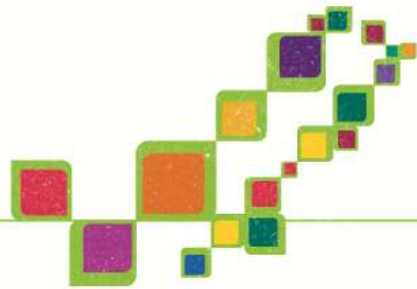


Building bridges

A newsletter from Grant Thornton's Indo - Japan Desk

Volume 3



February 2015

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Grant Thornton International Business Report

Indian businesses most optimistic about the economy in 2015

New research from the Grant Thornton International Business Report (IBR) reveals that Indian businesses are most optimistic about the economy for 2015, with 98% suggesting they are pleased with the policies of the government. This is the highest in the IBR survey (The global average is 35%).

Optimism among Indian businesses has continued to improve in 2014 - (Q3-2014 (95%), Q2-2014 (86%) and Q1-2014 (89%)). However, 70% of India businesses cite regulations/ red tape as a constraint on growth - the highest in the IBR survey, which shows that India Inc. expects the new government to ease regulatory shackles and fast-pace decision-making.

The IBR shows that Indian businesses are expecting an increase in revenues (94%) and profits (89%) in the next 12 months. Globally, however, both revenue growth - down 13pp (from 56% to 43%) - and profit growth - down 11pp (from 43% to 32%) - prospects have both fallen. In both China (37%) and the US (35%), revenue growth expectations dropped 33pp over the quarter.

“The new government has taken significant steps to unleash economic reforms, ease regulatory shackles and improve India’s image globally. The IBR Q4-2014 data reflects the optimism that Indian businesses have about the growth prospects of the economy in 2015, banking upon this vision translating into reality on the ground” said **Vishesh C Chandiok, National Managing Partner, Grant Thornton India LLP.**

While 41% businesses in India believe that exports will grow in the next 12 months, much better than the global average of 18%, 53% plan to ramp up investments in new buildings in 2015. Employment prospects look bright too for 2015 as 73% expect to hire workers (again the highest in the IBR survey) - the global average is just 28%. Yet, 50% of business leaders cite a lack of skilled workers as a constraint on growth (almost double the global average (26%)).

“2014 witnessed a significant increase in the number of Japanese business establishments in India. According to the latest figures by Embassy of Japan, the number of Japanese companies registered in India grew by 13% and totalled 1,209 in October 2014 as compared to 1,072 in October 2013, which is testament to the growing bilateral cooperation and investment inflows between the two countries. This is complemented by the findings of the latest survey by the Japan Bank for International Cooperation (JBIC), in which India has been ranked as the top destination for future investments by the Japanese manufacturing sector. This is the first time, since the survey was rolled out, that India ranked as the most preferred destination for further investments by Japanese companies. These results clearly reflect the improving growth outlook of India, which is well supported by the IBR results” said **Daisuke Hanawa, Japan Desk, Grant Thornton India LLP.**

Industry insights

Indian transportation and logistics sector - Ramping up capacities to reach global standards

Introduction

Transportation sector forms a key component of the Indian economy. Over the last few decades, there has been an increased impetus on infrastructure development in India. Today, the country boasts a vast and well-developed network of roads, railways, coastal shipping, and inland waterways. However, the rail-road mix with regards to freight movement has developed rather disproportionately in India. The road network in India has failed to install capacity and respond to the growing market needs.

Over the last six decades, growth in freight traffic has been broadly consistent with the GDP growth rate, while the passenger traffic has been much greater. It is expected that with increased regulatory challenges globally, rising incomes and greater demand for goods, the growth of freight traffic may be higher than the passenger traffic over the upcoming decades. The freight traffic is expected to increase from around 2,000 billion tonne kilometre in 2011-12 to 10,500 billion tonne kilometre by 2032.

Further, movement of cargo by rail and road accounts for more than 90% of the total freight moved across the country, which puts a lot of pressure on the country's existing infrastructure. At present, the traffic is mostly concentrated across seven major corridors of the country, which means that the infrastructure, particularly the road and rail networks in these regions are constantly under stress for upgrading and expanding their capacities.

A well-rounded strategy is, therefore, needed to implement the National integrated logistics policy. Further, India's logistics sector which encompasses transportation, warehousing and distribution systems is also facing several challenges largely due to an overall trend towards nationalisation and globalisation in recent decades. The country needs to take steps to create efficiency in the logistics management lifecycle and build global standards, while managing challenges resulting from low operating margins, large leakages, intense competition, infrastructure-led inefficiencies and other constraints.

Higher costs, lower profitability and lack of technology are some of the main reasons for the slump in rankings of India on the World Bank's logistics performance index.

Transport and logistics in India

Railways



The Indian railways is the third largest railway network in the world, with about 63,028 route kilometres of track and nearly 7,500 stations. Besides, the Indian railways also carry 2.8 million tonnes of freight traffic and 25 million passengers every day. While the rail traffic has grown more than ten times in the last five decades, the total length of track used by Indian railways has grown by a mere 1.4 times in the same period. As compared to developed countries such as the United States (417 kilometres) and Germany (137 kilometres), India only has 44 kilometres of track length per 1,000 kilometres of arable land.

Coal, petroleum, food grains, iron and steel ore, cement, limestone, dolomite, stones, iron and steel account for the bulk of freight traffic for the Indian railways. These commodities contributed 91.1% of the total freight traffic in 2011-12.

Indian railways have grown at a compounded annual growth rate (CAGR) of 7% over the past few years. However, India's rail infrastructure suffers from chronic under-investment, due to which its potential for freight movement remains largely untapped.

Road transport

Along with railways, road transport accounts for the bulk of transport demand in India. The Indian road infrastructure has witnessed massive investments over the last six decades which has been used to build the country's road network. Road density in India is now nearly 1.42 kilometres per square kilometres, which is far better when compared with many other countries. The surfaced road length accounted for 54% of the total road length in India in 2011, compared with 39% in 1951. India's road network can be divided into three categories, namely:

- National Highways which constitute 1.5% of the network, carrying about 40% of the road-based traffic.
- State Highways and other public works department roads which constitute about 25% of the total road network.
- The rural road network that constitutes almost 60% of the total network



The Indian road freight transportation has grown at a CAGR of 9% since 1951 from 6 billion tonne per kilometre to an estimated 1,250 billion tonne kilometre in 2011-12.

Air cargo

The air cargo network provides connectivity between the domestic and international markets, supporting India's trade with other countries.

The domestic cargo segment has grown at a CAGR of 8.4% over the last few years, while the international cargo segment has clocked a growth rate of 9%. Over the next decade, the total air cargo traffic is expected to grow at a CAGR of 10.3% to reach 5.9 million metric tonnes, with domestic and international cargo segments projected to grow at a CAGR of 11.6% and 9.5%, respectively.

At present, the international cargo segment is concentrated largely in the metro airports of India including Mumbai, New Delhi, Chennai, Bangalore and Hyderabad. Among these, New Delhi and Mumbai together handle around 50% of the overall domestic and international cargo.

However, an increase in spending across various airport projects is expected to improve air cargo infrastructure in the country including for tier II cities such as Nagpur, Guwahati and Pune.



Ports

India's maritime sector comprises ports, shipping, shipbuilding, ship repair and inland waterways. Trade and commerce globally relies heavily upon an efficient maritime transport infrastructure that is capable of carrying freight over long distances at low costs.



Waterways transport contributes 6% to the total domestic freight traffic, compared to other large economies such as China (47 %), the United States (12.4 %) and Japan (34 %). Today, India has 12 major ports and 200 notified non-major ports along its coastline and islands. The period from 1990-91 to 2011-12 witnessed an overall growth in the traffic of waterways at a CAGR of 8.6%. During the same period, traffic at India’s major ports and non-major ports

grew at a CAGR of 6.4% and about 18%, respectively.

Shipping

Despite having the largest merchant shipping fleets among developed countries in terms of gross tonnage, share of coastal shipping within the overall domestic transport infrastructure in India remains minute. During 1992 and 2012, India’s merchant shipping fleets and gross tonnage grew at a CAGR of 4.9% and 2.6 %, respectively.



Inland waterways

Despite having an extensive network of inland waterways in the form of rivers, canals, backwaters and creeks, inland waterways as a mode of transport in India is underdeveloped. Inland waterways offer several inherent advantages including fuel efficiency, environment friendliness, hinterland connectivity to less-developed rural areas, and capacity to carry large volumes of cargo from congested roads. At present, India has 14,500 kilometres of navigable waterways, including rivers, backwaters and canals. A significant portion of this, stretching over 5,200 kilometres of river and 485 kilometres of canal, is suitable for merchandised transport. The total cargo traffic handled by inland waterways grew from 1.5 billion tonne kilometres in 1990 to 4.77 billion tonne kilometres in 2000.

Logistics

Indian businesses, for long, have ignored the significance of the logistics sector to the overall economic growth. Till date, the sector continues to remain one of the most under-invested sectors in the country. Despite, the fact that logistics infrastructure has tripled from 2003 to 2010, the current rail, road and waterways network is inefficient at supporting the ever-growing demand of passenger and freight traffic.

A few years earlier, managing the transportation and storage of goods was the focus of the supply chain strategy for most of the companies in India. However, increasing trade and globalisation, and entry of transnational companies in the Indian market has been driving the shift towards a more integrated supply-chain management system.

It is estimated that the Indian logistics sector is worth US\$ 95-120 billion and is growing at a CAGR of around 12-15% per annum.



Despite the recent developments in the country’s logistics infrastructure, businesses continue to suffer colossal losses during transportation, distribution and storage of goods. This is largely due to

inefficiencies in the sector, which has disturbed the supply chain management framework and increased the burden on the economy.

Government initiatives

India's new Prime Minister, Mr. Narendra Modi has outlined a broad vision for infrastructure development in India. His agenda focuses upon facilitating nation-wide connectivity through a network of roads, gas grids, water grids and power transmission lines. In order to develop infrastructure in the country and provide options to relieve the reliance on road transport, two important initiatives have been launched in recent years, including:

- Special Railways Safety Fund was set up in 2001
- Eastern and Western Dedicated Freight Corridors (DFCs) to enable development and management of DFCs in the eastern and western regions

The former focused only on revamping the capacity of the rail network, while also meeting the increased traffic demand during the short and medium term. On the other hand, DFCs (such as the Delhi–Mumbai Industrial Corridor - DMIC) aim at augmenting the capacities of Indian railways to ease the pressure on roads and manage the country's freight traffic. Thus, there is a need for connectivity with intermodal facilities to ensure optimal utilisation of the existing infrastructure.

India and Japan have taken steps to improve investment between the two nations on the infrastructure development and logistics fronts. As part of India–Japan Strategic and Global Partnership, the two countries have launched a Special Economic Partnership Initiative (SEPI), including the Delhi–Mumbai Industrial Corridor (DMIC) project.

Further, development of roads has received a major boost with the launch of the National Highways Development Project (NHDP) and Pradhan Mantri Gram Sadak Yojna (PMGSY). The former was aimed at strengthening and widening the high density corridors of the National Highways Authority of India (NHAI), while PMGSY was instituted to improve the accessibility of habitation in rural areas. The combined network of roads comprising the State Highways and other public works department roads grew in length at a CAGR of 3.6% between 1996 and 2012. Recently, the Indian government unveiled its plan to develop a total of 66,117 kilometres of roads under different programmes such as NHDP, Special Accelerated Road Development Programme in North East (SARDP-NE) and Left Wing Extremism (LWE). As a part of this, the government has set an objective of constructing 30 kilometres of road a day starting 2016.

Also, the cargo throughput at Indian airports reached 2.28 million metric tonnes during 2011-12, driven largely by the 'Open sky' policy of the government launched in early 1990s. This policy permitted national and international carriers to operate scheduled and non-scheduled cargo between any airports in India.

The Indian port and shipping industry, which is administered by the Union Government, was opened for the private sector in 1997. This has been driving an increased focus on the development of non-major ports, where the freight traffic grew at a CAGR of 18% between 1990-91 and 2011-12, as compared to 6.4% at the major ports in India during the same period. Despite an increase in the cargo handling capacity at major and non-major ports in recent times, the capacity utilisation still remains below par than the optimal 70%. This implies that cargo evacuation facilities are under immense pressure.

What's changing?

The government has permitted 100% Foreign Direct Investment (FDI) in the railway infrastructure sector under the automatic route subject to conditions. With this notification, there has been a rise in interest from domestic and foreign investors for participating in rail infrastructure projects such as high-

speed railways, railway lines to and from coal mines and ports, projects relating to electrification, and high-speed tracks and suburban corridors. Further, the government is proposing to constitute special purpose vehicles (SPVs) under the Public Private Partnership (PPP) model to provide last-mile connectivity to boost business activity in and around ports and mines.

In an effort to further leverage this policy, the government of India has been making consistent efforts. As a part of this, the government of India has signed a Memorandum of Understanding (MoU) and an Action Plan with the People's Republic of China to improve technical cooperation in the railways sector.

Private investment to develop the railway infrastructure is, thus, encouraged. The Indian railways is expected to modernise its logistics and operations by setting up logistic parks that enable warehousing, packaging, labelling, distribution, door-to-door delivery and consignment tracking in order to achieve better efficiency. Within the overall scheme towards developing the capacity of the rail infrastructure, mechanisation of loading and unloading will be given top priority.

Investment opportunities

The Indian logistics sector provides a plethora of opportunities for multinational companies across the value-chain.

With the roads and railways getting a major thrust in infrastructure development, we expect growing opportunities for companies involved in construction and management of roads and railways, as well as the ones operating in associated industries, in the short to medium term. Specifically, warehousing, transportation and logistics are expected to be the key to growth.

Opportunities in the inland waterways sector present another large untapped opportunity. It is likely that the various initiatives undertaken by the government will open up vast opportunities for the growth of this segment.

In case of air cargo, while the tier I cities including metros have led the initial charge, opportunities in the air cargo segment are also swiftly emerging in the tier II cities where majority of the Indian population resides. With these new upcoming hubs focused on trade between the domestic and international markets, there is a huge opportunity for new Third Party Logistics (3PL) players and Freight Forwarders with end-to-end cargo management capabilities. This will need massive upgrades in the existing infrastructure and partnerships with the Indian logistics companies.



In summary, India is at a prime position in the logistics evolution chain and presents ample opportunities. Companies can explore various options to tap the growing opportunities by entering India either on their own or through the preferred route of partnerships (acquisitions or partnerships).

Gaurav Malhotra
India Desk, Grant Thornton Japan

Corporate Governance insights

Internal controls in the spotlight

Sweeping changes in corporate governance

The recent legislations around improving the corporate governance norms for India Inc. have enhanced the focus on internal control frameworks and compliance mechanisms. Recent notifications, such as the Companies Act, 2013 (“The 2013 Act”) provide India an opportunity to catch up and make its corporate regulations more contemporary and a model to emulate for other economies with similar characteristics.

The tectonic shift in the global business landscape has made it necessary for Indian companies to implement changes to raise the bar on governance and improve transparency in decision making. Key terms such as Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have been included in the definition of Key Managerial Personnel (KMP). In addition, the roles and responsibilities have been enhanced, and associated penalties for non-compliance have been introduced.

To ensure objectivity in management oversight, public companies are now required to mandatorily appoint an independent director. The appointment of such independent directors is subject to rotation every five years. The challenge for companies lies in identifying candidates that have the expertise to deliver their responsibilities as per the roles. A robust internal control framework and strong governance systems will help build the required trust levels to attract the right people to the boardroom.

Besides, several changes have been made to ensure compliance with respect to statutory and internal auditor functions. Appointment of statutory auditors is now subject to rotation every ten consecutive years, with a mandatory cool-off period of five years. To avoid conflict of independence, the 2013 Act prohibits a statutory auditor from providing select types of services to a company, including accounting and book-keeping, internal audit, solutions for investment banking and investment advisory.

Internal control to be enhanced

The statutory auditor’s responsibilities have also been expanded. Previously, they were required to comment only on whether the internal controls were commensurate to the size and nature of the operations of the company. This continues as a statutory requirement in the present scenario as well. However, in addition, they are now required to comment on the adequacy and effectiveness of Internal Controls over Financial Reporting (ICOFR). The Ministry of Corporate Affairs (MCA) announced that this new requirement shall come into force from 1 April 2015. This is similar to the requirements of SOX and J-SOX, and may have significant compliance costs for companies in India. As an illustration to this, a 2007 study by Financial Executives International found that the cost of annual compliance on SOX 404 (ICOFR compliance) for a public company was almost US\$ 2 million.

Other surveys found that the cost of complying with SOX 404 impacts smaller companies disproportionately, as there is a significant fixed cost involved. Hence, it will be important to analyse the new requirement and ensure that the associated costs are included in the budget and business plan by companies. Also, it will be important to develop a clear roadmap for complying with the ICOFR requirements, including the establishment of internal responsibility and accountability. The next important step would be to develop a scope for the exercise. It is important to have a focused objective

and achieve results in accordance with the set goals, rather than to take up too much and fail to deliver. Once the scope has been identified, it will be important to enlist support from the internal stakeholders, including the relevant Heads of Departments.

New framework

To help meet the growing challenges around compliance and governance globally, numerous multi-national companies have adopted the COSO framework released in 1992 to draft and implement their internal controls. The COSO framework is the most popular internal control frameworks globally, and is known to significantly assist in ensuring compliance and promote high levels of corporate oversight. The COSO framework was updated in 2013, and has, thereafter, brought in critical and topical changes. These include increasing governance role and oversight, considering the increased use of technology and enhancing anti-fraud measures. Companies, which had previously relied on the 1992 version of the COSO framework, will be required to map their current internal control frameworks with the additional clarifications and rules prescribed by the 2013 version to maximise benefits. Remaining up-to-date with the changing regulatory landscape will enable compliance not only with international requirements, but also with the joint needs of the 2013 Act and the Securities and Exchange Board of India (SEBI) norms for listed companies.

It is clear that a compliance roadmap to implement lean and efficient control frameworks is essential. Companies which are compliant with J-SOX may find that their roadmap to ICOFR compliance is relatively smoother. However, private companies which have not been subject to J-SOX compliance may find that the initial costs of identifying, structuring and implementing controls to ensure compliance are high. Since J-SOX compliance requirements will apply to the Indian subsidiary in case the Japanese parent company is also subject to the same compliance requirement, it will be necessary to align the scope and controls of the Indian unit so that requirements of both the entities are met. Partnering with an experienced compliance group will be important to minimise cost and maximise efficiency.

Revised internal audit requirement

To further enable oversight and review mechanisms, the 2013 Act has specified certain classes of companies (public and private) that are now required to appoint a professional internal auditor, to report directly to the Board of Directors. Please refer **Table-A** below for details. While appointment of an internal auditor was not mandatory for private companies in the past, under the new law, even private companies that meet certain defined thresholds, as described in the table below, must appoint a professional internal auditor.



Table-A

Type of company	Criteria	Limit
Listed companies	All listed companies need to appoint an internal auditor.	
Unlisted public companies that fall within the criteria given	Paid-up share capital during the preceding financial year	Greater than or equal to INR 50 crore
	OR	
	Turnover during the preceding financial year	Greater than or equal to INR 200 crore
	OR	
	Outstanding loans or borrowings from banks or public financial institutions at any point of time during the preceding financial year	Greater than or equal to INR 100 crore
	OR	
Private companies that fall within the criteria given	Turnover during the preceding financial year	Greater than or equal to INR 200 crore
	OR	
	Outstanding deposits at any point of time during the preceding financial year	Greater than or equal to INR 25 crore
	Outstanding loans or borrowings from banks or public financial institutions, at any point of time during the preceding financial year.	Greater than or equal to INR 100 crore

Recently legislated regulations mandate companies listed on stock exchanges to assign the responsibility of formulating the scope of internal audit on their respective Audit Committees. The scope may expand beyond financial controls, and can cover other relevant areas such as statutory compliance, entity level controls and operational efficiencies.

For private companies, statutory guidelines for defining the scope and periodicity of internal audit functions are yet to be issued. However, with the additional fiduciary responsibilities assigned to the directors, internal audit will be the prime mechanism for ensuring adequate oversight across areas such as stakeholder protection, compliance, fraud mitigation and related party transaction monitoring. Companies, which are effectively engaging with the internal audit function to conduct multi-faceted reviews, will already be aware of the benefits.

Such oversight and reporting mechanisms have now become all the more important, with the 2013 Act clearly defining the purview of frauds, along with the role to be played by the officers of the company in preventing frauds. The associate penalties have been revised, and may include up to 10 years imprisonment and fine amounting up to three times the amount involved in the fraud. This is in response to the global and domestic scams, which have shaken investor confidence, and have hampered growth prospects. Oversight of the government into fraud has been strengthened by enhancing the powers vested with the Serious Fraud Investigation Office (SFIO). Hence, it is crucial that the top management undertake risk assessment studies, and put in place relevant mechanism for mitigating and reporting frauds.

The important role played by the internal audit function in this regard is can be understood through an example. In the case of a product distributor network, an assessment of roles and responsibilities can identify opportunities for potential frauds, as in the case of dual access to physical inventory and authority to make adjustments in the inventory records. Further, an analysis of operation results and ratios can highlight unusual trends and inconsistencies for investigation, while also providing additional oversight.

The way forward

According to the “Doing Business 2014” report from the World Bank, India ranks 34th worldwide in terms of investor protection, which is an important indicator of corporate governance. The progress made by India on this front has been the result of consistent changes in its operating and regulatory environment. As we continue to adapt and improve, it is imperative that all companies operating in India take initiatives to transform their internal control and compliance frameworks in accordance with the global standards. This will enable them to embed good governance and transparency into the DNA of the company, ensure long-term, sustainable growth and build foreign investor confidence.

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Indo-Japan Desk

To address the growth needs of dynamic businesses in the two countries, Grant Thornton has set up dedicated country desks between India and Japan. The Indo-Japan desk is aimed at actively partnering with dynamic companies as their growth advisors to help them firm up their plans for expansion into new markets. Please feel free to get in touch with either of our desks for information and assistance for your existing or potential service needs in India and/ or Japan.

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