net of provision for tax)	<b>5,828</b>	<b>3,051</b>
<b>8 OTHER NON-CURRENT ASSETS</b>		
Capital advances	342	235
Other loans and advances:		
Prepaid expenses	1,223	1,791
Others*	2,090	-
<b>Total</b>	<b>3,655</b>	<b>2,026</b>

\* During the year, Blue Dart Aviation Limited entered in to Surrender and Transfer Deed and new Sub Lease agreement with Bangalore International Airport Limited ('BIAL') whereby Company surrendered the existing building / premises built on land taken on lease from BIAL in earlier periods and taken on lease new premises from BIAL at preferred rent. The net book value of premises surrendered ₹ 2,350 Lakhs has been reclassified from the fixed assets and has been treated as 'expenses recoverable' classified under Other assets as at March 31, 2019 representing the value of concession in rent to be received over the period of lease agreement.

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>9 INVENTORIES</b>		
Packing and Stationery Consumables	589	448
Consumables (Refer note below)	1,803	1,491
Loose Tools	209	194
<b>Total</b>	<b>2,601</b>	<b>2,133</b>
Note: Net of provision for slow-moving items.	702	580
<b>10 TRADE RECEIVABLES</b>		
(Unsecured, considered good)		
Trade receivables	44,519	39,118
Receivables from related parties [Refer note 38(F)(i)]	4,583	3,107
<b>Total</b>	<b>49,102</b>	<b>42,225</b>
As at March 31, 2019 ₹ 389 lakhs (March 31, 2018: ₹ Nil) was recognised as provision for expected credit losses on trade receivables.		
<b>Break-up for security details:</b>		
<b>Trade receivables</b>		
Secured, considered good	-	-
Unsecured, considered good	49,102	42,225
Trade Receivables which have significant increase in credit Risk	-	-
	<b>49,102</b>	<b>42,225</b>
<b>Impairment Allowance (allowance for bad and doubtful debts)</b>		
Unsecured, considered good	-	-
Trade Receivables which have significant increase in credit Risk	-	-
	<b>49,102</b>	<b>42,225</b>
<b>11 CASH AND CASH EQUIVALENTS</b>		
<b>Cash &amp; Cash Equivalents</b>		
Cheques and Drafts on hand	1,221	965
Balances with banks:		
In current accounts*	8,192	13,151
Deposits with maturity period less than 3 months	16,500	8,000
Cash on hand*	694	496
<b>Total</b>	<b>26,607</b>	<b>22,612</b>
* Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.	5,405	4,261
<b>12 BANK BALANCES OTHER THAN ABOVE</b>		
Unpaid dividend accounts	101	80
Unpaid interest accounts	9	47
Unpaid debenture accounts	98	78
Deposits with maturity period more than 3 months but less than 12 months	56	50
<b>Total</b>	<b>264</b>	<b>255</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>13 LOANS - CURRENT ASSETS</b>		
(Unsecured, considered good, unless otherwise stated)		
Loans and advances to employees	93	100
<b>Total</b>	<b>93</b>	<b>100</b>
<b>14 OTHER CURRENT FINANCIAL ASSETS</b>		
(Unsecured, considered good)		
Interest accrued on Deposits	17	117
Deposits	484	261
Others	2,476	2,279
<b>Total</b>	<b>2,977</b>	<b>2,657</b>
<b>15 OTHER CURRENT ASSETS</b>		
Deferred costs*	212	1,164
Prepaid expenses	3,038	2,106
Balances with Government Authorities	1,422	729
<b>Total</b>	<b>4,672</b>	<b>3,999</b>
*Deferred costs represent costs pertaining to undelivered shipments as at the reporting date. (Refer note 3.1)		
<b>16 Share Capital</b>		
Authorised		
40,000,000 equity shares (March 31, 2018: 40,000,000) of ₹ 10 each	4,000	4,000
Issued, Subscribed and Paid up		
23,727,934 equity shares (March 31, 2018: 23,727,934) of ₹ 10 each fully paid-up	2,373	2,373
Add: Forfeited Shares	3	3
<b>Total</b>	<b>2,376</b>	<b>2,376</b>

**a. Reconciliation of the number of shares**

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	Amount (₹ In Lakhs)	Number of shares	Amount (₹ In Lakhs)
Balance as at the beginning of the year	2,37,27,934	2,373	2,37,27,934	2,373
Additions/Deletions during the year	-	-	-	-
Balance as at the end of the year	2,37,27,934	2,373	2,37,27,934	2,373

**b. Rights, preferences and restrictions attached to equity shares**

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

#### c. Shares held by Holding Company

Out of the above equity shares issued by the Company, shares held by the Holding Company:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
DHL Express (Singapore) Pte. Limited, Singapore the Holding Company		
17,795,950 (March 31, 2018: 17,795,950)	1,780	1,780
equity shares of ₹ 10 each fully paid up		

#### d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	Number of shares	%	Number of shares	%
DHL Express (Singapore) Pte. Limited, Singapore	17,795,950	75.00%	17,795,950	75.00%
Derive Trading Private Limited (along with persons acting in concert)	1,268,696	5.35%	1,268,696	5.35%

### 17 OTHER EQUITY

#### Reserves and Surplus

Securities Premium	3,475	3,475
General Reserve	6,273	6,273
Debenture Redemption Reserve	1,572	3,243
Retained earnings	44,076	37,814
<b>Total</b>	<b>55,396</b>	<b>50,805</b>

#### Securities Premium

<b>Balance as at the beginning and end of the year</b>	<b>3,475</b>	<b>3,475</b>
--	--------------	--------------

#### General Reserve

<b>Balance as at the beginning and end of the year</b>	<b>6,273</b>	<b>6,273</b>
--	--------------	--------------

#### Debenture Redemption Reserve

Balance as at the beginning of the year	3,243	5,638
Add: Transferred (to) Retained Earning during the year	(1,671)	(2,395)
<b>Balance as at the end of the year</b>	<b>1,572</b>	<b>3,243</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>Retained Earnings</b>		
Balance as at the beginning of the year	37,814	25,186
Add: Profit for the year	8,976	14,471
Less: Appropriations		
Transition impact (Ind AS 115)	487	-
Deferred Tax on above	(170)	-
Dividend (including dividend distribution tax)	3,576	4,284
Transfer (from) Debenture Redemption Reserve	(1,671)	(2,395)
Items of other comprehensive income recognised directly in retained earnings:		
Actuarial loss arising from remeasurements of post employment benefit obligation, net of tax	492	(46)
<b>Balance as at the end of the year</b>	<b>44,076</b>	<b>37,814</b>
<b>Total</b>	<b>55,396</b>	<b>50,805</b>

### Nature and purpose of reserves:

#### Securities Premium

Securities Premium is used to record the premium received on issue of shares. The reserve can be utilised only in accordance with the provisions of the Act.

#### Debenture Redemption Reserve

During the year ended March 31, 2015, the Group had issued and allotted 166,095,538 nos. of Series I, 94,911,736 nos. of Series II and 71,183,802 nos. of Series III, Unsecured Redeemable Non-convertible Fully Paid Debentures of ₹ 10 each by way of Bonus, aggregating to ₹ 33,219 Lakhs to its shareholders by appropriating the Surplus in the Statement of Profit and Loss (Retained earning as per Ind AS) through a Scheme of Arrangement (Scheme) approved by Hon'ble High Court of Mumbai and other relevant authorities.

The Group is required to create a debenture redemption reserve, out of the profits which are available for payment of dividend, for the purpose of redemption of debentures. As on March 31, 2019 the Group has created net Debenture Redemption Reserve amounting to ₹ 1,572 Lakhs (March 31, 2018: ₹ 3,243 Lakhs) as per the requirements of the Act and in accordance with the clarifications given by the Ministry of Corporate Affairs.

#### General Reserve

"Under the erstwhile Companies Act 1956, General Reserve was created through an annual transfer from net profit after tax at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that in a year in which dividend distribution is more than 10% of the paid-up capital of the Company, then the total dividend distribution is lower than the total distributable profits for that year.

Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013."

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

### 18 NON CURRENT FINANCIAL LIABILITIES- BORROWINGS

#### Unsecured Non Convertible Debentures

Unsecured Debentures (Series III) (Refer note a below)

#### Unsecured Loan

Term Loan from Bank (Refer note b below)

Term Loan from Financial Institutions (Refer note b below)

#### Total

	As at March 31, 2019 In ₹ Lakhs	As at March 31, 2018 In ₹ Lakhs
Unsecured Debentures (Series III) (Refer note a below)	-	7,118
Term Loan from Bank (Refer note b below)	25,000	-
Term Loan from Financial Institutions (Refer note b below)	17,500	23,750
<b>Total</b>	<b>42,500</b>	<b>30,868</b>

Notes:

- a. Debentures series (I, II and III) were issued on November 21, 2014 and the redemption period for the said series I, II and III is 36 months, 48 months and 60 months respectively from the date of allotment.

The Group has accrued and paid interest on the said Debentures for the period from April 1, 2018 to March 31, 2019 aggregating to ₹ 1,248 Lakhs (Previous year ₹ 2,558 Lakhs). Rate of interest for Debenture series I is 9.30%, for series II is 9.40% and for series III is 9.50%.

- b. Blue Dart Express Limited:

During the year, the Company has availed an unsecured loan from Axis Bank amounting to ₹ 7,500 Lakhs for a tenor of four years repayable in ten equal quarterly instalments starting from August 14, 2020 and ending on November 15, 2022. The rate of interest on the said loan is 8.6% p.a. and subject to reset periodically.

#### Blue Dart Aviation Limited:

During the year, the Blue Dart Aviation Limited (BDAL) has taken unsecured term loan of ₹ 4,000 Lakhs from Citicorp Finance India Ltd ('Citicorp') on June 12, 2018, having a moratorium period of 24 months and repayable in four equal instalments over a period of 36 months from June 12, 2018, starting from September 11, 2020 with an interest rate of 8.60% p.a. With this the total outstanding loan from Citicorp as at March 31, 2019 is ₹ 25,000 Lakhs (March 31, 2018: ₹ 21,000 Lakhs). This includes loan of ₹ 16,000 Lakhs taken in the previous year in three tranches of ₹ 5,000 Lakhs taken on September 22, 2017 and January 25, 2018, respectively and ₹ 6,000 Lakhs taken on February 23, 2018 carrying interest rate of 8.50% p.a., 8.60% p.a. and 8.50% p.a., respectively, as at March 31, 2019. The loans are repayable over a period of 36 months from the date of the draw down in equal quarterly instalments commencing from the 27th month (initial 24 months being the moratorium period).

During the year, the BDAL has taken further unsecured term loan from Federal Bank of ₹ 10,000 Lakhs and ₹ 7,500 Lakhs from Axis bank carrying interest rate of 8.40% p.a. and 8.60% p.a., respectively, which will be reset at every 364 days from the date of disbursement. The term loan from Federal Bank has been taken for the purpose of aviation related maintenance and other capital expenditure and is for a period of three years repayable in six equal quarterly installments starting from April 30, 2020 and ending on July 31, 2021. Similarly, the term loan availed from Axis Bank is towards refinancing of existing loans and capital expenditure and is for a period of four years repayable in ten equal quarterly installments starting from September 30, 2020 and ending on December 31, 2022.

During the year, the BDAL has fully repaid the term loan of ₹ 3,750 Lakhs availed from Standard Chartered Investments & Loans India Ltd ahead of its repayment schedule.

### 19 OTHER FINANCIAL LIABILITIES

Deposit received from DHL Express (India) Private Limited, India

#### Total

	As at March 31, 2019 In ₹ Lakhs	As at March 31, 2018 In ₹ Lakhs
Deposit received from DHL Express (India) Private Limited, India	659	798
<b>Total</b>	<b>659</b>	<b>798</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 In ₹ Lakhs	As at March 31, 2018 In ₹ Lakhs
<b>20 NON-CURRENT EMPLOYEE BENEFIT OBLIGATIONS</b>		
Provision for employee benefits:		
Provision for Gratuity [Refer note 30]	46	39
Employee benefits payable	1,122	793
<b>Total</b>	<b>1,168</b>	<b>832</b>
<b>21 PROVISION - LONG TERM</b>		
Provision for aircraft redelivery obligation	362	436
<b>Total</b>	<b>362</b>	<b>436</b>
<b>22 CURRENT FINANCIAL LIABILITY - BORROWINGS</b>		
<b>Unsecured</b>		
Unsecured Debentures (Series II) (Refer note 18)	-	9,491
Unsecured Debentures (Series III) (Refer note 18)	7,118	-
Bank overdraft (payable on demand and interest rate i.e. MCLR + 0.35%)	-	252
<b>Total</b>	<b>7,118</b>	<b>9,743</b>
<b>23 TRADE PAYABLES</b>		
<b>Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises (Refer note 39)	969	307
Total outstanding dues of creditors other than micro and small enterprises		
Trade payables other than related parties	32,231	26,590
Trade payables to related parties [Refer note 38(F)(i)]	10,225	9,938
<b>Total</b>	<b>43,425</b>	<b>36,835</b>
<b>24 OTHER FINANCIALS LIABILITIES</b>		
Unpaid Dividend (Refer note below)	101	80
Unpaid Interest (Refer note below)	9	47
Unpaid Debenture (Refer note below)	98	78
Payables towards 'Cash on Delivery' shipments	7,575	5,743
Current maturities of Unsecured term loan from SCILL (Refer note 18)	7,500	1,000
Trade Deposits	629	874
Deposit Received from DHL Express (India) Private Limited	150	150
<b>Total</b>	<b>16,062</b>	<b>7,972</b>
Note: There are no amounts due for transfer to the Investor Education and Protection Fund under Section 125 of the Act as at the respective year ends.		
<b>25 OTHER CURRENT LIABILITIES</b>		
Statutory dues (including Provident Fund, GST, Employees State Insurance and Tax Deducted at Source)	2,665	2,092
Provision for aircraft redelivery obligation	218	-
<b>Total</b>	<b>2,883</b>	<b>2,092</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	As at March 31, 2019 In ₹ Lakhs	As at March 31, 2018 In ₹ Lakhs
<b>26 CURRENT EMPLOYEE BENEFIT OBLIGATIONS</b>		
Provision for employee benefits:		
Provision for Gratuity (Refer note 30)	1,377	622
Provision for Compensated Absences (Refer note 30)	3,346	2,915
Other Employee benefits payable	4,454	3,961
<b>Total</b>	<b>9,177</b>	<b>7,498</b>
	Year ended March 31, 2019 In ₹ Lakhs	Year ended March 31, 2018 In ₹ Lakhs
<b>27 REVENUE FROM OPERATIONS</b>		
Service charges	316,546	279,055
Other Operating income:		
Business support services	894	869
<b>Total</b>	<b>317,440</b>	<b>279,924</b>
<b>a) Disaggregation of Revenue</b>		
Revenue from Operation		
Service Charges	316,546	-
Business support services	894	-
<b>b) Contract Balances</b>		
Following table represent the balance of Contract assets and Contract Liabilities as at March 31, 2019		
Contract assets	212	-
Contract liabilities	2,125	-
Contract assets include deferred cost with respect to shipments in transit as on March 31, 2019. (For Trade receivable Refer note 10)		
Contract liabilities include deferred revenue with respect to shipments in process of delivery as at year end and recognised in the subsequent financial year on completion of delivery of shipments.		
<b>c) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price</b>		
<b>Particulars</b>		
Revenue as per contracted price	317,438	-
Adjustments:		
Credit note	(809)	-
Discount	(83)	-
Revenue from contract with customers	316,546	-
<b>d) Significant Judgement and Estimates</b>		
The allocation of the transaction price over timing of satisfaction of performance obligation:		
Under the revenue recognition standard Ind AS 115 revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits.		

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

The revenue from logistics service is recognised over a period of time. The Group has recognized the revenue in respect of undelivered shipments to the extent of completed activities undertaken with respect to delivery. The Group has taken incurrence of cost incurred at stages of delivery (First mile, Network and Last mile) as base to identify the percentage of service completion in respect of undelivered shipments as at period end. At year end, the Group, based on its tracking systems classifies the ongoing deliveries into stages of delivery and applies estimated percentages as calculated above to recognise revenue.

	Year ended March 31, 2019 In ₹ Lakhs	Year ended March 31, 2018 In ₹ Lakhs
<b>28 OTHER INCOME</b>		
Dividend from Mutual Funds	338	354
Interest on deposits with banks	204	477
Net Gain on Foreign Currency Transactions and Translation	89	8
Sale of Spares	265	261
Unwinding interest on Lease Deposit	554	482
Miscellaneous income	474	485
<b>Total</b>	<b>1,924</b>	<b>2,067</b>
<b>29 FREIGHT, HANDLING AND SERVICING COSTS</b>		
Domestic network operating costs	93,669	71,492
International servicing charges	14,209	13,489
Commercial airlift charges	14,893	15,503
Handling and clearing charges	9,325	8,192
Printing, stationery and consumables	5,172	4,103
Aircraft Fuel	23,852	19,436
Aircraft and Engine Lease Rentals	8,458	8,013
Navigation Charges	3,651	4,114
Engineering Maintenance Costs	1,245	1,439
Loss on sale/ scrapping of Rotables/Components & Overhaul written off	203	223
Consumption of Consumables and Tools	1,154	1,175
Provision for aircraft redelivery obligation	144	124
Provision for slow-moving inventory	121	92
Aircraft Insurance	229	224
Interline Expenses	297	266
<b>Total</b>	<b>176,622</b>	<b>147,885</b>
<b>30 EMPLOYEE BENEFITS EXPENSE</b>		
Salaries, Bonus and Compensated absences	61,358	50,772
Contribution to provident and other funds (including administration charges)	3,106	2,788
Gratuity	694	686
Staff welfare expenses	4,678	4,204
<b>Total</b>	<b>69,836</b>	<b>58,450</b>

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

The Group has classified the various employee benefits provided to employees as under:

#### I Defined Contribution Plans

- a. Superannuation Fund
- b. State Defined Contribution Plans
  - i. Employers' Contribution to Employee's State Insurance Scheme
  - ii. Employers' Contribution to Employee's Pension Scheme 1995
  - iii. Employers' Contribution to Provident Fund

During the year, the Group has recognised the following amounts in the Statement of Profit and Loss under "Contribution to provident and other funds" -

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
- Employers' Contribution to Provident Fund	996	920
- Employers' Contribution to Superannuation Fund	100	91
- Employers' Contribution to Employee's State Insurance Scheme	723	592
- Employers' Contribution to Employee's Pension Scheme 1995	1,076	996

#### II Defined Benefit Plans

##### I. Gratuity:

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
<b>Balance as on April 1, 2018</b>	<b>8,438</b>	<b>(7,777)</b>	<b>661</b>
Interest Cost/(Income)	664	(613)	51
Current Service Cost	643	-	643
<b>Total amount recognised in Profit or Loss</b>	<b>1,307</b>	<b>(613)</b>	<b>694</b>
Return on Plan Assets	-	48	48
Remeasurements	-	-	-
(Gain)/loss from change in financial assumptions	541	-	541
Experience (gain)/losses	156	10	166
<b>Total amount recognised in other comprehensive income</b>	<b>697</b>	<b>58</b>	<b>755</b>
Benefits Paid	(805)	800	(5)
Transferred In/Acquisitions	(10)	10	-
Contributions	-	(682)	(682)
<b>Balance as on March 31, 2019</b>	<b>9,627</b>	<b>(8,204)</b>	<b>1,423</b>
<b>Balance as on April 1, 2017</b>	<b>7,535</b>	<b>(6,498)</b>	<b>1,037</b>
Interest Cost/(Income)	582	(502)	80
Current Service Cost	606	-	606
<b>Total amount recognised in Profit or Loss</b>	<b>1,188</b>	<b>(502)</b>	<b>686</b>
Return on Plan Assets	-	(56)	(56)
Remeasurements	-	-	-
(Gain)/loss from change in financial assumptions	(104)	-	(104)

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	Present value of obligation	Fair value of plan assets	Net defined benefit (asset) /liability
Experience (gain)/losses	90	-	90
<b>Total amount recognised in other comprehensive income</b>	<b>(14)</b>	<b>(56)</b>	<b>(70)</b>
Benefits Paid	(282)	282	-
Transferred In/Acquisitions	11	(11)	-
Contributions	-	(992)	(992)
<b>Balance as on March 31, 2018</b>	<b>8,438</b>	<b>(7,777)</b>	<b>661</b>

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets</b>		
Present Value of funded obligation as at the year end	9,627	8,438
Fair Value of Plan Assets as at the end of the year	8,204	7,777
Funded Status (Deficit)	(1,423)	(661)
<b>C) Amount recognised in the Balance Sheet</b>		
Present Value of Obligation at the end of the year	(9,627)	(8,438)
Fair value of plan assets at the end of the year	8,204	7,777
Liability recognised in the Balance Sheet (Net)	(1,423)	(661)

- D) i)** Valuations in respect of Gratuity has been carried out by an independent actuary, as at the Balance sheet date, based on the following assumptions:

	As at March 31, 2019	As at March 31, 2018
Discount Rate and Rate of Return on Plan Assets (per annum)	7.78%	7.87% / 7.66%
Rate of increase in Compensation levels (refer note below)	7.75% / 7.25% / 6.75%	7.25% / 6.75%
Attrition rate	1%	1%

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

### ii) Sensitivity analysis

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

	As at March 31, 2019		As at March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount Rate (0.5 % movement)	(527)	577	(437)	478
Rate of increase in Compensation levels (0.5 % movement)	575	(530)	478	(442)
Attrition rate (0.5 % movement)	-	-	23	(25)

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

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

### iii) Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ('LIC') as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Insured fund in LIC	8,204	7,777
iv) Expected gratuity contribution for the next years.	1,345	1,252
Weighted average duration of the Defined Benefit Obligation (in years)	12/11	12/11
Maturity profile of defined benefit obligation:		
Within 1 year	474	611
1-2 year	262	258
2-3 year	407	462
3-4 year	668	391
4-5 year	635	648
5-10 years	3,885	3,458

### E) Compensated Absences

Current employee benefit obligations (Refer note 26)	3,346	2,915
--	-------	-------

### 31 FINANCE COSTS

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Interest on Term Loan	2,965	1,464
Interest on Bank Overdraft*	0	1
Interest on Debentures	1,248	2,558
Interest paid to others	53	27
<b>Total</b>	<b>4,266</b>	<b>4,050</b>

\* Amount is below the rounding off norm adopted by the Group

### 32 DEPRECIATION AND AMORTISATION EXPENSE

Depreciation on Tangible assets (Refer note 4)	11,046	9,748
Amortisation on Intangible assets (Refer note 4(a))	1,743	1,697
<b>Total</b>	<b>12,789</b>	<b>11,445</b>

### 33 OTHER EXPENSES

Rent	20,160	17,634
Office expenses	4,336	3,545
Security expenses	3,733	3,683
Electricity	2,491	2,356
Repairs and maintenance - others	3,883	3,417

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Communication expenses	1,731	1,826
Directors sitting fees	31	39
Legal and professional	871	1,057
Payment to Auditors		
As auditor:		
Statutory Audit fees	57	57
Tax Audit fees	8	8
Reimbursement of Expenses	3	2
Other Matters	9	7
Rates and taxes	1,285	867
Travelling and conveyance	932	841
Lease rentals	434	412
Insurance	622	586
Sales promotion and advertising	160	213
Bad debts written off	(151)	(44)
Expenditure towards Corporate Social Responsibility activities (Refer note below)	489	468
Loss on sale/scraping of fixed assets (Net)	73	66
Net Loss on Foreign Currency Transactions and Translation	-	234
Subscriptions charges	297	268
Miscellaneous expenses	983	919
<b>Total</b>	<b>42,437</b>	<b>38,461</b>
Note:- Expenditure on Corporate Social Responsibility Activities		
a) Gross amount required to be spent by the Company during the year	480	468
b) Amount spent during the year on (in cash):		
(i) Expenditure on Educational programmes	195	182
(ii) Expenditure on Health care programmes	38	32
(iii) Expenditure on promoting sports	-	-
(iv) Expenditure on accomodation for needy children	130	123
(v) Expenditure for plantation of trees	101	104
(vi) Expenditure on Cataract Surgeries	-	-
(vii) Donation	-	-
(viii) Other CSR expenditures	25	27
<b>Total</b>	<b>489</b>	<b>468</b>
<b>34 EARNINGS PER SHARE</b>		
Profit for the year	8,976	14,471
Weighted average number of shares (Nos.)	23,727,934	23,727,934
Basic and Diluted Earnings Per Share (In ₹)	37.83	60.99
Nominal value of shares outstanding (In ₹)	10	10

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### 35 OPERATING LEASES

- a. The Group has entered into various non-cancellable operating lease agreements for official premises and aircrafts/aircraft engines for a period of one to fifteen years and for acquiring aircrafts and aircraft engines for a period of one to fifteen years. Future minimum rentals payable under non-cancellable operating leases are as follows:

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Not later than one year	13,946	13,004
Later than one year and not later than five years	40,843	38,674
Later than five years	36,546	43,622

Note: The operating lease arrangements for official/ residential premises are renewable on a periodic basis and some of these lease agreements have price escalation clauses.

- b. Group has entered into various cancellable leasing arrangements for motor cars, office equipments and for official premises. The lease rentals for motor cars of ₹ 830 Lakhs [Previous year - ₹ 718 Lakhs] has been included under the head "Employee Benefits Expense - Salaries, Bonus and Compensated absences" under note 30 forming part of the Statement of Profit and Loss.

Lease rentals for office equipments of ₹ 434 Lakhs [Previous year - ₹ 412 Lakhs] has been included under the head "Other Expenses - Lease Rentals" under Note 33 forming part of the Statement of Profit and Loss.

Lease rentals for official premises of ₹ 19,697 Lakhs [Previous year - ₹ 17,247 Lakhs] has been included under the head "Other Expenses - Rent" under Note 33 forming part of the Statement of Profit and Loss.

Lease rentals for OTM Machines of ₹ 885 Lakhs [Previous year - ₹ 932 Lakhs] has been included under the head "Freight, Handling and Servicing Costs - Domestic network operating costs" under note 29 forming part of the Statement of Profit and Loss.

Lease rentals for Aircrafts and Aircraft Engine of ₹ 8,458 Lakhs [Previous year - ₹ 8,013 Lakhs] has been included under the head "Freight, Handling and Servicing Costs - Aircraft and Engine Lease Rentals" under note 29 forming part of the Statement of Profit and Loss.

- c. Group has entered into various cancellable leasing arrangements for network vehicles. The lease component included in domestic network operating cost amounting to ₹ 2,255 Lakhs [Previous year - ₹ 1,829 Lakhs] has been included under the head "Freight, Handling and Servicing Costs- Domestic Network operating cost" under note 29 forming part of the Statement of Profit and Loss.

#### 36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

##### A Accounting classification and fair values

The carrying value and fair value of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

		Carrying amount				in ₹ Lakhs
March 31, 2019	Note No.	FVTPL	FVTOCI	Amortised Cost	Total	
<b>Financial assets</b>						
(i) Loans (Refer note 1 below)	13	-	-	93	93	
(ii) Trade receivables (Refer note 1 below)	10	-	-	49,102	49,102	
(iii) Cash and cash equivalents (Refer note 1 below)	11	-	-	26,607	26,607	
(iv) Bank balances other than above (Refer note 1 below)	12	-	-	264	264	
(v) Deposits (Refer note 2 below)	5 and 14	-	-	6,170	6,170	
(vi) Other financial assets (Refer note 1 below)	5 and 14	-	-	2,500	2,500	
		-	-	<b>84,736</b>	<b>84,736</b>	
<b>Financial liabilities</b>						
(i) Borrowings	18, 22 and 24					
Unsecured Debentures (Refer note 3 below)		-	-	7,118	7,118	
Term Loan and Bank overdraft (Refer note 4 below)		-	-	50,000	50,000	

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

in ₹ Lakhs

March 31, 2019	Note No.	Carrying amount			
		FVTPL	FVTOCI	Amortised Cost	Total
(ii) Trade payables (Refer note 1 below)	23	-	-	43,425	43,425
(iii) Other financial liabilities (Refer note 1 below)	19 and 24	-	-	9,221	9,221
		-	-	109,764	109,764

in ₹ Lakhs

Carrying amount					
March 31, 2018	Note No.	FVTPL	FVTOCI	Amortised Cost	Total
Financial assets					
(i) Loans (Refer note 1 below)	13	-	-	100	100
(ii) Trade receivables (Refer note 1 below)	10	-	-	42,225	42,225
(iii) Cash and cash equivalents (Refer note 1 below)	11	-	-	22,612	22,612
(iv) Bank balances other than above (Refer note 1 below)	12	-	-	255	255
(v) Deposits (Refer note 2 below)	5 and 14	-	-	5,788	5,788
(vi) Other financial assets (Refer note 1 below)	5 and 14	-	-	2,449	2,449
		-	-	73,429	73,429
Financial liabilities					
(i) Borrowings	18, 22 and 24				
Unsecured Debentures (Refer note 3 below)		-	-	16,609	16,609
Term Loan and Bank overdraft (Refer note 4 below)		-	-	25,002	25,002
(ii) Trade payables (Refer note 1 below)	23	-	-	36,835	36,835
(iii) Other financial liabilities (Refer note 1 below)	19 and 24	-	-	7,770	7,770
		-	-	86,216	86,216

**Note 1:** The carrying value of Trade receivables, Loans, cash and cash equivalents, other bank balances, other financial assets, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

**Note 2:** Difference between carrying amounts and fair values of loans, deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

**Note 3:** The Unsecured Debentures are classified under level 1 in fair value hierarchy with quoted prices in active markets of ₹ 7,076 lakhs (March 31, 2018: ₹ 16,669 Lakhs).

**Note 4:** Term Loans and Bank Overdraft are taken at interest rates which are subject to reset periodically considering the then market trend and hence the carrying amount is not materially different from their fair values.

## B Financial Risk management

### i) Risk management framework

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Group's risk assessment and policies and processes are established to identify and analyze the risks faced by the Group to set appropriate risk limits and controls and to monitor such risks and compliance with the policies and processes. Risk assessment and policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities. The Board of Directors and the management is responsible for overseeing the Group's risk assessment and policies and processes.

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### ii) Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of expected credit loss in respect of trade and other receivables and investments.

#### Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates also have an influence on credit risk assessment.

Concentrations of credit risk with respect to trade receivables are limited, due to the Group's customer base being large and diverse and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

#### Cash and cash equivalents

The Group held cash and cash equivalents with credit worthy banks amounting to ₹ 24,755 Lakhs and ₹ 21,254 Lakhs as at March 31, 2019 and March 31, 2018 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

#### Security deposits given to lessors

The Group has given security deposit to lessors for premises leased by the Group as at March 31, 2019 and as at March 31, 2018. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

#### iii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group has access to funds through various debt instruments option.

As of March 31, 2019, the Group had working capital of ₹ 7,651 Lakhs including inventories of ₹ 2,601 Lakhs, cash and cash equivalents of ₹ 26,607 Lakhs, trade receivables of ₹ 49,102 Lakhs, other assets of ₹ 8,006 Lakhs, employee benefit obligation of ₹ 9,177 Lakhs, trade payables of ₹ 43,425 Lakhs, borrowing ₹ 7,118 Lakhs and other financial liabilities of ₹ 18,945 Lakhs.

As of March 31, 2018, the Group had working capital of ₹ 9,841 Lakhs including inventories of ₹ 2,133 Lakhs, cash and cash equivalents of ₹ 22,612 Lakhs, trade receivables of ₹ 42,225 Lakhs, other assets of ₹ 7,011 Lakhs, employee benefit obligation of ₹ 7,498 Lakhs, trade payables of ₹ 36,835 Lakhs, borrowing ₹ 9,743 Lakhs and other financial liabilities of ₹ 10,064 Lakhs.

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

			Contractual cash flows			in ₹ Lakhs
March 31, 2019	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Unsecured non convertible debentures (Series III)	7,118	7,550	7,550	-	-	-
Term Loan from Bank	50,000	51,614	8,146	28,239	15,229	-
Trade and other payables	43,425	43,425	43,425	-	-	-
Other financial liabilities	9,221	9,221	8,573	300	348	-
Total	109,764	111,810	67,694	28,539	15,577	-

	Contractual cash flows					in ₹ Lakhs
March 31, 2018	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Unsecured non convertible debentures (Series III)	7,118	8,226	676	7,550	-	-
Unsecured non convertible debentures (Series II)	9,491	10,061	10,061	-	-	-
Term Loan from Bank	24,750	29,294	3,234	10,162	15,898	-
Trade and other payables	36,835	36,835	36,835	-	-	-
Other financial liabilities	8,022	8,022	7,224	150	648	-
Total	86,216	92,438	58,030	17,862	16,546	-

#### iv) Market risk

Market risk is the risk of loss of future earnings, fair values of future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Group is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Group's exposure to market risk is a function of investing and borrowing activities and its revenue generating and operating activities.

##### a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

##### Interest rate sensitivity - fixed rate instruments

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

##### Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	in ₹ Lakhs	
	Profit or loss	
	100 bp increase	100 bp decrease
<b>As at 31/03/2019</b>		
Variable-rate instruments	(464)	464
<b>sensitivity</b>	<b>(464)</b>	<b>464</b>
<b>As at 31/03/2018</b>		
Variable-rate instruments	(277)	277
<b>sensitivity</b>	<b>(277)</b>	<b>277</b>

### b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar and Euro, against the functional currency of the Group.

### Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

Amounts in INR	in ₹ Lakhs	
	March 31, 2019	March 31, 2018
Trade receivables (in USD)	69	117
Trade payables (in USD)	(3,381)	(3,443)
Trade payables (in Euro)	(520)	(2,153)
Trade payables (in GBP)	(4)	(36)
<b>Net statement of financial position exposure</b>	<b>(3,836)</b>	<b>(5,515)</b>
Forward exchange contracts	-	-
<b>Net exposure</b>	<b>(3,836)</b>	<b>(5,515)</b>

### Sensitivity analysis

A 10% strengthening / weakening of the respective foreign currencies with respect to functional currency of Group would result in increase or decrease in profit or loss as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in ₹ Lakhs	Profit or loss	
	Strengthening	Weakening
<b>March 31, 2019</b>		
EUR	(52)	52
USD	(331)	331
GBP	(0)	0
	<b>(383)</b>	<b>383</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

Effect in ₹ Lakhs March 31, 2018	Profit or loss	
	Strengthening	Weakening
EUR	(215)	215
USD	(333)	333
GBP	(4)	4
	<b>(552)</b>	<b>552</b>

### 37 TAX EXPENSE

#### A. Amounts recognised in Statement of Profit and Loss

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Current income tax	5,381	8,316
Adjustment of tax relating to earlier years	(108)	(351)
Deferred income tax liability / (asset), net		
Origination and reversal of temporary differences	(835)	(736)
Deferred tax (credit)	(835)	(736)
Tax expense for the year	<b>4,438</b>	<b>7,229</b>

#### B. Reconciliation of effective tax rate

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Profit before tax	<b>13,414</b>	<b>21,700</b>
Tax using the Group's domestic tax rate (Current year 34.94% and Previous Year 34.61%)	4,687	7,510
<b>Add: Tax Effect on amounts which are not deductible/(Taxable) in calculating taxable income:</b>		
Expenditure towards Corporate Social Responsibility activities	111	162
Dividend from Mutual Funds	(118)	(122)
Adjustment of tax relating to earlier years	(108)	(351)
Other deductions	(134)	30
	<b>4,438</b>	<b>7,229</b>

#### C. Movement in deferred tax balances

	March 31, 2019				in ₹ Lakhs
	Net balance March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI	Others	Net balance March 31, 2019
<b>Deferred tax asset</b>					
Depreciation	1,415	442	-	-	1,857
Provision for Compensated Absences	857	155	-	-	1,012
Provision for Bonus	294	(90)	-	-	204
Provision for Gratuity	201	18	276	-	495
Other	1,098	466	-	-	1,564
<b>Tax (Assets) / Liabilities</b>	<b>3,865</b>	<b>991</b>	<b>276</b>	<b>-</b>	<b>5,132</b>

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	March 31, 2019				in ₹ Lakhs
	Net balance March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI	Others	Net balance March 31, 2019
Deferred tax on INDAS 115 impact (Refer note 3.1)	-	(170)	-	-	-
		821	276		

	March 31, 2018				
	Net balance March 31, 2017	Recognised in Statement of Profit and Loss	Recognised in OCI	Others	Net balance March 31, 2018
<b>Deferred tax asset</b>					
Depreciation	1,283	132	-	-	1,415
Provision for Compensated Absences	821	36	-	-	857
Provision for Bonus	269	25	-	-	294
Provision for Gratuity	328	(103)	(24)	-	201
Other	452	646	-	-	1,098
<b>Tax Assets / (Liabilities)</b>	<b>3,153</b>	<b>736</b>	<b>(24)</b>	<b>-</b>	<b>3,865</b>

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred tax assets. The recoverability of deferred tax assets is based on estimates of taxable income and the period over which deferred tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

### 38 RELATED PARTY DISCLOSURES

#### (A) Names of related parties and related party relationship

##### (i) Enterprises where control exists

Ultimate Holding Company	Deutsche Post AG, Germany
Holding Company	DHL Express (Singapore) Pte. Limited, Singapore

#### (B) Related party relationships where transactions have taken place during the year

##### (i) Enterprises where control exists

Ultimate Holding Company	Deutsche Post AG, Germany
Holding Company	DHL Express (Singapore) Pte. Limited, Singapore
Fellow Subsidiary Company	DHL Express (India) Private Limited, India
Fellow Subsidiary Company	DHL Supply Chain India Private Limited, India
Fellow Subsidiary Company	DHL Logistics Private Limited, India
Fellow Subsidiary Company	DHL eCommerce (India) LLP, India
Fellow Subsidiary Company	DHL eCommerce Singapore PTE. Ltd., Singapore
Fellow Subsidiary Company	Deutsche Post IT Services, GMBH
Fellow Subsidiary Company	European Air Transport, Leipzig GMBH
Fellow Subsidiary Company	DHL Aviation (Netherlands) B.V.
Fellow Subsidiary Company	DHL Aviation EEMEA, Kingdom of Bahrain
Fellow Subsidiary Company	DHL WorldWide Network NV/SA

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

Fellow Subsidiary Company	Williams Lea India Private Limited, India (up to November 30, 2017)
Fellow Subsidiary Company	Tag India Private Limited, India (up to November 30, 2017)

#### (C) Entities in which a Director of a Subsidiary Company is interested

Company	Cargo Service Center India Private Limited
Company	Delhi Cargo Service Center Private Limited
Company	Mumbai Cargo Service Center Airport Private Limited

#### (D) Key Management Personnel

Anil Khanna	Managing Director - Blue Dart Express Limited (Up to January 23, 2019)
Sharad Upasani	Chairman
Air Marshal M. McMahon (Retd.)	Director (From February 10, 2017)
Tulsi Nowlakha Mirchandaney	Managing Director - Blue Dart Aviation Limited and Director in Blue Dart Express Limited.
Narendra Sarda	Director
Balfour Manuel	Chief Executive Officer (from January 23, 2019)

#### (E) Transactions with related parties during the year

##### (i) With Holding/Fellow Subsidiaries

##### Deutsche Post AG, Germany

Reimbursements of expenses	10	13
Reimbursements of expenses	(1)	-

##### DHL Express (Singapore) Pte. Limited, Singapore

Dividend paid	2,224	2,669
---------------	-------	-------

##### DHL Express (India) Private Limited, India

International servicing cost	14,209	13,489
Domestic service charges income	(5,841)	(5,395)
Legal and professional fees	102	97
Business support services income	(894)	(869)
Other income	(98)	(79)
Pickup and Delivery charges	185	115
Courier charges incurred	503	326

##### DHL Supply Chain India Private Limited, India

Domestic service charges income	(3,991)	(3,522)
Deposit (repaid)/accepted	-	(50)
Efulfilment Warehousing services	440	366

##### DHL Logistics Private Limited, India

Domestic service charges income	(567)	(530)
International Servicing Cost	81	24
Freight income	(60)	(26)

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>DHL eCommerce (India) LLP, India</b>		
Domestic service charges income	(9)	-
Domestic Network Operating Cost	7,011	454
<b>European Air Transport, Leipzig GMBH, Germany</b>		
Aircraft spares /Repairs	45	18
<b>DHL eCommerce Singapore PTE. Ltd., Singapore</b>		
Payment towards software maintenance and others	164	150
<b>Deutsche Post IT Services, GMBH, Germany</b>		
Payment towards software maintenance and others	2	2
<b>Williams Lea India Private Limited, India</b>		
Printing and stationery	-	114
<b>Tag India Private Limited, India</b>		
Printing and stationery	-	1
<b>DHL Aviation (Netherlands) B.V.</b>		
Aircraft Dry Lease	7,750	7,187
Technical services	17	15
<b>DHL Aviation EEMEA, Kingdom of Bahrain</b>		
Received towards Sale of Aircraft parts	-	3
<b>Delhi Cargo Service Centre Private Limited</b>		
Rent, Civil and Other work	934	-
Interline Expenses	-	6
<b>Cargo Service Centre India Private Limited</b>		
Interline Expenses	12	6
<b>DHL WorldWide Network NV/SA</b>		
AMC charges for Engineering & Maintenance ERP	42	38
Reimbursement of Freight charges	-	15
<b>Mumbai Cargo Service Center Airport Private Limited</b>		
Cargo handling charges	31	-
<b>(ii) With Key Management Personnel</b>		
<b>Anil Khanna - Blue Dart Express Limited</b>		
Remuneration	578	659
<b>Sharad Upasani</b>		
Commission	18	18
Sitting Fees	8	8
<b>Air Marshal M. McMahon (Retd.)</b>		
Commission	18	18
Sitting Fees	2	3
<b>Narendra P Sarda</b>		
Commission	18	18
Sitting Fees	8	8

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
<b>Balfour Manuel</b>		
Remuneration	28	-
<b>Tulsi Nowlakha Mirchandaney - Blue Dart Aviation Limited</b>		
Remuneration	250	306
Remuneration includes provision recognized whereby the amount payable is subject to fulfillment of certain services conditions and approval by the Board of Directors		
	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
<b>(F) Related party balances as at the year end</b>		
<b>(i) Receivable/(Payable) from/to Fellow Subsidiaries</b>		
DHL Express (India) Private Limited, India	1,616	3,076
DHL Express (India) Private Limited, India	(6,632)	(7,425)
DHL Supply Chain India Private Limited, India	711	537
DHL Supply Chain India Private Limited, India	(89)	(68)
DHL Logistics Private Limited, India	139	83
DHL Logistics Private Limited, India	(55)	(4)
DHL eCommerce (India) LLP, India	(3,613)	-
DHL eCommerce (India) LLP, India	3	-
DHL Aviation (Netherlands) B.V.	(624)	(2,440)
Cargo Service Center India Private Limited	(1)	-
Delhi Cargo Service Center Private Limited	1,314	1,314
Delhi Cargo Service Center Private Limited	(8)	(1)
Williams Lea India Private Limited, India	-	-
European Air Transport, Leipzig GmbH	(1)	-
Mumbai Cargo Service Center Airport Private Limited	(9)	-
<b>(ii) Payable to Key Management Personnel</b>		
Anil Khanna	-	278
Shrad Upasani	18	18
Air Marshal M. McMahon (Retd.)	18	18
Narendra Sarda	18	18
Balfour Manuel	12	-
Tulsi Nowlakha Mirchandaney	72	125

Note: The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

(G) Key management personnel compensation comprised the following:

	Blue Dart Express Limited		Blue Dart Aviation Limited	
	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs	Year ended March 31, 2019 in ₹ Lakhs	Year ended March 31, 2018 in ₹ Lakhs
Short-term employee benefits	461	509	233	279
Post-employment benefits	11	43	-	11
Long-term employee benefits	134	107	17	16
<b>Total</b>	<b>606</b>	<b>659</b>	<b>250</b>	<b>306</b>

### 39 DUES TO MICRO AND SMALL ENTERPRISES

Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end

Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end

Principal amounts paid to suppliers registered under the MSMED Act beyond the appointed day during the year

Interest paid, other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year

Interest paid, under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year

Interest due and payable towards suppliers registered under MSMED Act for payments already made

Further interest remaining due and payable for earlier years

The above information regarding Micro, Small and Medium Enterprises given in note 23 - Trade Payables has been determined to the extent such parties have been identified on the basis of information available with the Group.

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	969	307
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	11	8
Principal amounts paid to suppliers registered under the MSMED Act beyond the appointed day during the year	169	94
Interest paid, other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act for payments already made	2	2
Further interest remaining due and payable for earlier years	8	5

#### Detailed break-up of Interest is as follows:

Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end

Interest due and payable towards suppliers registered under MSMED Act for payments already made

Further interest remaining due and payable for earlier years

Interest Charge to Statement of Profit and Loss

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	11	8
Interest due and payable towards suppliers registered under MSMED Act for payments already made	2	2
Further interest remaining due and payable for earlier years	8	5
Interest Charge to Statement of Profit and Loss	4	3

### 40 CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for [net of advances ₹ 167 Lakhs (March 31, 2018- ₹ 108 Lakhs)]

	As at March 31, 2019 in ₹ Lakhs	As at March 31, 2018 in ₹ Lakhs
Estimated amount of contracts remaining to be executed on capital account and not provided for [net of advances ₹ 167 Lakhs (March 31, 2018- ₹ 108 Lakhs)]	2,801	9,771

## SCHEDULES

### Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

#### 41 CONTINGENT LIABILITIES

Claims against the group not acknowledged as debt

a) Stamp Duty - Karnataka

Not ascertainable Not ascertainable

In response to the notices received from Stamp Authorities of Bangalore, Mangalore and Mumbai for payment of stamp duty under the Karnataka Stamp Act, 1957, and Maharashtra Stamp Act, 1958, based on the legal counsel advise received, the Company has filed its reply with those authorities submitting that on various grounds, it does not consider an air waybill to be an 'acknowledgement' chargeable to stamp duty under the Schedule of the said Act.

b) On February 28, 2019, Honourable Supreme Court of India has passed the Judgement relating to the allowances to be considered while determining the amount of contribution toward Provident Fund. Presently, there are numerous interpretative issues relating to the Judgement. Based on the opinions obtained by the Group from its Legal consultants, the Group has complied the Provident Fund contribution mechanism effective April 1, 2019 and no provision has been made for the past periods in its financial statements as at March 31, 2019.

c) Service Tax

434

434

The Company has received Show Cause cum Demand Notice from Commissioner of Service Tax relating to the Service Tax demand on services provided by the Company to certain customers being educational institutions. The Company has filed its reply with the department submitting that courier services provided by the Company are exempt from service tax as per the provisions of the relevant Notification.

#### 42 Disclosures required by Schedule III of the Companies Act, 2013 by way of additional information:

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount in ₹ Lakhs	As % of consolidated profit	Amount in ₹ Lakhs
Parent:				
Blue Dart Express Limited	88%	50,695	98%	8,760
Subsidiaries (Indian):				
Blue Dart Aviation Limited	11%	6,602	2%	215
Concorde Air Logistics Limited	1%	475	0%	1
<b>Total</b>	<b>100%</b>	<b>57,772</b>	<b>100%</b>	<b>8,976</b>

#### 43 CAPITAL MANAGEMENT

The Group's objective for Capital management is to maximise shareholder's value and support the strategic objectives of the Group. The Group determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements are met through operating cash flows generated.

The Group monitors capital using a ratio of 'debt' to 'equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest bearing debentures, less cash and cash equivalents. Equity comprises all components of equity. Debt equity ratio as at March 31, 2019 is 0.62 and as at March 31, 2018 is 0.43.

#### 44 DIVIDENDS

The final dividend proposed for the year is as follows:

On Equity Shares of ₹ 10/- each

Amount of dividend proposed (in ₹ Lakhs)

Dividend per equity share

As at March 31, 2019	As at March 31, 2018
2,966	2,966
12.50	12.50

## SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2019

### 45 RECENT ACCOUNTING PRONOUNCEMENTS

Standards issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

Ind AS 116 Leases

Ind AS 116 Leases was notified by MCA on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 01, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

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

The Group intends to adopt this standard from April 01, 2019. The Group is in the process of evaluating the effect of revised accounting policy on its financial statements.

### 46 SEGMENT INFORMATION

The Group has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Group are domiciled in India and the Group earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Group's total revenues.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
ICAI Firm Registration No.101049W/E300004  
Chartered Accountants

**per Govind Ahuja**  
Partner  
Membership No. 048966

Place: Mumbai  
Date: May 16, 2019

For and on behalf of the Board of Directors

**Sharad Upasani**  
Chairman  
DIN:01739334

**Air Marshal M. McMahon (Retd.)**  
Director  
DIN:00234293

Place: Mumbai  
Date: May 16, 2019

**Balfour Manuel**  
Managing Director  
DIN:08416666

**Tulsi Nowlakhia Mirchandaney**  
Director  
DIN:01842520

**Malcolm Monteiro**  
Director  
DIN:00089757

**Kavita Nair**  
Director  
DIN:07771200

**Aneel Gambhir**  
Chief Financial Officer

**Narendra Sarda**  
Director  
DIN:03480129

**R.S. Subramanian**  
Additional Director  
DIN:02946608

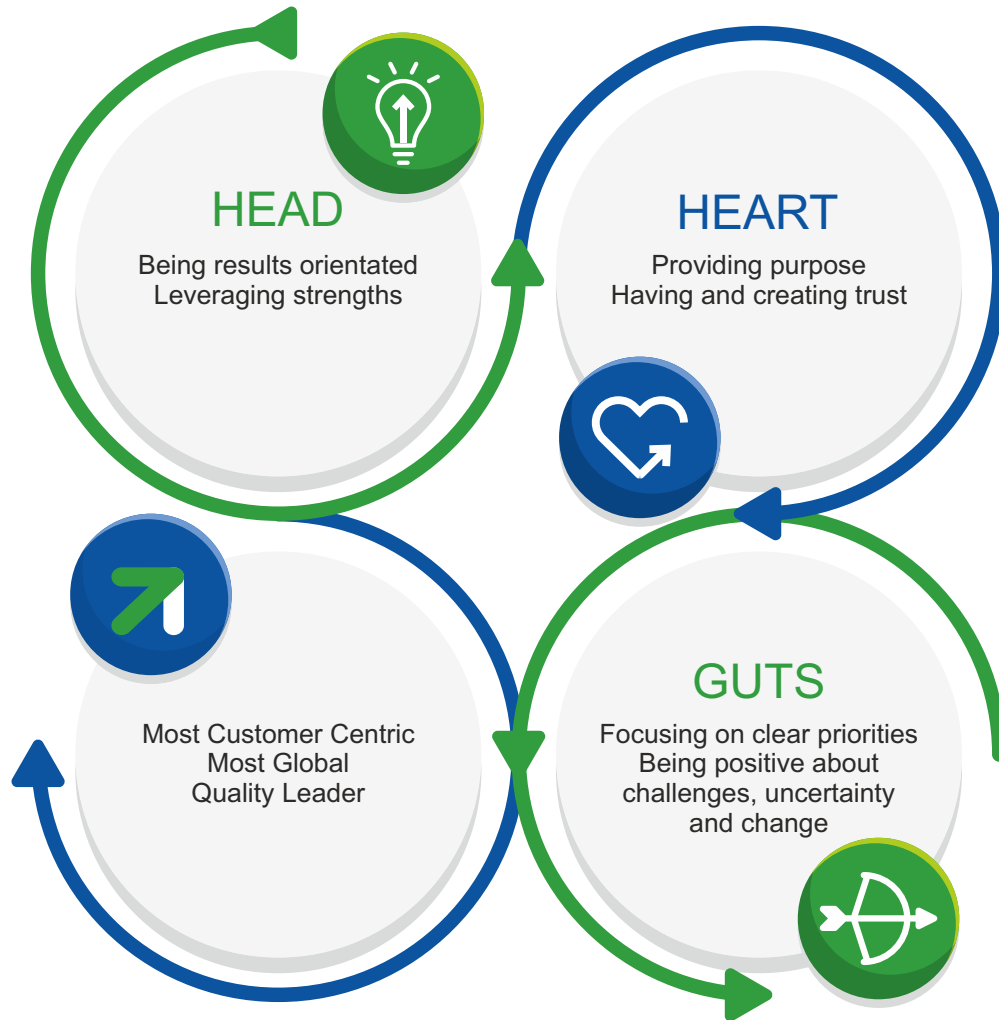
**Tushar Gunderia**  
Company Secretary

[illegible]

Notes:

[illegible]

# LEADERSHIP



## Corporate Information

### Registered Office:

Blue Dart Centre, Sahar Airport Road,  
Andheri (E), Mumbai - 400 099.  
Tel: +91 22 2839 6444  
Fax: +91 22 2824 4131, 2831 1184  
CIN: L61074MH1991PLC061074  
[www.bluedart.com](http://www.bluedart.com)  
[communications@bluedart.com](mailto:communications@bluedart.com)

### Bankers:

Axis Bank Ltd.  
Canara Bank  
Citibank N.A.  
HDFC Bank Ltd.  
ICICI Bank Ltd.  
IDBI Bank Ltd.  
Standard Chartered Bank  
Yes Bank Ltd.

### Statutory Auditors:

S. R. Batliboi & Associates LLP

### Internal Auditors:

KPMG  
(co-sourced with Company's Internal Audit Team)

### Solicitors:

Mulla & Mulla & Craigie Blunt & Caroe  
DSK Legal

### Registrar & Transfer Agent:

Link Intime India Pvt. Ltd.

Corporate Office: Blue Dart Express Limited, Blue Dart Centre, Sahar Airport Road, Andheri (East),  
Mumbai - 400 099. India. Tel: (022) 2839 6444 | Fax: (022) 2824 4131 | [www.bluedart.com](http://www.bluedart.com)



1860 233 1234



/bluedart.official



/BlueDartTweets



/bluedartofficialchannel



/company/bluedart



I  MY BLUE DART

**BLUE DART**

# BLUE DART

## EXPRESS LIMITED

### NOTICE

**NOTICE** is hereby given that Twenty Eighth Annual General Meeting of Blue Dart Express Limited will be held on Wednesday, July 31, 2019 at 4:30 p.m. at Chancellor I, Hotel Hilton Mumbai International Airport, Sahar Airport Road, Andheri (E), Mumbai 400 099, to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt;
  - a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors; and
  - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.
2. To declare Dividend on Equity Shares for the financial year ended March 31, 2019.
3. To appoint a Director in place of Ms. Tulsi N. Mirchandaney (DIN: 01842520) who retires by rotation and being eligible, offers herself for re-appointment.

#### SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Kenneth Allen (DIN 08376337) who has been appointed as an Additional Director of the Company with effect from March 11, 2019 by the Board of Directors of the Company pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Article 147 of the Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, under the provisions of Section 160 of the Companies Act, 2013 and who being eligible for appointment to the office of Director and on the basis of recommendation of the Nomination & Remuneration Committee and approval of the Board, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

5. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. R. S. Subramanian (DIN: 02946608) who has been appointed as an Additional Director of the Company with effect from March 27, 2019 by the Board of Directors of the Company pursuant to the provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Article 147 of the Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of the Director, under the provisions of Section 160 of the Companies Act, 2013 and who being eligible for appointment to the office of the Director and on the basis of recommendation of the Nomination & Remuneration Committee and approval of the Board, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

- 6 (a) To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Balfour Manuel (DIN: 08416666) who has been appointed as an Additional Director of the Company with effect from May 16, 2019 by the Board of Directors of the Company pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Article 147 of the Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, under the provisions of Section 160 of the Companies Act, 2013 and who being eligible for appointment to the office of Director and on the basis of recommendation of the Nomination & Remuneration Committee and approval of the Board, be and is hereby appointed as a Director of the Company not liable to retire by rotation."

- 6 (b) To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors, approval of Members of the Company be and is hereby accorded for the appointment of Mr. Balfour Manuel (DIN: 08416666) as the Managing Director of the Company for a period of 3 (three) years commencing from May 16, 2019 and on terms and conditions including remuneration as set out in the Agreement to be entered into between the Company and Mr. Balfour Manuel, a draft whereof is placed before the meeting duly initiated by the Chairman for the purpose of identification, which Agreement is hereby specifically sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the said Agreement as may be agreed to between the Board of Directors and Mr. Balfour Manuel.

**RESOLVED FURTHER THAT** notwithstanding anything contained hereinabove, where, during the term of employment of the Managing Director, if in any financial year, the Company has no profits or its profits are inadequate, unless otherwise approved by any Statutory Authority, if any, as may be required, the remuneration payable to the Managing Director including salary, perquisites and any other allowances shall be governed and be subject to the conditions and ceiling provided under the provisions of Schedule V of Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to take all necessary steps for the aforesaid purpose and matters incidental thereto.”

7. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued vide SEBI Notification dated May 09, 2018, (including any statutory amendment(s) or modification(s) thereto or re-enactment(s) thereof for the time being in force) and subject to such other applicable laws, rules, regulations etc. as may be applicable in this regard, and pursuant to the recommendation and approval of the Nomination & Remuneration Committee and the Board of Directors, consent of the members be and is hereby accorded to continue the appointment of Air Marshal

M. McMahon (Retd.) (DIN: 00234293), as a Non-Executive Independent Director of the Company on his attaining the age of 75 years from the period beginning from September 27, 2019 until the expiry of his tenure on February 9, 2022 as per the terms of appointment thereof.

**RESOLVED FURTHER THAT** any Director and/ or the Company Secretary of the Company, be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

Mumbai,  
May 16, 2019

By Order of the Board  
sd/-  
**Tushar Gunderia**  
Company Secretary

Regd. Office:  
Blue Dart Centre, Sahar Airport Road,  
Andheri (East), Mumbai – 400 099.  
Tel : 28396444 | Fax : 28244131  
CIN: L61074MH1991PLC061074  
www.bluedart.com  
communications@bluedart.com

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF /HERSELF AND PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.**

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to submit to the Company, a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business as set out in Item Nos. 4 to 7 and relevant details in respect of Item no. 3 pursuant to the Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Secretarial Standard on General Meeting (SS-2) are annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, July 24, 2019 to Wednesday, July 31, 2019 (both days inclusive) for the purpose of determining eligibility of members entitled to dividend.
5. Dividend as may be declared shall be payable to Members of the Company whose names appear:
  - (a) as Beneficial Owners as at the close of the business hours on Tuesday, July 23, 2019 as per the details to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of shares held in electronic form; and
  - (b) as members in the Register of Members of the Company as on Tuesday, July 23, 2019.
6. The Company has transferred unclaimed dividend declared for the Financial Years 1995-96, 1996-97, 1998-99, 1999-2000 (interim and final dividend), 2000-2001, 2001-2002, 2002-2003, 2003-2004, 2004-2005 December 2006, December 2007, December 2008, December 2009 and December 2010 to "The Investors

Education and Protection Fund" (IEPF) established by the Central Government.

7. The Ministry of Corporate Affairs has notified provisions relating to unpaid/ unclaimed dividend under sections 124 and 125 of Companies Act, 2013 and the Investor Education & Protection Fund (IEPF) (Accounting, Audit, Transfer and Refund) Rules, 2016. As per the rules, dividends which are not encashed/ claimed by the shareholder for a period of seven consecutive years shall be transferred to IEPF Authority. The new IEPF rules mandate the Companies to transfer shares of shareholders whose dividends have remained unpaid/ unclaimed for a period of seven consecutive years to Demat Account of the IEPF Authority.

Accordingly, the shares in respect of which dividend was not claimed for a period of seven years starting from the year ended December 31, 2009, and December 31, 2010 were transferred to the IEPF Account in November, 2017 and May 2018 respectively. Details of shares transferred to the IEPF Authority are available on website of the Company and on the Ministry of Corporate Affairs (MCA) Website. The Members whose dividend/ Shares have been transferred to the IEPF Authority can now claim the same from the Authority by following the Procedure as detailed on IEPF website. <http://iepf.gov.in/IEPFA/refund.html>.

8. All members who have either not received or have not yet encashed their dividend warrant(s) for the financial year December 2011 till the period ended March 31, 2018 and Interim Dividend for the financial year ended March 31, 2014, are requested to write to the Company's Registrar and Share Transfer Agent at the address mentioned below for obtaining duplicate dividend warrant without any further delay.
9. Members are requested to furnish their Bank Account details, change of address, e-mail address etc. to the Company's Registrar and Transfer Agent viz; Link Intime India Pvt. Ltd. at the address mentioned below, in respect of shares held in the physical form and to their respective Depository Participants, if shares are held in electronic form.
10. Members desirous of getting any information about accounts of the Company are requested to send their queries at the Registered Office of the Company at least 10 days prior to the date of meeting so that the requisite information can be readily made available at the meeting.
11. Members are requested to bring their copy of the Annual Report at the Meeting.
12. The members/proxies should bring attendance slips duly filled in and signed for attending the meeting and handover the same at the entrance of the Hall.

13. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in the physical form are therefore, requested to submit their PAN and Bank Account details to Link Intime India Pvt. Ltd. / Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear name of the Member. In the alternative, Members are requested to submit a copy of the bank passbook/ statement attested by the bank. Members holding shares in Demat mode are requested to submit the aforesaid information to their respective Depository Participant.
14. SEBI has decided that securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
15. Members of the Company had approved the appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors at the Twenty Sixth Annual General Meeting of the Company for a term of five years subject to ratification by the members at every Annual General Meeting. The Ministry of Corporate Affairs vide its Notification dated May 7, 2018 has enforced Section 40 of the Companies (Amendment) Act, 2017 and Companies (Audit and Auditors) Rules, 2014 wherein the requirement for ratifying appointment of the Statutory Auditors of the Company at every Annual General Meeting has now been dispensed with. Accordingly, the proposal for ratification of the appointment of Statutory Auditors is not forming part of the Notice convening ensuing Annual General Meeting.
16. Electronic copy of the Annual Report for 2018-2019 along with the Notice, Attendance Slip and Proxy Form are being sent to all the members whose e-mail Ids are registered with the Company/ Depository Participant(s) for communication purpose, unless any member has requested to provide him physical copy of the Annual Report. For members who have not registered their e-mail address, physical copies Annual Reports for 2018-2019 are being sent to them in the permitted mode.
17. To support 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with the Registrar & Transfer Agent viz; Link Intime India Pvt. Ltd.
18. Members may also note that the Notice of the 28<sup>th</sup> Annual General Meeting and the Annual Report for 2018-2019 will also be available on the Company's website viz; [www.bluedart.com](http://www.bluedart.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days excluding Sunday(s) and Public Holiday(s) upto and at the Annual General Meeting.

Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same.

19. The Notice of AGM of the Company can be downloaded from [www.bluedart.com](http://www.bluedart.com).
20. The route map showing directions to reach the venue of the 28<sup>th</sup> Annual General Meeting is annexed.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are provided with the facility to cast their votes electronically, through remote e-voting services provided by the Link Intime India Private Limited (LI IPL) on all resolutions set forth in this Notice.

The Instructions for shareholders to vote electronically are as under :

- i. The voting period begins on Thursday, July 25, 2019 (9.00 a.m. IST) and ends on Tuesday, July 30, 2019 (5.00 p.m. IST). During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of July 23, 2019, may cast their votes electronically. The remote e-voting module shall be disabled by LI IPL for voting thereafter.
- ii. Log-in to e-Voting website of Link Intime India Private Limited (LI IPL).
- iii. Visit the e-voting system of LI IPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
- iv. Click on "Login" tab, available under 'Shareholders' section.
- v. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
- vi. Your User ID details are given below:
  - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
  - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
  - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
- vii. Your Password details are given below:

If you are using e-Voting system of LI IPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and

confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.</li> </ul>
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI (Date of Incorporation) as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (vi-c).</li> </ul>

viii. If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

ix. If Shareholders holding shares in Demat Form or Physical Form have forgotten password: Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

x. Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

xi. For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

xii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xiii. Cast your vote electronically

xiv. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.

xv. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting. Cast your vote by selecting appropriate option i.e. Favour/Against as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

xvi. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.

xvii. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.

xviii. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

xix. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

xx. General Guidelines for shareholders:

a) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

b) During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".

c) Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/ demat account.

d) In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.

**Other instructions:**

- (i) The voting rights of Members shall be in proportion to their shares of the paid – up equity share capital of the Company as on July 23, 2019.
- (ii) Mr. Nilesh Shah, Practicing Company Secretary (Membership No. FCS - 4554), failing him Ms. Hetal Shah ( FCS - 8063) has been appointed as the scrutinizer to scrutinize the voting at the Annual General Meeting and remote e-voting process in a fair and transparent manner.
- (iii) The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- (iv) Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- (v) The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.bluedart.com](http://www.bluedart.com) and on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>) and communicated to the BSE Limited (BSE), and the National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.
- (vi) Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut -off date i.e. July 23, 2019 may follow the same procedure as mentioned above for e-Voting. However, if you are already registered with Link Intime India Private Limited (<https://instavote.linkintime.co.in>) for remote e-voting then you can use your exiting password for casting your vote.

**REGISTRAR & SHARE TRANSFER AGENT:**

Link Intime India Pvt. Ltd.,  
C- 101, First Floor, 247 Park,  
LBS Marg, Vikhroli West,  
Mumbai - 400 083

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

As required by the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business mentioned under item nos. 4 to item no. 7 of the accompanying Notice dated May 16, 2019.

### Item No. 4

Mr. Kenneth Allen was appointed by the Board of Directors of the Company as an Additional Director with effect from March 11, 2019 and holds the office upto the date of this Annual General Meeting, pursuant to provisions of Section 161 of the Companies Act, 2013 and Article 147 of the Articles of Association of the Company. The Notice under Section 160 of the Companies Act, 2013 has been received from a Member proposing name of Mr. Kenneth Allen as a candidate for the office of Director of the Company. The Nomination & Remuneration Committee and the Board of Directors have also recommended and approved appointment of Mr. Kenneth Allen as a Director of the Company.

Brief resume of Mr. Kenneth Allen pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting is provided below.

Mr. Kenneth Allen, aged 63 years, is the CEO of DHL eCommerce Solutions. He has been a Corporate Board Member of the Deutsche Post DHL Group since 2009. He became Board Member for DHL eCommerce Solutions with effect from January 1, 2019, and his new assignment includes the 'Parcel Europe and Ecommerce' businesses. Apart from keeping the responsibility for Customer Solutions & Innovation (CSI), Mr. Allen leads the further development of the overall e-commerce strategy for the Group.

Mr. Kenneth Allen successfully shaped the Express strategy and led the division to an unparalleled growth trajectory by unlocking its revenue and profit potential. With relentless focus on the core principles of the customer centricity, employee engagement and profitable growth, Mr. Allen established truly world-class processes within the Express division.

Details of remuneration sought to be paid - NIL

The number of Meetings of the Board attended during the year: Not Applicable.

Directorship of other Companies; NIL

Mr. Kenneth Allen, Director, is not a member/ Chairman of any committee and does not hold any shares in the Company.

Mr. Allen and any of the other Directors / Key Managerial Personnel of the Company do not have any inter-se relationship.

Except Mr. Kenneth Allen, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their

respective relatives is concerned or interested, financial or otherwise, in the resolution set out in item no. 4.

The Board of Directors recommends the resolution for your approval.

### Item No. 5

Mr. R.S. Subramanian was appointed by the Board of Directors of the Company as an Additional Director with effect from March 27, 2019 and holds the office upto the date of this Annual General Meeting, pursuant to provisions of Section 161 of the Companies Act, 2013 and Article 147 of the Articles of Association of the Company. The Notice under Section 160 of the Companies Act, 2013 has been received from a Member proposing name of Mr. R.S. Subramanian as a candidate for the office of Director of the Company. The Nomination & Remuneration Committee & the Board of Directors have recommended and approved appointment of Mr. R.S. Subramanian as a Director of the Company.

Brief resume of Mr. R.S. Subramanian pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting is provided below.

Mr. R. S. Subramanian is currently the Senior Vice President and Country Manager for DHL Express India, and a member of the DHL Asia Pacific Management Board.

With over 25 years of experience, he has extensive knowledge in sales, strategy and marketing. His vast experience has led him to manage several key responsibilities within DHL Express. Mr. Subramanian joined DHL Express as the Head of Sales and subsequently moving on to the position of the Vice President, RoSA wherein he was handling DHL Express operations in Pakistan, Bangladesh, Sri Lanka, Nepal, Maldives and Bhutan. He assumed role of the Country Manager in 2010 for the business in India and successfully led several key projects.

Mr. Subramanian's strong business acumen has led him to building successful teams, adoption of best in class initiatives and building cost efficiencies which have resulted in the India business growing significantly in the region. He has been driving force behind DHL Express India being recognized as an industry leader, having both the best in class industry and people practices.

Mr. Subramanian holds a Bachelor's degree in Engineering and a Masters in Management from IIM – Bangalore. Prior to DHL, he spent 14 years with Hindustan Unilever Ltd in a variety of sales and marketing roles. He is Gold Certified in First Choice which is Deutsche Post DHL's internal quality programme based on the Six-Sigma DMAIC methodology.

Mr. Subramanian is Vice Chairman of the Express Industry Council of India and a Member of the Management Committee of the Indo-German Chamber of Commerce.

Details of remuneration sought to be paid - NIL

The number of Meetings of the Board attended during the year: Not Applicable

Directorship of other Companies:

1. DHL Express (India) Pvt. Ltd.
2. Indo German Chamber of Commerce
3. Express Industry Council of India (EICI)

Mr. R.S. Subramanian, Director, is not a member/ Chairman of any committee and does not hold any shares in the Company.

Mr. R.S. Subramanian and any of the other Directors/ Key Managerial Personnel of the Company do not have any inter-se relationship.

Except Mr. R.S. Subramanian, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financial or otherwise, in the resolution set out in item no. 5.

The Board of Directors recommends the resolution for your approval.

#### **Item No. 6 (a) & (b)**

Based on the recommendation of the Nomination & Remuneration Committee and subject to necessary approval by the Members in the General Meeting, the Board of Directors of the Company in its Meeting held on May 16, 2019, appointed Mr. Balfour Manuel as Managing Director of the Company for a period of 3 (three) years with effect from May 16, 2019 to May 15, 2022.

Brief Profile of Mr. Balfour Manuel stated hereunder:

Mr. Balfour Manuel was appointed as Chief Executive Officer (CEO) of the Company with effect from January 23, 2019.

Mr. Balfour Manuel, a Blue Dart veteran of over 35 years, has been instrumental in the success of Blue Dart from the very beginning of the company's inception. A longtime employee of the company, Mr. Balfour Manuel prior to his appointment as CEO, was Senior Vice President in charge of Blue Dart's business-to-business customers, a cornerstone of Blue Dart's customer base.

Prior to this, he also held a key general management position where he was responsible for the growth and development of Blue Dart's business in the Western region in India.

Mr. Balfour Manuel holds a Masters in Business Management in Marketing from University of Mumbai.

The Board of Directors of the Company has subject to provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, appointed Mr. Balfour Manuel as Managing Director for a period of 3(three) years

with effect from May 16, 2019 on remuneration terms and broad terms and conditions detailed hereunder as recommended by Nomination & Remuneration Committee and Board of Directors in their meetings held on May 16, 2019.

#### **TERMS AND CONDITIONS OF APPOINTMENT OF MR. BALFOUR MANUEL AS MANAGING DIRECTOR:**

(for the period from May 16, 2019 to March 31, 2020)

Basic	- ₹ 6.00 Lakhs per month
House Rent Allowance	- ₹ 0.40 Lakhs per month
Special Allowance	- ₹ 2.82 Lakhs per month

In addition to above amount, Mr. Balfour Manuel shall be entitled to the following:

- (i) The Company's contribution to Provident Fund, in accordance with the Rules and Regulations of the Company.
- (ii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both.
- (iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- (iv) Encashment of an unavailed leave at the end of each year as per Company Policy.
- (v) Telephone expenses.
- (vi) A chauffeur – driven vehicle or transport allowance as per Company Policy.
- (vii) Coverage under Company's Group Insurance Cover.
- (viii) The Managing Director shall be entitled to an incentive payment based on achievement of profitability levels and other performance parameters as determined by the Board of Directors for the calendar year ended December 31, 2019, upto a maximum of Rs. 84.00 lakhs.
- (ix) Increment for each year shall be determined by the 'Nomination and Remuneration Committee' and which shall be subject to approval of the Board of Directors and members of the Company at the General Meeting of members.
- (x) Entitlement to LTI as per LTI scheme.

During the term of employment of the Managing Director, if in any financial year, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V of the Companies Act, 2013 unless otherwise approved by such Statutory Authority, if any, as may be required remuneration shall be paid as per the conditions and monetary ceiling provided under Section 197 and Schedule V to the Companies Act, 2013 or any re-enactment thereof. Severance term agreed between the Company and Managing Director is six months notice or payment of six months' salary in lieu thereof.

In terms of Article 160 of the Articles of Association of the Company, Mr. Balfour Manuel shall not be subject to retirement by rotation during his tenure as Managing Director.

The number of Meetings of the Board attended during the year: Not Applicable

Directorship Membership/ Chairmanship of Committees of Other Boards:

Sr. No.	Names of the Companies	Designation
1.	Express Industry Council of India	Director

This Explanatory Statement be treated as a written memorandum under Section 190 of the Companies Act, 2013, of the Agreement to be entered into between the Company and Mr. Balfour Manuel.

A copy of the draft of the Agreement referred to in the said resolution is available for inspection by the members at the Registered Office of the Company on any working day excluding public holidays and Sundays, between 11.00 A.M. to 1.00 P.M. upto and including the date of Annual General Meeting and the same is also available for inspection by the members at the Annual General Meeting.

In compliance with the applicable provisions of the Companies Act, 2013, an Ordinary Resolution as per the terms set out in Item No. 6(a) and 6(b) of the accompanying Notice is being placed before the members in the Annual General Meeting.

Except Mr. Balfour Manuel being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financial or otherwise, in the resolution set out in item no. 6(a) and 6(b).

The Board of Directors recommends the resolution for approval by members.

#### Item No. 7

As per the provisions of Sections 149, 152, Schedule IV of the Act read with rules made thereunder, the Company has appointed Air Marshal M. McMahon (Retd.) as an Independent Director as per the requirement of the Companies Act, 2013 for a period 5 (Five) consecutive years commencing from February 10, 2017 to February 9, 2022.

SEBI vide its circular dated May 09, 2018 has amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has now mandated all the Listed Companies vide regulation 17(1A) of SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 to obtain shareholders' approval vide special resolution for appointment/ continuance of appointment of any non-Executive Director who has attained the age of 75 years, w.e.f. April 01, 2019.

Since Air Marshal M. McMahon (Retd.) would be attaining the age of 75 years on September 27, 2019, consent of the Members by way of Special Resolution is sought by the Company in compliance with

Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, for continuance of his appointment as an Independent Director of the Company on his attaining age of 75 years for the period with effect from September 27, 2019 till the expiry of his tenure i.e. February 9, 2022.

Air Marshal M. McMahon (Retd.) is a member of the Risk Management Committee and Stakeholders Relationship Committee and has been rendering valuable advice and guidance to the Board of Directors and Management from time to time. Air Marshal M. McMahon (Retd.) also constructively debated with other Independent Directors, leveraging range of their skills and experience to drive the Board's performance. Based on performance appraisal criteria viz; efficiency of meetings, time and focus given to particular areas, information issues, corporate governance standards etc., it was concluded that Air Marshal M. McMahon's (Retd.) contribution to the performance of the Board was effective and valuable.

Accordingly, based on performance evaluation of Air Marshal M. McMahon (Retd.), the Board of Directors of the Company ('the Board') at its Meeting held on May 16, 2019 and on recommendation of the Nomination & Remuneration Committee and subject to approval of the Members, approved and recommended continuation of appointment of Air Marshal M. McMahon (Retd.) on his attaining the age of 75 years as on September 27, 2019 till February 9, 2022 as set out in the respective Resolutions and he shall not be liable to retire by rotation at the Annual General Meeting as provided under Section 152(6) of the Companies Act, 2013.

The Company has received from Air Marshal M. McMahon (Retd.) (i) consent in writing to act as a Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR- 8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulations 16 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

In the opinion of the Board, Air Marshal M. McMahon (Retd.) fulfils the conditions specified under the Companies Act, 2013 and Companies (Amendment) Act, 2017 and Rules framed there under for appointment as an Independent Director and he is independent of the management.

Brief resume of Air Marshal M. McMahon (Retd.) pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting are provided below.

Air Marshal M. McMahon (Retd.) was commissioned as a fighter pilot and served in the IAF for 42 years. On graduating, he stood first in Flying. He underwent the T - 33 / F - 86 Advanced Gunnery Course in the

USA and was awarded certificates for standing first in Low Level Strafe and Low Angle Bombing. He was an A2 Qualified Flying Instructor and was winner of the Chief's of Air Staff trophy for standing first in flying during the QFI course. His important staff appointments were Director, Air Staff Requirements, Asst. Chief of Air Staff (Operations), Inspector General of the IAF and Vice Chief of Air Staff. He is a recipient of the Param Vishist Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal.

Air Marshal M. McMahon (Retd.) holds 'Nil' Equity Shares in the Company. He has no relationship with other Directors and other 'Key Managerial Personnel' of the Company.

Details of remuneration sought to be paid:

Air Marshal M. McMahon (Retd.) shall be entitled to receive sitting fees and commission.

The remuneration last drawn by Air Marshal M. McMahon (Retd.):

₹ 2,40,000/- (Sitting fees for the period from April 01, 2018 upto March 31, 2019).

₹ 18,00,000/- (Commission for the financial year 2017-2018)

The number of Meetings of the Board attended during the year: 6 (For the period April 01, 2018 to March 31, 2019).

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

Sr. No.	Names of the Companies	Designation
1.	Blue Dart Aviation Limited	Director
2.	Blue Dart Aviation Limited	Chairman, Nomination & Remuneration Committee
3.	Blue Dart Aviation Limited	Chairman, Audit Committee
4.	Blue Dart Aviation Limited	Chairman, CSR Committee

Given his expertise, knowledge and experience, the Board considers that the continued association of Air Marshal M. McMahon (Retd.) would be of immense benefit to the Company and it is desirable to continue to avail the services of Air Marshal M. McMahon (Retd.) as an Independent Director. Accordingly, the Board considers the continuation of Air Marshal M. McMahon (Retd.) on his attaining 75 years of age, as an Independent Director to be in the best interest of the Company and accordingly, recommends the resolutions at no. 7 as set out in the accompanying Notice for approval of the Members as a special resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives, other than Air Marshal M. McMahon (Retd.) for his continuation is, in any manner concerned or interested financial or otherwise in the resolution as set out at Item no. 7 in the accompanying Notice of Annual General Meeting.

Mumbai,

May 16, 2019

By Order of the Board

sd/-

**Tushar Gunderia**

Company Secretary

Membership No. F5508

Regd. Office:

Blue Dart Centre, Sahar Airport Road,

Andheri (East), Mumbai – 400 099.

Tel : 28396444 | Fax : 28244131

CIN: L61074MH1991PLC061074

www.bluedart.com

communications@bluedart.com

**PROFILE OF MS. TULSI N. MIRCHANDANEY, DIRECTOR RETIRING BY ROTATION AND  
SEEKING RE-APPOINTMENT  
(Pursuant to Regulation 36 of Securities and Exchange Board of India)  
[(Listing Obligations and Disclosure Requirements) Regulations, 2015  
and Secretarial Standard (SS - 2)]**

Ms. Tulsi Nowlakha Mirchandaney is Managing Director and Accountable Manager of Blue Dart Aviation, India's only domestic cargo airline and South Asia's largest, with a fleet of six Boeing 757 freighters. Ms. Tulsi has been actively associated with the airline and express industry in India for over 46 years and with Blue Dart for 23 years, having been involved with the launch of Blue Dart Aviation prior to its inception in 1996. Ms. Tulsi was responsible for setting up the air cargo products, interline arrangements and major contracts including Postmail and initiating charter operations. Ms. Tulsi spearheaded First Choice, the Group's continuous improvement programme and was the first Senior Advisor for First Choice in Blue Dart. In Blue Dart Aviation, she has been instrumental in bringing about policy changes in civil aviation to acknowledge the contribution of air express and support the distinctive requirements of the cargo airline industry in the country.

Ms. Tulsi has an MBA degree in International Aviation from Concordia University, Montreal and has been felicitated by the Ministry of Civil Aviation for her contribution to Civil Aviation in the country.

Ms. Tulsi Nowlakha Mirchandaney is not a member of any other committee, as contemplated under Regulation 26 of, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and does not hold any shares in the Company.

Details of remuneration sought to be paid: No remuneration is drawn by Ms. Tulsi Nowlakha Mirchandaney.

The number of Meetings of the Board attended during the year: 6(Six).

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

Sr. No.	Names of the Companies	Designation
1.	Blue Dart Aviation Limited	Director

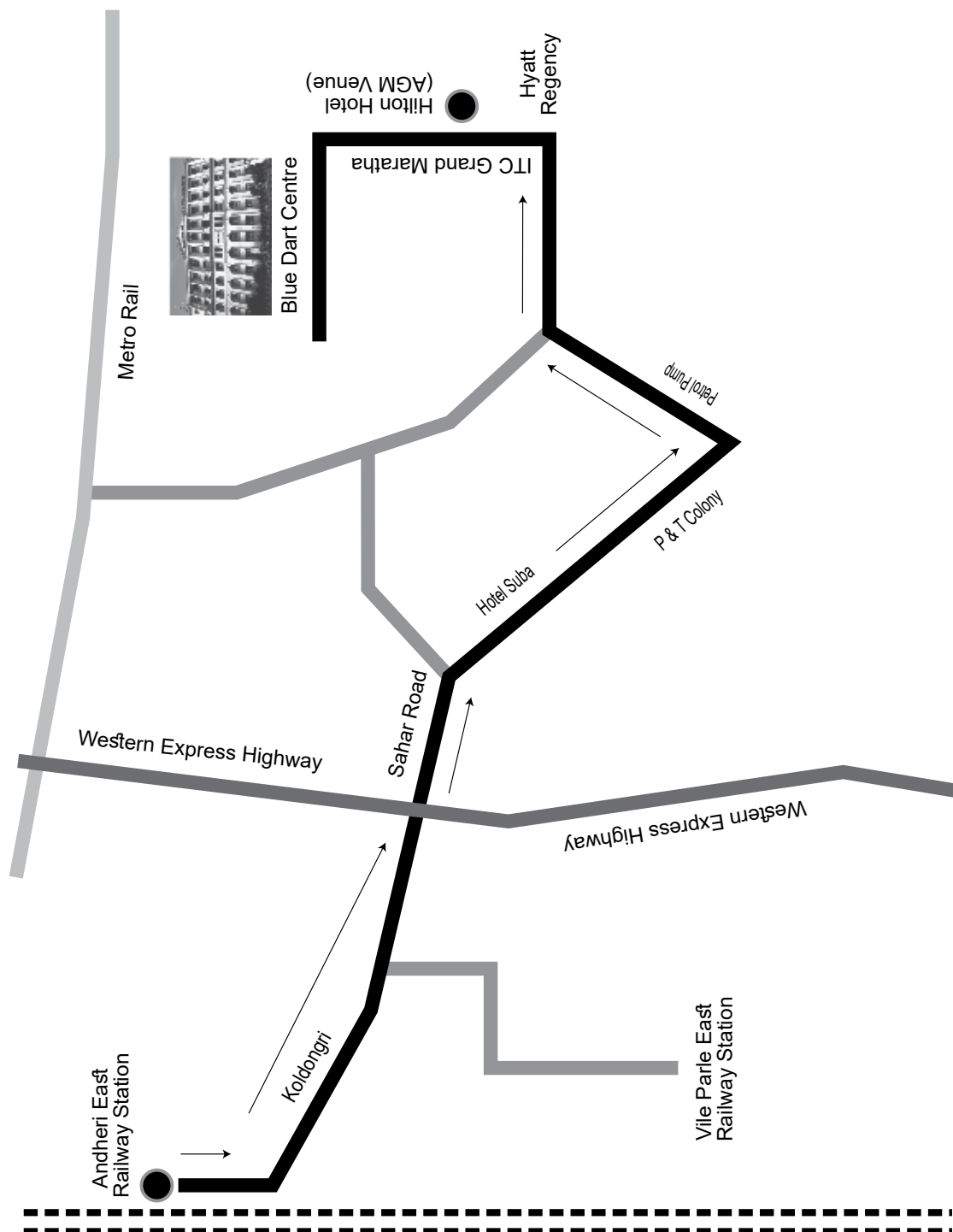
Ms. Tulsi N. Mirchandaney and any of the other Directors, Manager or Key Managerial Personnel of the Company do not have any inter-se relationship.

## Route Map to the AGM Venue

Venue : Chancellor I, Hotel Hilton Mumbai International Airport, Sahar Airport Road, Andheri (E), Mumbai 400 099

Landmark : Opposite ITC Grand Maratha

Date & Time : Wednesday, July 31, 2019 at 4.30 p.m.



# BLUE DART EXPRESS LIMITED

Registered Office: Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai 400 099  
Phone: +91-22-2839 6444 | Fax: +91-22-2824 4131 | CIN: L61074MH1991PLC061074  
www.bluedart.com | Email: communications@bluedart.com

## PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014 - Form No. MGT-11]

Name of the member(s) : .....  
Registered Address : .....  
E-mail ID : .....  
Folio No. / Client ID No. : .....

I/We, being the member(s) of Blue Dart Express Ltd. holding ..... shares of the above named company, hereby appoint

1. Name : ..... Email ID : .....  
Address : .....  
Signature : ....., or failing him/her
2. Name : ..... Email ID : .....  
Address : .....  
Signature : ....., or failing him/her
3. Name : ..... Email ID : .....  
Address : .....  
Signature : .....

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Twenty Eighth Annual General Meeting of the Company, to be held on Wednesday, July 31, 2019 at 4.30 p.m at Chancellor I, Hotel Hilton Mumbai International Airport, Sahar Airport Road, Andheri (East), Mumbai 400 099 and at any adjournment thereof in respect of such resolutions as is indicated below:

Sr. No.	RESOLUTIONS	Optional*	
		For	Against
	<b>ORDINARY BUSINESS</b>		
1	a) Adoption of Audited Financial Statements of the Company for the year ended March 31, 2019, Report of Board of Directors and Auditors. b) Adoption of Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019, together with Report of Auditors.		
2	Declaration of Dividend on Equity shares for the Financial year ended March 31, 2019.		
3	Re-appointment of Ms. Tulsi N. Mirchandaney (DIN: 01842520) as a Director, liable to retire by rotation.		
	<b>SPECIAL BUSINESS</b>		
4	Approval for Appointment of Mr. Kenneth Allen (DIN: 08376337) as a Director, liable to retire by rotation		
5	Approval for Appointment of Mr. R. S. Subramanian (DIN: 02946608) as a Director, liable to retire by rotation		
6	a) Approval for Appointment of Mr. Balfour Manuel (DIN: 08416666) as a Director, not liable to retire by rotation b) Approval for appointment of Mr. Balfour Manuel (DIN: 08416666) as a Managing Director for a period of 3 years with effect from May 16, 2019		
7	Approval for continuance of appointment of Air Marshal M. McMahon (DIN: 00234293) as Independent Director on his attaining the age of 75 years		

Signed this ..... day of ..... 2019

Signature of shareholder : ..... Signature of Proxy holder(s) : .....

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. \*It is optional to put (✓) in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of 28<sup>th</sup> Annual General Meeting.
5. The Company reserves its right to ask for identification of the Proxy.
6. The proxy form should be signed across the Revenue Stamp as per specimen signature(s) registered with the Company /depository participant.

Affix  
Revenue  
Stamp