

No of companies in S&P BSE 500: 17

Institutional EYE

IiAS Comment | 15 May 2018

FY17 Profits after Tax: Rs.83 bn

years.

CEO Pay: Sector Analysis (Construction Materials)

This is the time of the year when boards are called upon to fix pay levels of its members for the coming financial year. This series on CEO pay, compiled by IiAS using data from comPAYre, IiAS' cloud-based pay-versus-performance tool, is aimed at sensitizing boards on the remuneration trends across the market, as a basis for determining appropriate pay structures. This eighth piece in the series is focused on pay levels in the construction materials sector.

The remuneration levels in the Construction Materials sector are high - the median pay for both CEOs and Executive Directors is well above market standards and the CEO pay to the median employee salary is close to 150 times. Four out of every 10 CEOs earned at least Rs.100 mn in the last fiscal and CEO remuneration, in aggregate, has grown at a faster pace than revenues and profits over the past five years. The sector is also characterized by the absence of women directors.

FY17 Revenues: Rs.1166 bn

Total Market Cap: Rs.3 tn

Sector Profile

| Median pay in sector (Rs.mn) | | | CEO pay to medi | Pay levels of 5 highest paid CEOs in sector (Rs.mn) | | | | |
|---|---------------------------|------------------------------------|--|--|--|---------------------------------|--------------------------|-----------|
| ED 21 | 28 Mate S&P | erials BSE 500 | S&P BSE 500 | Materials 147x | | 444 382 196 156 132 | | |
| the median CEO remuneration in the sector is significantly higher than the S&P BSE 500. Further, there is a wide disparity in the pay for CEOs and that of other EDs. | | | The CEOs in the sector draw remuneration amounting to almost 150 times of that of the median employee pay. | | 40% of CEOs in the sector were paid more than Rs.100 mn in FY17. | | | |
| Fixed vs Variable Pay (%) | | Board Compensation as % of Profits | | CEO Pay Growth in sector (%) | | | | |
| 54% | | iable (%) | S&P BSE 500 | 2.0% | 1 yr | Pay PAT | ■ Revenues 25% 28% | |
| 46% Materials | 53% ■ Fixe S&P BSE 500 | ed (%) | Materials | 3.1% | 5 yr | | 25% 39 | 41% 9% |
| There is a higher mix of variable pay for CEOs in the Materials sector, due to commission linked pay structures. | | | The aggregate board com | The Materials sector's CEO pay levels have grown at a faster pace than revenues and profits over the last five | | | | |





Disclosures:

- Data has been sourced from annual reports for the S&P BSE 500 companies and compiled using IiAS' proprietary pay analytics platform, comPAYre
- Data pertains to CY2016 or FY2016-17 (depending on financial year-end for respective companies)
- PSUs have been excluded from the analysis
- Fair value of stock options granted has been included while calculating overall pay
- The pay growth chart pertains only to directors who have been on the board for the past five years

About comPAYre:



IiAS' proprietary pay analytics platform, comPAYre gives access to historical remuneration and performance data for executive directors across the S&P BSE 500 companies.



A modified version of this report was published by Mint on 14 May 2018. You can read the earlier reports by clicking the links below:

Part 1: Indian CEO salaries outpace performance

Part 2: Bridging the pay gap

Part 3: <u>CEO Pay Sector Analysis: Private Banks</u>
Part 4: <u>CEO Pay Sector Analysis: Automobiles</u>
Part 5: <u>CEO Pay Sector Analysis: Healthcare</u>

Part 6: CEO Pay Sector Analysis: IT

Part 7: CEO Pay Sector Analysis: FMCG



Disclaimer

This document has been prepared by Institutional Investor Advisory Services India Limited (IiAS). The information contained herein is solely from publicly available data, but we do not represent that it is accurate or complete and it should not be relied on as such. IiAS shall not be in any way responsible for any loss or damage that may arise to any person from any inadvertent error in the information contained in this report. This document is provided for assistance only and is not intended to be and must not be taken as the basis for any voting or investment decision. The user assumes the entire risk of any use made of this information. Each recipient of this document should make such investigation as it deems necessary to arrive at an independent evaluation of the individual resolutions referred to in this document (including the merits and risks involved). The discussions or views expressed may not be suitable for all investors. The information given in this document is as of the date of this report and there can be no assurance that future results or events will be consistent with this information. This information is subject to change without any prior notice. IiAS reserves the right to make modifications and alterations to this statement as may be required from time to time. However, IiAS is under no obligation to update or keep the information current. Nevertheless, IiAS is committed to providing independent and transparent recommendation to its client and would be happy to provide any information in response to specific client queries. Neither IiAS nor any of its affiliates, group companies, directors, employees, agents or representatives shall be liable for any damages whether direct, indirect, special or consequential including lost revenue or lost profits that may arise from or in connection with the use of the information. The disclosures of interest statements incorporated in this document are provided solely to enhance the transparency and should not be treated as endorsement of the views expres

Confidentiality

This information is strictly confidential and is being furnished to you solely for your information. This information should not be reproduced or redistributed or passed on directly or indirectly in any form to any other person or published, copied, in whole or in part, for any purpose. This report is not directed or intended for distribution to, or use by, any person or entity who is a citizen or resident of or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject IiAS to any registration or licensing requirements within such jurisdiction. The distribution of this document in certain jurisdictions may be restricted by law, and persons in whose possession this document comes, should inform themselves about and observe, any such restrictions. The information provided in these reports remains, unless otherwise stated, the copyright of IiAS. All layout, design, original artwork, concepts and other Intellectual Properties, remains the property and copyright of IiAS and may not be used in any form or for any purpose whatsoever by any party without the express written permission of the copyright holders.

IiAS Voting Policy

IiAS' voting recommendations are based on a set of guiding principles, which incorporate the basic tenets of the legal framework along with the best practices followed by some of the better governed companies. These policies clearly list out the rationale and evaluation parameters which are taken into consideration while finalizing the recommendations. The detailed IiAS Voting Guidelines are available at www.iias.in/IiAS-voting-guidelines.aspx. The draft report prepared by the analyst is referred to an internal Review and Oversight Committee (ROC), which is responsible for ensuring consistency in voting recommendations, alignment of recommendations to the IiAS' voting criteria and setting and maintaining quality standards of IiAS' proxy reports. Details regarding the functioning and composition of the ROC committee are available at www.iias.in. In undertaking its activities, IiAS relies on information available in the public domain i.e. information that is available to public shareholders. However, in order to provide a more meaningful analysis, IiAS, generally seeks clarifications from the subject company. IiAS reserves the right to share the information provided by the subject company in its reports. Further details on IiAS policy on communication with subject companies are available at www.iias.in.

Analyst Certification

The research analyst(s) for this report certify/ies that no part of his/her/their compensation was, is or will be, directly or indirectly related to specific recommendations or views expressed in this report. IiAS' internal policies and control procedures governing the dealing and trading in securities by employees are available at www.iias.in.



Conflict Management

IiAS and its research analysts may hold a nominal number of shares in companies IiAS covers (including the subject company), as on the date of this report. A list of IiAS' shareholding in companies is available at www.iias.in.

However, IiAS, the research analyst(s) responsible for this report, and their associates or relatives, do not have actual/beneficial ownership of one per cent or more securities of the subject company, at the end of the month immediately preceding the date of publication of this report. A list of shareholders of IiAS as of the date of this report is available at www.iias.in.. However, the preparation of this report is monitored by an internal Review and Oversight Committee (ROC) of IiAS and is not subject to the control of any company to which such report may relate and which may be a shareholder of IiAS.

Other Disclosures

IiAS is a SEBI registered research entity (proxy advisor registration number: INH000000024).

IiAS further confirms that, save as otherwise set out above or disclosed on IiAS' website (www.iias.in):

- IiAS, the research analyst(s) responsible for this report, and their associates or relatives, do not have any financial interest in the subject company.
- IiAS, the research analyst(s) responsible for this report, and their associates or relatives, do not have any other material conflict of interest at the time of publication of this report.
- As a proxy advisory firm, IiAS provides subscription, databased and other related services to various Indian and international customers (which could include the subject company). IiAS generally receives between INR 10,000 and INR 25,00,000 for such services from its customers. Other than compensation that it may have received for providing such services to the subject company in the ordinary course, none of IiAS, the research analyst(s) responsible for this report, and their associates or relatives, has received any compensation from the subject company or any third party for this report.
- None of IiAS, the research analyst(s) responsible for this report, and their associates or relatives, has received any compensation from the subject company or any
 third party in the past 12 months in connection with the provision of services of products (including investment banking or merchant banking or brokerage services
 or any other products and services), or managed or co-managed public offering of securities of the subject company.
- The research analyst(s) responsible for this report has not served as an officer, director or employee of the subject company.
- None of IiAS or the research analyst(s) responsible for this report has been engaged in market making activity for the subject company.



markets ∩ governance

About IiAS

Institutional Investor Advisory Services India Limited (IiAS) is a proxy advisory firm, dedicated to providing participants in the Indian market with independent opinion, research and data on corporate governance issues as well as voting recommendations on shareholder resolutions for over 700 companies. IiAS provides bespoke research, valuation advisory services and assists institutions in their engagement with company managements and their boards.

In addition to voting advisory, IiAS offers two cloud-based solutions: iiasadrian.com that captures shareholder meetings and voting analysis and provides packaged data that can be used to gain insights on how investors view specific issues and gain greater predictability regarding how they might vote. And iiascompayre.com, which provides users access to historical remuneration and performance data for executive directors across S&P BSE 500 companies.





Office

Institutional Investor Advisory Services Ground Floor, DGP House, 88C Old Prabhadevi Road, Mumbai - 400 025 India

Contact

solutions@iias.in T: +91 22 6123 5509/ +91 22 6123 5555