

20 June 2020

Department of Corporate Services **BSE Limited** 1st floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort Mumbai - 400 001

The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, 5th floor, Bandra-Kurla Complex Bandra (E) Mumbai - 400051

Dear Sir,

Outcome of Board Meeting held on 20 June 2020

The Board of Directors of Akzo Nobel India Limited, at its meeting held today, has considered and resolved as follows:

- 1. Financial Results: Approved the Standalone & Consolidated Financial Results of the Company for the guarter and year ended March 31, 2020. Copy of the Financial Results and the Press Release issued by the Company today are enclosed herewith.
- 2. Dividend: Recommended dividend of Rs 14/- (Rupees fourteen only) per equity share for the financial year 2019-20. This dividend will become due and payable after approval at the Annual General Meeting.
- 3. Annual General Meeting and Book Closure: Details will be notified in due course.

Further, pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby declare that the Statutory Auditors of the Company have issued an unmodified audit report on the Standalone & Consolidated financial results of the Company for the year ended March 31, 2020.

The meeting ended at 5:40 pm.

Yours faithfully for Akzo Nobel India Limited

Harshi Rastogi Company Secretary Membership#A13642

Encl: as above

Akzo Nobel India Limited

Registered Office : Geetanjali Apartment, 1st Floor, 8-B Middleton Street, Kolkata -700071 CIN: L24292WB1954PLC021516

Statement of Standalone Financial Results for the quarter and twelve months ended 31 March 2020 and 31 March 2019

			Quarter ended	12	For the y	ear ended
	Particulars	31 March 2020	31 December 2019	31 March 2019		31 March 2019
		(Refer Note 2)	(Unaudited)	(Refer Note 2)	(Audited)	(Audited)
1	Income from operations	*				(Figuresa)
	(a) Revenue from operations	5,812.7	7 070 0	7.000	20.00	
	(b) Other income	158.1	7,270.3	7,055.8	26,618.1	29,183.
	Total income from operations		71.9	152.1	376.2	422.:
2		5,970.8	7,342.2	7,207.9	26,994.3	29,605.
	(a) Cost of materials consumed					
	(b) Purchase of stock-in-trade	2,965.0	2,640.3	3,903.9	12,009.0	14,990.0
		1,066.0	528.0	605.3	2,675.0	2,065.3
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade (d) Employee benefits expense	(833.2)	770.9	(463.7)	(258.8)	(143.8
	(e) Finance costs	585.3	630.5	598.6	2,550.8	2,650.4
		9.2	30.8	7.6	93.4	44.5
	(f) Depreciation and amortisation expense	191.7	192.8	184.8	790.1	651.6
	(g) Other expenses	1,160.7	1,540.1	1,376.9	5,850.9	6.198.6
	Total expenses	5,144.7	6,333.4	6,213.4	23,710.4	26,456.6
3	Profit from operations before exceptional items and tax(1-2)	826.1	1,008.8	994.5	2 202 0	0.440
4	Exceptional Items - Income/(Expense) (Refer note 4)	(87.2)	34.9	334.5	3,283.9	3,149.1
5	Profit before tax from operations (3+4)	738.9	1,043.7	994.5	(52.3) 3,231.6	6.5
6	Tax expense		.,	334.3	3,231.6	3,155.6
	(a) Current tax (Net)	218.2	280.1	296.0	929.7	1.098.0
,	(b) Deferred tax	(19.6)	(6.3)	(4.9)	(72.2)	(52.2
-	Profit for the period from operations (5-6)	540.3	769.9	703.4	2,374.1	2,109.8
3	Other comprehensive (expense)/income, net of income tax from operations					
	(A) (i) Items that will not be reclassified to profit or loss					
	(ii) Income tax relating to items that will not be reclassified to profit or loss	74.5	(64.0)	(86.2)	(50.7)	(110.2
	(B) (i) Changes in fair value of FVOCI equity instruments	(18.4)	11.9	29.5	13.1	37.9
	(ii) Income tax relating to fair value of equity instruments	0.3	:	1.8	(1.2)	1.8
	(C) (i) Items that will be reclassified to profit or loss	-		(0.6)	0.3	(0.6
	(ii) Income tax relating to items that will be reclassified to profit or loss	1	-	-	-	1
	Total comprehensive income for the period	595.5	717.8	647.9	2,335.6	2,038.7
)	Paid - up equity share capital (Shares of Rs 10 each)	455.4	455.4	455.4	455.4	455.4
1	Earnings per share (of Rs. 10 each) (not annualised) from operations:					130.4
	(a) Basic	11.86	16.91	15.45	52.13	45.96
	(b) Diluted	11.86	16.91	15.45	52.13	45.96 45.96



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Standalone statement of Assets and Liabilities as at 31 March 2020

	Particulars	As at 31 March 2020	As at 31 March 2019
		(Audited)	(Audited)
A	ASSETS		
1	Non-current assets		
	(a) Property, plant & equipment	4,659.4	5,214
	(b) Right-of-use assets	1,002.3	5,214
		11.000.000.000.000	
	(c) Capital work-in-progress	159.4	169
	(c) Intangible assets	73.7	86
	(d) Financial assets		
	(i) Investments	4.6	777
	(ii) Other bank balances	0.9	5
	(iii) Loans	79.5	70
	(e) Deferred tax assets	115.8	31
	(f) Other non-current assets	737.1	522
	(g) Non current tax assets (net)	922.3	021
	Total non-current assets	7,755.0	6,877
	O		
	Current assets (a) Inventories	4,236.9	3,918
	(b) Financial assets	4,250.9	3,910
	(i) Investments	205.0	0.00
		835.3	2,994
	(ii) Trade receivables	3,961.2	4,440
	(iii) Cash & cash equivalents	2,541.3	324
	(iv) Bank balances other than (iii) above	2,984.9	291
	(v) Loans	20.0	37
	(vi) Other financial assets	69.7	66
	(c) Other current assets	849.9	1,346
	(d) Current tax assets (net)	-	674
	Total current assets	15,499.2	14,093
	Total Assets	23,254.2	20,970
	EQUITY AND LIABILITIES		
	Equity		
		455.4	455
	(a) Equity Share capital	455.4 11.917.1	
1	(a) Equity Share capital (b) Other Equity	455.4 11,917.1	455 10,900
	(a) Equity Share capital		
	(a) Equity Share capital (b) Other Equity Total equity Liabilities	11,917.1	10,900
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities	11,917.1	10,900
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	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities	11,917.1 12,372.5	10,900 11,355
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities	11,917.1 12,372.5	10,900
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in	11,917.1 12,372.5	10,900
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above)	11,917.1 12,372.5 - 531.6 169.1	10,900 11,358 29
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in	11,917.1 12,372.5	10,900 11,358 29 118 578
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities	11,917.1 12,372.5 531.6 169.1 633.4 66.3	10,900 11,358 29 118 578 44
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions	11,917.1 12,372.5 531.6 169.1 633.4	10,900 11,358 29 118 578 44
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities	11,917.1 12,372.5 531.6 169.1 633.4 66.3	10,900 11,358 29 118 578 44
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities	11,917.1 12,372.5 - 531.6 169.1 633.4 66.3 1,400.4	10,900 11,358 29 118 578 44
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities (i) Lease liabilities	11,917.1 12,372.5 531.6 169.1 633.4 66.3	10,900 11,358 29 118 578 44
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	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities (i) Lease liabilities (ii) Trade Payables - Total outstanding dues of micro enterprises and small enterprises	11,917.1 12,372.5 12,372.5 531.6 169.1 633.4 66.3 1,400.4	10,900 11,359 29 118 578 44 770
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities (i) Lease liabilities (ii) Trade Payables - Total outstanding dues of micro enterprises and small enterprises - Total outstanding dues of creditors other than micro enterprises and small enterprises	11,917.1 12,372.5 12,372.5 531.6 169.1 633.4 66.3 1,400.4 111.3 39.3 6,726.9	10,900 11,359 29 118 578 44 770
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities (i) Lease liabilities (ii) Trade Payables - Total outstanding dues of micro enterprises and small enterprises - Total outstanding dues of creditors other than micro enterprises and small enterprises (iii) Other financial liabilities (other than those specified in item (i) & (ii) above)	11,917.1 12,372.5 531.6 169.1 633.4 66.3 1,400.4 111.3 39.3 6,726.9 909.7	10,900 11,359 29 118 578 44 770 -
	(a) Equity Share capital (b) Other Equity Total equity Liabilities Non-current liabilities (a) Financial liabilities (i) Borrowings (ii) Lease liabilities (iii) Other financial liabilities (other than those specified in item (i) and (ii) above) (b) Provisions (c) Other non-current liabilities Total non-current liabilities Current liabilities (a) Financial liabilities (i) Lease liabilities (ii) Trade Payables - Total outstanding dues of micro enterprises and small enterprises - Total outstanding dues of creditors other than micro enterprises and small enterprises	11,917.1 12,372.5 12,372.5 531.6 169.1 633.4 66.3 1,400.4 111.3 39.3 6,726.9	10,900 11,358 29 118 578 44 770 - 34 6,028 920 314
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STATEMENT OF CASH FLOWS

	For the year ended 31 March 2020	For the year ended 31 March 2019
A CASH FLOW FROM OPERATING ACTIVITIES	201001	
Profit before tax	3,232	3,156
Adjustments for:		
Depreciation and amoritisation expense	790	652
Loss on sale of property, plant and equipment (net)	-	1
Exceptional items (net)	52	(7)
Provision for inventory obsolescence	72	106
Provision for doubtful debts and advances	90	166
Net foreign exchange differences	4	*
Provision/liabilities no longer required written back	(21)	
Government grants	(9)	(7)
Interest income	(242)	(96)
Interest income from financial assets at amortised cost - Bonds	(64)	(59)
Net fair value gain/(loss) on investments measured at FVTPL	-	3
Gain on sale of investments	(52)	(259)
Finance costs	93	45
Operating Profit before working capital changes	3,945	3,701
Movements in working capital:		
(Increase) / Decrease in trade receivables	419	(606)
(Increase) / Decrease in inventories	(390)	(517)
(Increase) / Decrease in loans	3	(16)
(Increase) / Decrease in other financial assets	13	(28)
(Increase) / Decrease in other assets	283	(42)
Increase / (Decrease) in trade payables	672	(583)
Increase / (Decrease) in other financial liabilities	*	102
Increase / (Decrease) in provisions	32	20
Increase / (Decrease) in other liabilities	(118)	618
Net cash generated from operations	4,859	2,649
Income taxes paid	(1,113)	(1,239)
Net cash inflow from operating activities (A)	3,746	1,410
B CASH FLOW FROM INVESTING ACTIVITIES		
Payments for purchase of property, plant and equipment	(478)	(419)
Payments for purchase of investments		(418)
Proceeds from sale of investments	(2,930)	(15,440)
Government grant received	5,976	17,649
Fixed deposits balances with banks	(2 (00)	30
Interest received	(2,600)	-
Net cash inflow from investing activities (B)		31 1,852
C CASH FLOW FROM FINANCING ACTIVITIES		
Principal elements of lease payments	(121)	
Dividend paid	(161)	-
Dividend distribution tax paid	(1,098)	(1,002)
Payment towards buy back of shares	(225)	(206)
Interest paid	-	(2,377)
Net cash (outflow) from financing activities (C)	(89)	(15)
rect cash (outflow) from financing activities (C)	(1,573)	(3,600)
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	2,217	(338)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	324	662
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	*	*
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	2,541	324
Non-cash investing activities		
- Acquisition of right-of-use assets	125	

^{*}Amount is below rounding off norms, adopted by the Company

- (i) The statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 Statement of Cash Flows.
- (ii) Amounts in brackets represent a cash outflow or a loss.
 (iii) Components of cash and cash equivalents are as under:



Akzo Nobel India Limited

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Financial Results (Standalone) for the quarter and year ended 31 March 2020

Notes:

- 1. The financial results (standalone) have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 20 June 2020.
- 2. The figures for the quarter ended 31 March 2020 and 31 March 2019 are the balancing figures between the audited standalone figures in respect of the full financial year and the published unaudited standalone year to date figures upto the third quarter of the respective financial years.
- 3. The company continuously looks for opportunities to maximise shareholder value, including a consistent dividend pay-out policy, however in this year, given the prevailing pandemic situation and the uncertainties around it, the Board has recommended a dividend of ₹ 14 per share (previous year Rs. 24 per share). The dividend will be paid if approved by the shareholders at the forthcoming Annual General Meeting.
- 4. Exceptional Items Income/(Expense), net represent:

*					Rs. In Million
Particulars		Quarter ended		For the ye	ear ended
Particulars	31 March 2020	31 December 2019	31 March 2019	31 March 2020	31 March 2019
VRS Payment and other termination benefits	(87.2)	-	-	(87.2)	-
Divestment provisions and indirect taxes on divested businesses no longer required	-	34.9	-	34.9	6.5
	(87.2)	34.9		(52.3)	6.5

- 5. The auditors have expressed an unmodified opinion on the Standalone Financial Statements of the Company for the financial year ended 31 March 2020.
- 6. The Company operates in single segment viz. Coatings. Therefore, separate segment disclosures under the provisions of Ind AS 108 have not been given in respect of Standalone Financial Results for the quarter and year ended 30 March 2020.
- 7. Effective 1 April 2019, the Company has adopted Ind AS 116 'Leases' using the modified retrospective transition method and accordingly, the comparatives for earlier periods presented have not been restated. The Company has chosen to measure the right-of-use asset at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before the date of initial application.

On transition to Ind AS 116, the Company recognised right-of-use assets amounting to Rs. 669 Mn and lease liability amounting to Rs. 654 Mn and reclassified land taken on finance lease into right-of-use assets. During the current quarter and year ended 31 March 2020, the reported adjustments to following line items are as under:

		Rs. In Million
Particulars	Quarter ended 31 March 2020	Year ended 31 March 2020
Increase in Depreciation	37.9	164.4
Increase in Finance Cost	15.8	61.5
Decrease in Other Expense	64.8	221.4
Decrease (Increase) in Profit Before Tax	(11.1)	4.5

Gurugram

B. The Company has exercised the option of availing the lower tax rate of 25.17% (inclusive of surcharge and cess) under Section of SBAR of the Income Tax Act, 1961 effective 1 April 2019. Accordingly, the Company has

remeasured its current tax liability and deferred tax asset (net) balances and reversed Rs. 131.7 Mn during the quarter ended 30 September 2019 with corresponding impact on year ended 31 March 2020.

- 9. The outbreak of COVID 2019 pandemic has created economic disruption throughout the world including India. Akzo Nobel India Limited has ensured compliance with the lockdown protocols in accordance with the guidelines issued by the Central and State governments and local authorities. The operations of the Company were significantly impacted due to supply chain disruptions caused by lock down of plants, offices and warehouses. The Company has resumed operations in a phased manner consistent with the directives from the Government of India/ State governments/ Local authorities. The Company has evaluated the impact of COVID 2019 on its operations & financial position. Based on its review of the macro economic conditions & current outlook for the Indian economy, there is no additional impact in financial statements apart from the financial impact already considered in financial statements of the Company as at 31 March 2020. However, given the evolving scenario & uncertainties with respect to its nature & duration, the impact may be different from estimates as on the date of approval of financial results. The Company will continue to monitor any material changes to its future business and economic conditions.
- 10. Previous period figures have been regrouped/ reclassified, wherever necessary, to make them comparable to the current period figures.

Gurugram 20 June 2020 Rajiv Rajgopal Managing/Directo



Price Waterhouse Chartered Accountants LLP

Independent auditors' report

To the Members of Akzo Nobel India Limited

Report on the audit of the Standalone Financial Statements

Opinion

- 1. We have audited the accompanying standalone financial statements of Akzo Nobel India Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.
- 2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2020, and total comprehensive income (comprising profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. We draw your attention to Note 37 to the standalone financial statements, which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the Company. The management believes that no adjustments, other than those already considered, are required in the standalone financial statements as it does not impact the current financial year, however, in view of the various preventive measures taken (such as complete lock-down restrictions by the Government of India, travel restrictions etc.) and highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve.

Our opinion is not modified in respect of this matter.

Price Waterhouse Chartered Accountants LLP, Building No. 8, 7Th & 8Th Floor, Tower - B, DLF Cyber City, - 122 002 T: +91 (124) 4620000, 3060000, F: +91 (124) 4620620

 $Registered\ office\ and\ Head\ Office\ Sucheta\ Bhawan,\ 11A\ Vishnu\ Digambar\ Marg,\ New\ Delhi-110002$

To the Members of Akzo Nobel India Limited Report on audit of the Standalone Financial Statements Page 2 of 6

Key audit matter

5. Key audit matter is that matter that, in our professional judgment, was of most significance in our audit of the standalone financial statements of the current period. This matter was addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Description of the Key audit matter

Assessment of ongoing income tax and indirect tax litigations

[Refer to Note 26 (b) (Contingent liabilities), Note 6.2 [Non-current tax assets(net)], Note 13 (Provisions), and 1(l) and 1(m) (Significant accounting policies) to the standalone financial statements]

As at 31 March 2020, the Company is subjected to a number of significant income tax litigations relating to disallowance of expenses, transfer pricing adjustments etc. and indirect tax litigations relating to taxable turnover, availability of statutory forms etc. (together referred to as "litigations"). These matters are in appeal before various judicial forums.

The eventual outcome of these litigations is uncertain and the positions taken by the management are based on the application of significant judgement and estimation. The review of these matters requires application and interpretation of tax laws and reference to applicable judicial pronouncements.

Based on management judgement and the advice from external legal and tax consultants and considering the merits of the case, the Company has recognised provisions wherever required and for the balance matters, where the management expects favourable outcome, these litigations have been disclosed as contingent liabilities in the standalone financial statements unless the possibility of outflow of resources is considered to be remote.

Given the uncertainty and application of significant judgment in this area in terms of the eventual outcome of litigations, we determined this to be a key audit matter.

How our audit addressed the key audit matter

Our procedures on the management's assessment of these matters included:

- Understanding and evaluating process and controls designed and implemented by the management including testing of relevant controls;
- Gaining an understanding of the tax related litigations through discussions with the management, including the significant developments, additions and settlements during the year and subsequent to 31 March 2020:
- Inspecting demand notices received from tax authorities and evaluating the Company's response to those matters;
- Obtaining independent confirmations from the Company's external tax experts including the status of the significant litigations, their views regarding the likely outcome and magnitude of the potential exposure;
- Evaluating the management's assessment on the likely outcome and potential magnitude by involving auditor's experts on complex or significant matters as considered necessary;
- Assessing the adequacy of the Company's disclosures.

We did not identify any significant exceptions to the management's assessment of the ongoing income tax and indirect tax litigations as a result of the above procedures.

To the Members of Akzo Nobel India Limited Report on audit of the Standalone Financial Statements Page 3 of 6

Other Information

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the board report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the standalone financial statements

- 7. 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 financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- 8. In preparing the standalone 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 financial statements

9. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 financial statements.

To the Members of Akzo Nobel India Limited Report on audit of the Standalone Financial Statements Page 4 of 6

- 10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to the standalone financial statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - 11. 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.
 - 12. 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.
 - 13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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.

To the Members of Akzo Nobel India Limited Report on audit of the Standalone Financial Statements Page 5 of 6

Report on other legal and regulatory requirements

- 14. 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 B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 15. 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, except that the backup of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our comment in paragraph 15(b) above that the back-up of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India.
 - g) With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - 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, 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 financial statements Refer Note 26 (a) and 26 (b) to the standalone financial statements.
 - ii. The Company has long-term contracts as at 31 March 2020 for which there were no material foreseeable losses. The Company did not have any long term derivative contracts as at 31 March 2020.

To the Members of Akzo Nobel India Limited Report on audit of the Standalone Financial Statements Page 6 of 6

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended 31 March 2020.
- 16. The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N/N500016 Chartered Accountants

Anurag Khandelwal Partner Membership Number: 078571 UDIN: 20078571AAAABA8245

Place: Gurugram Date: 20 June 2020

Referred to in paragraph 15(g) of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements for the year ended 31 March 2020

Page 1 of 2

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Akzo Nobel India Limited ("the Company") as of 31 March 2020 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

2. 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 (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.

Auditors' Responsibility

- 3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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 deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
- 4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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.
- 5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Referred to in paragraph 15(g) of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements for the year ended 31 March 2020

Page 2 of 2

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to 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 controls with reference to 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 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 with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2020, 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. Also refer paragraph 4 of the main audit report.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N/N500016 Chartered Accountants

Anurag Khandelwal Partner

Membership Number: 078571 UDIN: 20078571AAAABA8245

Place: Gurugram Date: 20 June 2020

Referred to in paragraph 14 of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements as of and for the year ended 31 March 2020

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets (property, plant and equipment).
 - (b) The fixed assets (property, plant and equipment) are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets (property, plant and equipment) has been physically verified by the Management during the year and subsequent to the year-end due to the lockdown restrictions imposed by the Government of India and no material discrepancies have been noticed on such verification.
 - (c) The title deeds of immovable properties, as disclosed in Note 3 on fixed assets (property, plant and equipment) to the financial statements, are held in the name of the Company, except:

Nature	Rs. in Million	
	Gross Book Value	Net Book Value
Two cases of leasehold land at Mysore and Mahad for which lease agreements are yet to be registered in the name of the Company including the one transferred as part of discontinued operations during the year ended 31 March 2018	188	185
One case of leasehold land at Thane location for which original title deed is not in possession of the Company	7	3

- ii. The physical verification of inventory (excluding stocks with third parties) have been conducted at reasonable intervals by the Management during the year. Also physical verification of inventory has been carried out by the management subsequent to the year-end due to the lockdown restrictions imposed by the Government of India for which roll-back procedures have been performed to determine the existence and condition of inventory as at the year-end. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

Referred to in paragraph 14 of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements as of and for the year 31 March 2020

Page 2 of 4

- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and service tax and other material statutory dues, as applicable, with the appropriate authorities. Also refer note 26(c) to the financial statements regarding management's assessment on certain matters relating to provident fund.
 - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of goods and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax as at 31 March 2020 which have not been deposited on account of a dispute, are as follows:

Name of the Statute	Nature of the dues	Amount (Rs. Mn)	Amount paid under	Assessment year to which the	Forum where the dispute is pending
			protest (Rs. Mn)	amount relates	alspace is perialing
Income Tax Act, 1961	Income tax	158	157	2011-12, 2012-13 and 2013-14	Assessing Officer
Income Tax Act, 1961	Income tax	95	85	2008-09 to 2010-11	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	1,024	571	2008-09, 2011-12, 2014-15 and 2015-16	Income Tax Appellate Tribunal
Income Tax Act, 1961	Income tax	159	-	1996-97,1998- 99,2006-07 & 2007- 08	Calcutta High Court
The Central Excise Act, 1944	Excise Duty	2	-	2006-07 & 2007-08	Additional Commissioner/Joint Commissioner
The Central Excise Act, 1944	Excise Duty	13	-	2000-01, 2002-03, 2004-05 & 2005-06	Commissioner (Appeals)
The Central Excise Act, 1944	Excise Duty	42	-	1991-92 to 1999- 2000, 2004-05 to 2009-10 & 2012-13	Customs Excise And Service Tax Appellate Tribunal
The Central Excise Act, 1944	Excise Duty	1	-	2004-06	Karnataka High Court
The Finance Act, 1994	Service Tax	26	-	2012-13, 2013-14, 2014-15 & 2016-17	Customs Excise And Service Tax Appellate Tribunal
The Finance Act, 1994	Service Tax	30	-	2014-15 to 2017-18	Commissioner Appeals
State Sales Tax / Value Added Tax as per statutes applicable in various states	Sales Tax	285	67	1982-83 to 2000-01, 2002-03 to 2017-18	Additional Commissioner/Joint Commissioner/ Deputy Commissioner/ Assistant Commissioner/ Commercial Tax Inspector
State Sales Tax /Value Added Tax as per statutes applicable in various states	Sales Tax	29	11	2005-06 to 2008-09 and 2011-12 to 2015- 16	Appellate and Revisional Board/ Commissioner Appeal/Additional Commissioner (Appeals)

Referred to in paragraph 14 of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements as of and for the year 31 March 2020

Page 3 of 4

Name of the Statute	Nature of the dues	Amount (Rs. Mn)	Amount paid under protest (Rs. Mn)	Assessment year to which the amount relates	Forum where the dispute is pending
State Sales Tax /Value Added Tax as per statutes applicable in various states	Sales Tax	22	5	2004-05 to 2006- 07, 2008-09 to 2011-12	Sales Tax Tribunal
State Sales Tax /Value Added Tax as per statutes applicable in various states	Sales Tax	78	6	2005-06, 2006-07, 2009-10, 2010-11 and 2012-13	Madhya Pradesh High Court, Allahabad High Court and Madras High Court
Total		1,964	902		

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to Government as at the balance sheet date. The Company does not have any loans or borrowings from any financial institution or bank, nor has it issued any debentures as at the balance sheet date.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

Referred to in paragraph 14 of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the standalone financial statements as of and for the year 31 March 2020

Page 4 of 4

- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N/ N5000016 Chartered Accountants

Anurag Khandelwal Partner Membership Number: 078571 UDIN: 20078571AAAABA8245

Place: Gurugram Date: 20 June 2020

Akzo Nobel India Limited

Registered Office : Geetanjali Apartment, 1st Floor, 8-B Middleton Street, Kolkata -700071 <u>CIN: L24292WB1954PLC021516</u>

Statement of Consolidated Financial Results for the quarter and twelve months ended 31 March 2020 and 31 March 2019

		Quarter ended		For the y	ear ended
Particulars	31 March 2020	31 December 2019	31 March 2019	31 March 2020	31 March 2019
	(Refer Note 2)	(Unaudited)	(Refer Note 2)	(Audited)	(Audited)
1 Income from operations					
(a) Revenue from operations	5.812.7	7,270.3	7,055.8	26,618.1	20 492 5
(b) Other income	158.1	71.9	152.1	376.2	29,183.5 422.2
Total income from operations	5.970.8	7,342.2	7,207.9	26,994.3	29,605.7
2 Expenses	3,5.0.0	1,012.2	1,201.0	20,334.3	29,603.7
(a) Cost of materials consumed	2,965.0	2,640.3	3,903.9	12,009.0	14,990.0
(b) Purchase of stock-in-trade	1,066.0	528.0	605.3	2.675.0	2.065.3
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(833.2)	770.9	(463.7)	(258.8)	(143.8)
(d) Employee benefits expense	587.0	631.9	599.8	2,557.5	2,656.1
(e) Finance costs	9.2	30.8	7.6	93.4	44.5
(f) Depreciation and amortisation expense	191.7	192.8	184.8	790.1	651.6
(g) Other expenses	1,158.5	1,538.7	1,375.7	5.843.7	6,192.7
Total expenses	5,144.2	6,333.4	6,213.4	23,709.9	26,456.4
3 Profit from operations before exceptional items and tax(1-2)	826.6	1,008.8	994.5	3,284.4	3,149.3
4 Exceptional Items - Income/(Expense) (Refer note 4)	(87.2)	34.9	-	(52.3)	6.5
5 Profit before tax from operations (3+4) 6 Tax expense	739.4	1,043.7	994.5	3,232.1	3,155.8
(a) Current tax (net)	218.2	280.1	296.0	929.7	1,098.0
(b) Deferred tax	(19.6)	(6.3)	(4.9)	(72.2)	(52.2)
7 Profit for the period from operations (5-6)	540.8	769.9	703.4	2,374.6	2,110.0
8 Other comprehensive (expense)/income, net of income tax from operations					
(A) (i) Harris Hart III and the second of th				* /	
(A) (i) Items that will not be reclassified to profit or loss(ii) Income tax relating to items that will not be reclassified to profit or loss	74.0	(64.0)	(86.2)	(51.2)	(110.4)
(B) (i) Changes in fair value of FVOCI equity instruments	(18.4)	11.9	29.5	13.1	37.9
(ii) Income tax relating to fair value of equity instruments	(1.2) 0.3		1.8 (0.6)	(1.2) 0.3	1.8
(C) (i) Items that will be reclassified to profit or loss	- 0.5	-	(0.8)	0.3	(0.6)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-		
9 Total comprehensive income for the period	595.5	717.8	647.9	2,335.6	2,038.7
10 Paid - up equity share capital (Shares of Rs 10 each)	455.4	455.4	455.4	455.4	455.4
11 Earnings per share (of Rs. 10 each) (not annualised) from operations:					
(a) Basic	11.86	16.91	15.45	52.13	45.96
(b) Diluted	11.86	16.91	15.45	52.13	45.96



Akzo Nobel India Limited

Registered Office : Geetanjali Apartment, 1st Floor, 8-B Middleton Street, Kolkata -700071 CIN: L24292WB1954PLC021516

		(Rs. in Million)
Particulars	As at 31 March 2020	As at 31 Marc 2019
A ACCETC	(Audited)	(Audited)
A ASSETS		
Non-current assets		
(a) Property, plant & equipment	4,659.4	5,214
(b) Right-of-use assets	1,002.3	3,214
(c) Capital work-in-progress		400
	159.4	169
(c) Intangible assets	73.7	86
(d) Financial assets		
(i) Investments	4.6	777
(ii) Other bank balances	0.9	5
(iii) Loans	79.5	70
(e) Deferred tax assets	115.8	31
(f) Other non-current assets	737.1	522
(g) Non current tax assets (net)	922.3	
(6)	022.0	
Total non-current assets	7,755.0	6,877
Current assets		
(a) Inventories	4,236.9	3,918
(b) Financial assets		
(i) Investments	835.3	2,994
(ii) Trade receivables	3,961.2	4,440
(iii) Cash & cash equivalents		332
	2,545.1	
(iv) Bank balances other than (iii) above	2,984.9	29
(v) Loans	20.0	3.
(vi) Other financial assets	69.7	65
(c) Other current assets	849.9	1,346
(d) Current tax assets (net)	-	674
Total current assets	15,503.0	14,101
Total Assets	23,258.0	20,978
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share capital	455.4	455
(b) Other Equity	11,923.7	10,907
(b) Other Equity	11,923.7	10,90
Total equity	12,379.1	11,36
Liabilities		
Non-current liabilities		
(a) Financial liabilities		
• •		
(i) Borrowings		2
(ii) Lease liabilities	531.6	
(iii) Other financial liabilities (other than those specified in	169.1	113
item (i) and (ii) above)		
(b) Provisions	633.7	579
(d) Other non-current liabilities	66.2	4
Total non-current liabilities	1,400.6	77
	,	
Current liabilities		
(a) Financial liabilities		
(ii) Lease liabilities	111.3	
(ii) Trade Payables		
- Total outstanding dues of micro enterprises and small enterprises	39.3	34
- Total outstanding dues of creditors other than micro enterprises and small enterprises	6,722.0	6,02
	24	
(iii) Other financial liabilities (other than those specified in item (i) & (ii) above)	910.1	92
(b) Provisions	308.3	31
(c) Other current liabilities	1,387.3	1,54
Total current liabilities	9,478.3	8,84
Total liabilities	10 878 9	9.616

10,878.9

9,616.2

20,978.7





Total liabilities

Total equity and liabilities

		For the year ended 31 March 2020	For the year ended 31 March 2019
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit before tax	3,232	3,156
	Adjustments for:		
	Depreciation and amoritisation expense	790	652
	Loss on sale of property, plant and equipment (net)		1
	Exceptional items (net)	52	(7)
	Provision for inventory obsolescence	72	106
	Provision for doubtful debts and advances	90	166
	Net foreign exchange differences	4	*
	Provision/liabilities no longer required written back	(21)	
	Government grants	(9)	(7)
	Interest income	(242)	(96)
	Interest income from financial assets at amortised cost - Bonds	(64)	(59)
	Net fair value gain/(loss) on investments measured at FVTPL	(04)	
	Gain on sale of investments	(52)	3 (250)
	Finance costs	(52)	(259)
	r mance costs	93	45
	Operating Profit before working capital changes	3,945	3,701
	Movements in working capital:	242269	With the second
	(Increase) / Decrease in trade receivables	419	(606)
	(Increase) / Decrease in inventories	(390)	(517)
	(Increase) / Decrease in loans	3	(15)
	(Increase) / Decrease in other financial assets	12	(44)
	(Increase) / Decrease in other assets	283	(41)
	Increase / (Decrease) in trade payables	666	(583)
	Increase / (Decrease) in other financial liabilities	*	100
	Increase / (Decrease) in provisions	32	19
	Increase / (Decrease) in other liabilities	(116)	617
	Net cash generated from operations	4,854	2,631
	Income taxes paid	(1,113)	(1,239)
	Net cash inflow from operating activities (A)	3,741	1,392
В	CASH FLOW FROM INVESTING ACTIVITIES		
ь		44=0	
	Payments for purchase of property, plant and equipment	(478)	(418)
	Payments for purchase of investments	(2,930)	(15,440)
	Proceeds from sale of investments	5,976	17,649
	Government grant received	7.	30
	Fixed deposits balances with banks	(2,600)	-
	Interest received	76	31
	Net cash inflow from investing activities (B)	44	1,852
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Principal elements of lease payments	(161)	
	Dividend paid	(1,098)	(1,002)
	Dividend distribution tax paid	(225)	(206)
	Payment towards buy back of shares	(225)	(2,377)
	Interest paid	(89)	(15)
	Net cash (outflow) from financing activities (C)	(1,573)	(3,600)
NF'	T INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	2 212	(250)
	SH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	2,212	(356)
		333	689
	FECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS SH AND CASH EQUIVALENTS AT THE END OF THE YEAR	2,545	333
		2,040	
	n-cash investing activities cquisition of right-of-use assets	105	
- 1	equisition of right-of-use assets	125	-

- (i) The statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 Statement of Cash Flows.
- (ii) Amounts in brackets represent a cash outflow or a loss.

*Amount is below rounding off norms, adopted by the Group

(iii) Components of cash and cash equivalents are as under:



Akzo Nobel India Limited

Registered Office: Geetanjali Apartment, 1st Floor, 8B Middleton Street, Kolkata - 700 071 CIN: L24292WB1954PLC021516

Financial Results (Consolidated) for the quarter and year ended 31 March 2020

Notes:

- 1. The financial results (consolidated) have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 20 June 2020.
- 2. The figures for the year ended 31 March 2020 and 31 March 2019 are prepared by consolidating the figures of Akzo Nobel India Limited and its subsidiary ICI India Research & Technology Centre as required under Indian Accounting Standards ("Ind AS") 110. The figures for the quarter ended 31 March 2020 are the balancing figures between the audited consolidated figures in respect of the full financial year and the published unaudited consolidated year to date figures upto the third quarter, and the figures for the quarter ended 31 March 2019 are the balancing figures between the audited consolidated figures in respect of the full financial year and the published unaudited/un-reviewed consolidated year to date figures upto the third quarter of the respective financial years.
- 3. The company continuously looks for opportunities to maximise shareholder value, including a consistent dividend pay-out policy, however in this year, given the prevailing pandemic situation and the uncertainties around it, the Board has recommended a dividend of ₹ 14 per share (previous year Rs. 24 per share). The dividend will be paid if approved by the shareholders at the forthcoming Annual General Meeting.
- 4. Exceptional Items Income/(Expense), net represent:

					Rs. In Million
Particulars		Quarter ended		For the ye	ear ended
r di Liculai 3	31 March 2020	31 December 2019	31 March 2019	31 March 2020	31 March 2019
VRS Payment and other termination benefits	(87.2)	-	-	(87.2)	-
Divestment provisions and indirect taxes on divested businesses no longer required	-	34.9	-	34.9	6.5
	(87.2)	34.9		(52.3)	6.5

- 5. The auditors have expressed an unmodified opinion on the Consolidated Financial Statements of the Group for the financial year ended 31 March 2020.
- The Group operates in single segment viz. Coatings. Therefore, separate segment disclosures under the provisions
 of Ind AS 108 have not been given in respect of Consolidated Financial Results for the quarter and year ended 30
 March 2020.
- 7. Effective 1 April 2019, the Group has adopted Ind AS 116 'Leases' using the modified retrospective transition method and accordingly, the comparatives for earlier periods presented have not been restated. The Group has chosen to measure the right-of-use asset at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before the date of initial application.

On transition to Ind AS 116, the Group recognised right-of-use assets amounting to Rs. 669 Mn and lease liability amounting to Rs. 654 Mn and reclassified the land taken on finance lease into right-of-use assets. During the current quarter and year ended 31 March 2020, the reported adjustments to following line items are as under:



Particulars		Rs. In Million
	Quarter ended 31 March 2020	Year ended 31 March 2020
Increase in Depreciation	37.9	164.4
Increase in Finance Cost	15.8	61.5
Decrease in Other Expense	64.8	221.4
Decrease (Increase) in Profit Before Tax	(11.1)	4.5

- 8. The Group has exercised the option of availing the lower tax rate of 25.17% (inclusive of surcharge and cess) under Section 115BAA of the Income Tax Act, 1961 effective 1 April 2019. Accordingly, the Group has remeasured its current tax liability and deferred tax asset (net) balances and reversed Rs. 131.7 Mn during the quarter ended 30 September 2019 with corresponding impact on year ended 31 March 2020.
- 9. 'The outbreak of COVID 2019 pandemic has created economic disruption throughout the world including India. Akzo Nobel India Limited has ensured compliance with the lockdown protocols in accordance with the guidelines issued by the Central and State governments and local authorities. The operations of the Group were significantly impacted due to supply chain disruptions caused by lock down of plants, offices and warehouses. The Group has resumed operations in a phased manner consistent with the directives from the Government of India/ State governments/ Local authorities. The Group has evaluated the impact of COVID 2019 on its operations & financial position. Based on its review of the macro economic conditions & current outlook for the Indian economy, there is no additional impact in financial statements apart from the financial impact already considered in financial statements of the Group as at 31 March 2020. However, given the evolving scenario & uncertainties with respect to its nature & duration, the impact may be different from estimates as on the date of approval of financial results. The Group will continue to monitor any material changes to its future business and economic conditions.

10. Previous period figures have been regrouped/ reclassified, wherever necessary, to make them comparable to the current period figures.

Gurugram 20 June 2020 Rajiv Rajgopal Managing Direct

Gurugram



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITORS' REPORT

To the Members of Akzo Nobel India Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

- 1. We have audited the accompanying consolidated financial statements of Akzo Nobel India Limited (hereinafter referred to as the 'Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), (refer Note 1(b) to the attached consolidated financial statements), which comprise the consolidated Balance Sheet as at 31 March 2020, and the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the consolidated financial statements").
- 2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 31 March 2020, of consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. We draw your attention to Note 38 to the consolidated financial statements, which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the Group. The management believes that no adjustments, other than those already considered, are required in the consolidated financial statements as it does not impact the current financial year, however, in view of the various preventive measures taken (such as complete lock-down restrictions by the Government of India, travel restrictions etc.) and highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve.

Our opinion is not modified in respect of this matter.

Price Waterhouse Chartered Accountants LLP, Building No. 8, 7Th & 8Th Floor, Tower - B, DLF Cyber City, Gurgaon - 122 002 T: +91 (124) 4620000, 3060000, F: +91 (124) 4620620

Registered office and Head Office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi – 110002

Price Waterhouse (a Partnership Firm) Converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPINAAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

Page 2 of 6

Key audit matter

5. Key audit matter is that matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current period. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Description of the Key audit matter

Assessment of ongoing income tax and indirect tax litigations

[Refer to Note 26 (b) (Contingent liabilities), Note 6.2 [Non current tax assets(net)], Note 13 (Provisions), and 1(m) and 1(n) (Significant accounting policies) to the consolidated financial statements]

As at 31 March 2020, the Holding Company is subjected to a number of significant income tax litigations relating to disallowance of expenses, transfer pricing adjustments etc. and indirect tax litigations relating to taxable turnover, availability of statutory forms etc. (together referred to as "litigations"). These matters are in appeal before various judicial forums.

The eventual outcome of these litigations is uncertain and the positions taken by the management are based on the application of significant judgement and estimation. The review of these matters requires application and interpretation of tax laws and reference to applicable judicial pronouncements.

Based on management judgement and the advice from external legal and tax consultants and considering the merits of the case, the Holding Company has recognised provisions wherever required and for the balance matters, where the management expects favourable outcome, these litigations have been disclosed as contingent liabilities in the consolidated financial statements unless the possibility of outflow of resources is considered to be remote

Given the uncertainty and application of significant judgment in this area in terms of the eventual outcome of litigations, we determined this to be a key audit matter.

How our audit addressed the key audit matter

Our procedures on the management's assessment of these matters included:

- Understanding and evaluating process and controls designed and implemented by the management including testing of relevant controls;
- Gaining an understanding of the tax related litigations through discussions with the management, including the significant developments, additions and settlements during the year and subsequent to 31 March 2020:
- Inspecting demand notices received from tax authorities and evaluating the Holding Company's response to those matters;
- Obtaining independent confirmations from the Holding Company's external tax experts including the status of the significant litigations, their views regarding the likely outcome and magnitude of the potential exposure;
- Evaluating the management's assessment on the likely outcome and potential magnitude by involving auditor's experts on complex or significant matters as considered necessary; and
- Assessing the adequacy of the Holding Company's disclosures.

We did not identify any significant exceptions to the management's assessment of the ongoing income tax and indirect tax litigations as a result of the above procedures.

Page 3 of 6

Other Information

6. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

- 7. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group including in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.
- 8. 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.
- 9. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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

Page 4 of 6

when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

- 11. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements,
 whether due to fraud or error, design and perform audit procedures responsive to those risks, and
 obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of
 not detecting a material misstatement resulting from fraud is higher than for one resulting from
 error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the
 override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures 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 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 financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated 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 remain solely responsible for our audit opinion.
- 12. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- 13. 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.

Page 5 of 6

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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

- 15. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, except that the backup of the books of account and other books and papers maintained in electronic mode for the Holding Company has not been maintained on servers physically located in India.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary as on 31 March 2020 taken on record by the Board of Directors of the Holding Company and its subsidiary, none of the directors of the Group companies, incorporated in India is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our comment in Paragraph 15(b) above that the back-up of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India.
 - g) With respect to the adequacy of internal financial controls with reference to financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.
 - 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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

Page 6 of 6

- i. The consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group Refer Note 26 (a) and 26 (b) to the consolidated financial statements.
- ii. The Group had long-term contracts as at 31 March 2020 for which there were no material foreseeable losses. The Group did not have any long term derivative contracts as at 31 March 2020.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.
- iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended 31 March 2020.
- 16. The Group has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N/N500016 Chartered Accountants

Anurag Khandelwal Partner

Membership Number: 078571 UDIN: 20078571AAAABC2201

Place: Gurugram Date: 20 June 2020

Referred to in paragraph 15(g) of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the consolidated financial statements for the year ended 31 March 2020

Page 1 of 2

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2020, we have audited the internal financial controls with reference to financial statements of Akzo Nobel India Limited (hereinafter referred to as "the Holding Company") and its subsidiary company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining 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 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

- 3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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") issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
- 4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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.
- 5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Referred to in paragraph 15(g) of the Independent Auditors' Report of even date to the members of Akzo Nobel India Limited on the consolidated financial statements for the year ended 31 March 2020

Page 2 of 2

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial control with reference to 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 with reference to 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 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 with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2020, 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. Also refer paragraph 4 of the main audit report.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N/N500016 Chartered Accountants

Anurag Khandelwal Partner Membership Number: 078571 UDIN: 20078571AAAABC2201

Place: Gurugram Date: 20 June 2020



Media release

Gurugram, June 20, 2020

AkzoNobel India announces full year results for 2019-20

Today, the Board of Directors of Akzo Nobel India Limited approved the financial results for the quarter and the year ended March 31, 2020.

Performance highlights

Year ended 31 March 2020

- Revenue from operations at ₹2,661.8 crore declined 9% over the previous year
- Profit from operations at ₹300.1 crore grew by 8% over the previous year
- Profit after Tax was ₹237.4 crore grew by 13% over the previous year

Q4 FY20 versus Q4 FY19

- Revenue from operations at ₹581.3 crores declined by 18% over the previous year on a comparable basis impacted by lockdown in 2nd fortnight of March 2020
- Profit from Operations at ₹67.7 crores declined by 20% over the previous year
- **Profit after Tax** was **₹54.0 crore** declined by 23% over the previous year; on a comparable basis decline was 9% excluding impact of Tax refund of last year and exceptional items.

The outbreak of COVID 2019 pandemic has created economic disruption throughout the world including India. Akzo Nobel India Limited has ensured compliance with the lockdown protocols in accordance with the guidelines issued by the Central and State governments and local authorities. The operations of the Company were significantly impacted due to supply chain disruptions caused by lock down of plants, offices and warehouses. The Company has resumed operations in a phased manner consistent with the directives from the Government of India/ State governments/ Local authorities. The Company has evaluated the impact of COVID 2019 on its operations & financial position. Based on its review of the macro economic conditions & current outlook for the Indian economy, there is no additional impact in financial statements apart from the financial impact already considered in financial statements of the Company as at 31 March 2020. However, given the evolving scenario & uncertainties with respect to its nature & duration, the impact may be different from estimates as on the date of approval of financial results. The Company will continue to monitor any material changes to its future business and economic conditions.

The revenue had started to show stability in first two months of 2020 after two quarters of decline. However, the countrywide lockdown due to COVID 2019 has severely impacted the business from the second fortnight of March 2020 coinciding with the outbreak of COVID and subsequent national lockdown. As the complex situation regarding the global pandemic continues to evolve, AkzoNobel remains focused



on ensuring employee health and safety and maintaining business continuity. Various steps are underway to continue serving customers, reducing costs while responding quickly to changes in market demand.

Comments

Amit Jain, Chairman, AkzoNobel India:

- AkzoNobel historically has had a consistent dividend policy. Despite the prevailing pandemic situation and the uncertainties around it, the Board has recommended a dividend of ₹ 14 per share, subject to the approval of shareholders.
- CSR initiatives focussed on responding to COVID 2019 in these unprecedented times. The Company
 has focussed on e-health initiative, providing food to daily wage earners and contribution to the PM
 Cares Fund.
- AkzoNobel continues to abide by the government directives, and we are thankful to the central and state government for providing continued support.

Rajiv Rajgopal, Managing Director, AkzoNobel India:

- The revenue and profitability were impacted during the quarter due to the outbreak of COVID 2019.
 In the full year, the business profitability (EBIT%) has improved 180 bps due to structural portfolio and cost actions.
- Our top priority at AkzoNobel is the health and safety of our people. The team continues to focus on people engagement, continuity of operations, cash & liquidity management and supporting communities around which we operate.
- We have extended support to our painter community through accelerated pay-outs.

Recent highlights

CSR switches focus to COVID 2019 response

Villagers living near Bangalore are receiving initial screening for COVID 2019 through an existing e-health initiative which had been set up as part of the company's AkzoNobel Cares program. Following the outbreak, the focus of the community healthcare project was changed to help tackle the virus.

We've also provided essential food items to daily wage earners in Gurgaon, Gwalior and Navi Mumbai, including underprivileged children studying at AkzoNobel supported education centers. In addition, we have partnered with Faridabad district prison to meet the surging demand for face masks.

Supply deal secured with leading car manufacturer

The BMW Group has chosen AkzoNobel to be a trusted supplier of vehicle refinish products and services to a large part of its distribution network around the world. The deal came into effect on February 1, 2020. Covering 44 locations, the agreement means that the company's premium Sikkens and Lesonal brands are now approved for paint repairs of BMW and Mini passenger cars at authorized dealers, repairers, importers and national BMW Group branches.

About AkzoNobel:

AkzoNobel has a passion for paint. We're experts in the proud craft of making paints and coatings, setting the standard in color and protection since 1792. Our world class portfolio of brands – including Dulux, International, Sikkens and Interpon – is trusted by customers around the globe.



Headquartered in the Netherlands, we are active in over 150 countries and employ around 33,500 talented people who are passionate about delivering the high-performance products and services our customers expect. For more information please visit www.akzonobel.com. © 2020 Akzo Nobel N.V. All rights reserved.

About AkzoNobel India:

AkzoNobel India has been present in India for over 60 years and is a significant player in the paints industry. In 2008, the company became a member of the AkzoNobel Group. With employee strength of over 1,800, AkzoNobel India has manufacturing sites, offices and a distribution network spread across the country. All manufacturing facilities have a state-of-the art environmental management system. Its commitment to Health, Safety, Environment & Security (HSE&S) has been among the best in class globally, with due care being taken to protect the people and the environment.

Safe Harbour Statement:

This media release contains statements which address such key issues as AkzoNobel's growth strategy, future financial results, market positions, product development, products in the pipeline and product approvals. Such statements should be carefully considered, and it should be under-stood that many factors could cause forecast and actual results to differ from these statements. These factors include, but are not limited to, price fluctuations, currency fluctuations, developments in raw material and personnel costs, pensions, physical and environmental risks, legal issues, and legislative, fiscal, and other regulatory measures, as well as significant market disruptions such as the impact of pandemics. Stated competitive positions are based on management estimates supported by information provided by specialized external agencies. For a more comprehensive discussion of the risk factors affecting our business, please see our latest annual report. www.akzonobel.com.

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