McLEOD RUSSEL
Believe in tea

McLeod Russel India Limited

Annual Report 2019 - 20

Corporate Information

BOARD OF DIRECTORS

Mr. Aditya Khaitan
Chairman & Managing Director

Mr. Amritanshu Khaitan

Independent Directors

Mrs. Arundhuti Dhar
(w.e.f. 30.05.2019)
Mr. Suman Bhowmik
(w.e.f. 19.07.2019)
Mr. Raj Vardhan
(w.e.f. 19.07.2019)
Mr. Ranabir Sen
(up to 19.07.2019)
Dr. Raghavachari Srinivasan
(up to 19.07.2019)
Mr. Utsav Parekh
(up to 30.05.2019)
Mrs. Ramni Nirula
(up to 30.05.2019)
Mr. Ashok Bhandari
(up to 29.04.2019)
Mr. Jyoti Ghosh
(up to 10.05.2019)

Wholetime Directors

Mr. Rajeev Takru
(up to 09.09.2019)
Mr. Azam Monem

Wholetime Director & CF0

Mr. Kamal Kishore Baheti
(up to 19.07.2019)

Chief Financial Officer

Mr. Pradip Bhar
(w.e.f. 19.07.2019)

COMPANY SECRETARY

Mr. Debanjan Sarkar
(upto 24.01.2020)
Mr. Alok Kumar Samant
(w.e.f. 19.06.2020)

BOARD COMMITTEES

Audit Committee

Mrs. Arundhuti Dhar
Mr. Suman Bhowmik
Mr. Aditya Khaitan
Mr. Raj Vardhan

Nomination & Remuneration Committee

Mrs. Arundhuti Dhar
Mr. Suman Bhowmik
Mr. Amritanshu Khaitan

Stakeholders' Relationship Committee

Mrs. Arundhuti Dhar
Mr. Suman Bhowmik
Mr. Azam Monem

Corporate Social Responsibility Committee

Mr. Azam Monem
Mrs. Arundhuti Dhar
Mr. Aditya Khaitan

Auditors

Lodha & Co.
14, Government Place East
Kolkata 700069

Solicitors

Khaitan & Co. LLP

REGISTERED OFFICE

Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata – 700001
Corporate Identity Number
CIN: L51109WB1998PLC087076
Phone No (033) 2210-1221/2243-5391/
2248-9434/35
Fax: (033) 2248-8114/2248-6265
Email: administrator@mcleodrussel.com
Website: www.mcleodrussel.com

BANKERS

Allahabad Bank
Axis Bank Limited
HDFC Bank Limited
ICICI Bank Limited
State Bank of India
UCO Bank
United Bank of India
Yes Bank Limited
RBL Bank Limited
Standard Chartered Bank
IndusInd Bank

REGISTRAR

Maheshwari Datamatics Pvt.Ltd.
23, R.N. Mukherjee Road
5th Floor, Kolkata 700001
Tel: (033) 2248-2248/2243-5029
(033) 2231-6839
Fax: (033) 2248-4787
E-mail: mdpldc@yahoo.com

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FINANCIAL STATEMENTS

Report of the Directors

For the year ended 31st March 2020

Your Directors have pleasure in presenting the Twenty-second Annual Report with the Audited Financial Statements of your Company, for the financial year ended 31 March 2020.

REVIEW OF PERFORMANCE

The financial results of the Company for the year ended 31 March 2020 are summarized below:

Rs in lakhs

	2019-20	2018-19
Revenue from Operations	85640	131319
Other Income	9347	31212
Total Revenue	94987	162531
Profit before Finance Costs, Depreciation, Exceptional Items and Taxation	13121	21546
Less : Finance Costs	21441	32665
Less : Depreciation and Amortization Expenses	6247	6922
Profit/(Loss) before Exceptional Items and Tax	(14567)	(18041)
Add : Exceptional Items	11769	18041
Profit before Tax	(2798)	-
Tax Expense	(4026)	442
Profit/(Loss) for the year	1228	(442)

FINANCIAL PERFORMANCE

The year that we have left behind was not a very favourable year to the Company. With the reduced number of tea estates, the operational turnover of the Company was lower at Rs. 85640 lakhs against Rs. 130992 lakhs in the earlier year. The Company made a profit of Rs. 4004 lakhs from sale of tea estates and received Rs. 8003 lakhs from buy back of Shares by its overseas Subsidiary. The Company also earned a sum of Rs. 6670 lakhs as dividend from its overseas subsidiary during the year. With the help of the aforesaid income, the Company managed to earn a post-tax profit of Rs. 1228 lakhs in the year under review as against a loss of Rs.442 lakhs in the earlier year despite steep rise in costs of various inputs with no proportionate rise in sale price.

During the year the Company was not able to meet terms of facilities/loans availed from various Lenders. The Company is in discussion with the Lenders for restructuring/change in terms of the loans. Accordingly the Lenders have appointed independent professionals for carrying out Techno Economic Viability Study (TEV), valuation of business and forensic audit. Further a leading investment banker has been appointed by the Lenders to recommend a draft Debt Resolution Plan, which is pending before the Lenders for their consideration and decision.

TRANSFER TO GENERAL RESERVE

The Board has decided not to transfer any amount to the General Reserve for the year ended 31st March 2020.

DIVIDEND

In view of inadequate profit earned by the Company during the year under review, the Board decided to not to recommend any dividend for the year ended 31st March 2020.

REVIEW OF OPERATIONS

During the Financial year under review, saleable production of your Company was Rs. 419 Lakh Kgs tea, as compared to 718 Lakh Kgs in the previous year. Abnormal rainfall pattern and overcast conditions upto July 2019 resulted in a subdued growth. Inclement weather, coupled with lack of timely inputs of fertilizer due to non-availability of working capital resulted in a drop in harvest in comparison to the previous year. A better standard of Pest Management was achieved and only the chemicals, as permitted under the Plant Protection Code were sprayed.

Improvement in plucking standards remained a priority and quality of leaf harvested improved considerably, resulting in a better quality of teas produced. The Uprooting and Replanting Policy of your Company continued to remain in focus and has further improved the percentage of tea under fifty years which is now over 75% of the area. “Integrated Pest Management” practice followed was very effective resulting in improved pest control and reduced cost. A high standard of Clonal Tea nurseries with requisite, approved Clonal Blend was established on all estates. The Shade Nurseries are also of a good standard which is a key factor in developing a healthy plantation. The Afforestation program continues to be enhanced along with creation of new water-bodies, to improve the “micro-climate”, in selected areas which has become essential to counter the effects of climate change.

It has always been Your Company's endeavor to produce Quality teas, which continued to command a premium both in the domestic and international markets. Production of premium Orthodox Teas was increased with an aim to optimize the product-mix and thereby fetch even better prices. Factory infrastructure and machinery was enhanced, accordingly, to meet the requirements. Two additional Color Sorters were provided in the factories to improve the process of Orthodox Tea manufacture. To improve field operations and overcome the acute shortage of workers, Plucking Shears were made available. Face recognition system for recording attendance was undertaken on thirteen estates to improve on attendance of workers.

The Company has thirty one ISO 22000:2005 certified Factories which are in the process of upgradation to ISO 22000:2018. Your Company also has three estates certified as "Fairtrade" and twenty nine estates certified under "Rainforest Alliance." All our factories are certified under the "Trustea" certification. We are also in the process of assisting our Bought Leaf Suppliers to be compliant under this certification. Your Company also participates in the Ethical Tea Partnership, a forum for international buyers and producers to promote sustainable practices jointly. Due to such initiatives we have, over the last three years, engaged with "UN Women" to build awareness among all levels of our employees on "Violence Against Women and Girls," and have also set up "Community Development Forums" on some of our estates, which are functioning well. These were initiated in partnership with Taylor's of Harrogate and Ethical Tea Partnership to bring about better awareness and improve the livelihood of our workers and their families.

On declaration of a nationwide lockdown, operations on the plantations came to a halt from 24th March 2020 until we reopened again in the middle of April 2020.

The Company has exported 97.52 lakh Kgs of Tea in 2019-20 with an export turnover of Rs. 23453.87 lakhs. Favorable feedback was received from the buyers both in terms of quality and deliveries, where your Company continues to be the leading producer exporter of tea from India.

SALE OF ASSETS OF TEA ESTATES

The Board of Directors at its meeting held on 30th May 2018 had decided to dispose off certain Tea Estates or assets thereof to achieve rationalization with the objective to optimize the operational performance by way of bringing balance amongst the Company's own production, production using bought leaf and the teas produced by the overseas subsidiaries of the Company.

In line with the decision, the Company also obtained the approval of the shareholders under Section 180(1)(a) of the Companies Act, 2013, by way of a Special Resolution passed at the 20th Annual General Meeting of the Company held on 9th August 2018 authorizing the Board for selling, leasing, or otherwise disposing off certain Tea Estates of the Company or the assets thereof having value not exceeding 35% of the value of the Undertaking of the Company. In line with the aforesaid decision, the Company sold assets of 14 Tea Estates in Assam and 2 in Dooars for an aggregate consideration of Rs. 61491 lakhs within the Financial Year ended 31st March 2019. Subsequent to this the Company sold the assets of 3 more Tea Estates during the year ended 31 March 2020 for a total consideration of Rs. 15045 lakhs. The Company also entered into a Memorandum of Understanding for sale of assets of yet another Tea Estate in Assam for a consideration of Rs. 2815 Lakhs but the sale could not be completed. The amounts received from the buyers of the aforesaid assets have been used for repayment of certain high cost debts, in buying back the shares of the Company from the open market, supporting the operations of the Company and other miscellaneous purposes.

IMPACT OF THE COVID-19 PANDEMIC ON THE COMPANY

The pandemic is the most defining global crisis in living memory. The virus was declared a global pandemic by the World Health Organisation (WHO) in March 2020. The Indian government implemented a national lockdown in late March 2020, which covered the comprehensive closure of offices, factories and public places.

The Company have taken a series of measures in view of the COVID-19 pandemic to ensure safety and health of all our employees, workers etc., and to ensure compliance with various directives being issued by the WHO, Central Government, State Government and Local Authorities from time to time.

The Company, being a part of the Tea Industry, suffered crop loss in its estates in Assam and West Bengal in the initial period of financial year 2020-21 on account of the nationwide lockdown. This had resulted in an adverse impact on revenue. With the easing of lock down, the Company has started operations at Tea Estates. We estimate that with the rolling back of economy on its track, business of the Company will be in motion.

For the employees at Kolkata and Guwahati, the Company has adopted work from home policy during the entire duration of the lockdown, and Employees who are attending the office for certain critical tasks, have been advised to follow all safety precautions like mandatory wearing of mask, use of hand sanitizer, social distancing, non-use of air conditioners etc. Primary Crisis Management Team and Line Level Crisis Management Team were formed in Assam and West Bengal tea estates to monitor the situation. Isolation wards were set up on each tea estate for migrant workers returning back. Awareness programmes were conducted on the tea estates. A Primary Crisis Management Team was formed at Head Office at Kolkata and standard protocol guidelines for precautions to be followed at work for Covid-19 management was circulated to all employees. Safety precautions are being followed at all locations.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of requirements of Regulation 34(2)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a Management Discussion and Analysis Report is attached as Annexure-I forming part of this Report.

REPORT ON CORPORATE GOVERNANCE

In terms of requirements of Regulation 34(3) of the Listing Regulations, a Report on Corporate Governance together with the Auditors' Certificate regarding Compliance of Conditions of

Corporate Governance are attached as Annexure-II and Annexure -III respectively, forming part of this Report.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

The Company has one wholly owned subsidiary namely, Borelli Tea Holdings Limited, U.K. (Borelli) and four step down Subsidiaries. Borelli is inter alia engaged in the business of investing funds in various companies engaged in tea production, blending and marketing activities. As at the end of the year on 31st March 2020 Borelli had the following Subsidiaries in different countries:-

(i) Phu Ben Tea Company Limited, Vietnam – controlling stake of Borelli being 100%

(ii) McLeod Russel Uganda Limited – controlling stake of Borelli being 100%

(iii) McLeod Russel Middle East DMCC, UAE – controlling stake of Borelli being 100%

(iv) McLeod Russel Africa Limited, Kenya – controlling Stake of Borelli being 100%

The performances of the Subsidiaries are summarised below for your information. As required under Section 129(3) of the Companies Act, 2013 and Regulation 33 and 34(2)(b) of the Listing Regulations, Consolidated Profit & Loss Statement of the Company and its five subsidiaries and the Consolidated Balance Sheet of the Company and its five subsidiaries prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standard) Rules 2015 as amended ("IND AS") are appended in the Annual Report. Investments made in D1 Williamson Magor Bio Fuel Limited, an Associate Company, have been fully provided for in the Accounts of the earlier years and as such the Financial Statements of the said Company have not been considered for consolidation.

A statement containing the salient features of the financial statements of the Company's Five Subsidiaries and the Associate Company pursuant to the first proviso to sub-section(3) of Section 129 of the Companies Act, 2013 prepared in Form AOC-1 is attached to the financial statements of the Company for your information.

In terms of Regulation 34(2)(a) of the Listing Regulations, Statements on impact of Audit Qualifications as stipulated in Regulation 33(3)(d) of the Listing Regulations are appended in the Annual Report.

The Company has formulated a Policy for determining "Material Subsidiary" and the same is disclosed on the website of the Company and can be accessed at: http://www.mcleodrussel.com/investors/policies.aspx

BORELLI TEA HOLDINGS LIMITED

Borelli Tea Holdings Limited ('Borelli') has invested in its subsidiaries in Vietnam, Uganda, Dubai and Kenya. During the year under review, Borelli earned a profit after tax equivalent to Indian Rs. 3219 lakhs which included a profit of Rs. 671 Lakhs on sale of remaining 45% of its holding in Pfunda and Rs 1549 Lakhs on sale of the Treasury Shares it held in McLeod Russel India Limited. The remaining equity stake of Borelli in Pfunda was sold in April 2019 for a consideration of USD 78,76,694. During the year Borelli paid dividend equivalent to Indian Rs. 6670 lakhs. The Board of Directors of Borelli has recommended payment of final dividend of 2 GBP per share on its equity capital entirely held by your Company.

During the year Borelli bought back 110000 of its own shares held by your company at a price of GBP 155 per share. After such buy back the share capital of Borelli has reduced to GBP 252000 divided into 252000 shares of GBP 1 each entirely held by your Company.

PHU BEN TEA COMPANY LIMITED (PBT)

PBT is a fully owned subsidiary of Borelli Tea Holdings Limited. It prepares its accounts on calendar year wise. During the year 2019, the company incurred loss (both pre-tax and post-tax) of USD 0.96 million as against loss (both pre-tax and post-tax) of USD 2.29 million in year 2018. During the year 2019 PBT manufactured 7.20 million kg of tea (2018 – 8.76 million kg).

During the year 2019, PBT sold 7.22 million kg tea (2018 -7.41 million kg). Average selling price per kg during 2019 was USD 1.50 (2018 – 1.49). Closing Stock of tea as at 31.12.2019 was 6.11 Million kg (31.12.2018 – 6.13 million kg).

In order to improve PBT's profitability going ahead, many measures are being taken. These include widening the Customer base to reach out to new markets , Cost reductions in fixed overheads, optimisation of Purchase-price of raw material (green leaf) in order to improve quality of green-leaf, reduction of Transport and warehousing-cost by improvements in logistics management, improved Forex-management, reduction in cost of power and fuel by improving the operating efficiencies in factories.

All efforts are being made to ensure that Phu Ben does not incur cash-loss, and makes some cash-profit in year 2020.

McLEOD RUSSEL UGANDA LIMITED (MRUL)

MRUL is a wholly owned subsidiary of Borelli and its primary business is cultivation and manufacture of tea. During the year 2019, MRUL's performance has been somewhat average due to reduction in sale price by USD 0.46 per kg caused by excessive crop in Kenya. During the year 2019, MRUL's total comprehensive loss is USD 1.79 million as against the total comprehensive profit of USD 2.38 million in year 2018.

During the year 2019, MRUL manufactured 19.94 million kgs (2018 – 17.72 million kgs), an increase of approximately 12%.

The sale price during the year 2019 has declined to USD$ 1.13 per kg as compared to USD$ 1.59 in previous year registering reduction of USD 0.46 per kg.

MCLEOD RUSSEL MIDDLE EAST - DMCC (MRME)

During the year 2019, MRME's total comprehensive income is USD 124785 as compared to USD 170690 in year 2018.

MCLEOD RUSSEL AFRICA LIMITED (MRAL)

During the year 2019, MRAL's total comprehensive loss is USD 66650 as compared to USD 59505 in year 2018.

PFUNDA TEA COMPANY LIMITED

During the year Borelli Tea Holdings sold its remaining 45% of its holding in Pfunda Tea Company in April 2019 to Rwanda Tea Investments Limited for a consideration of USD 82,60,601.

CORPORATE SOCIAL RESPONSIBILITY

The philosophy of your Company towards fair governance going hand-in hand with social responsibilities is deeply embedded in its day to day working. The Company has, over the years, successfully formulated a methodology aimed towards improving the life of the people and the environment, which surround the units of the Company and thereby enriching the society.

In terms of Section 135(5) of the Companies Act, 2013, certain class of companies are required to spend at least 2% of Average Net Profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy. Although your Company did not have Average Net Profit during the above period computed in terms of Section 198 of the Act, still like earlier years, it continued with its welfare activities for development in the field of education, culture and other welfare measures to improve the general standard of living in and around the Tea Estates of the Company and other areas where it operates. A report on CSR activities voluntarily undertaken by the Company during the year is attached as Annexure X.

The Company has a CSR Committee and adopted a CSR Policy which can be accessed at http://www.mcleodrussel.com/investors/policies.aspx. The Corporate Social Responsibility Committee of the Board as on 31st March, 2020 consisted of 2 Executive Directors, namely, Mr. Aditya Khaitan, Mr. Azam Monem and Mrs. Arundhuti Dhar, an Independent Director. Mr. Azam Monem is the Chairman of the CSR Committee.

DIVIDEND DISTRIBUTION POLICY

In accordance with the Regulation 43A of the Listing Regulations, the Company has formulated a Dividend Distribution Policy and the same is annexed herewith as Annexure IV. The Policy is hosted on the website of the Company and can be viewed at http://www.mcleodrussel.com/investor/policies.aspx.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 for the year ended 31st March 2020 and state that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed with no material departure.

(b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors had prepared the annual accounts on a going concern basis;

(e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls were operating effectively and subject to continuous improvement.

(f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS & KEY MANAGERIAL PERSONNEL

The Board of Directors of the Company as on 31st March 2020 comprised of 6(six) Directors of whom 3(three) were Independent Directors including one woman Director.

During the year Dr. Raghavachari Srinivasan and Mr. Ranabir Sen, Independent Directors resigned from the Board with effect from 19th July 2019 and Mr. Suman Bhowmik and Mr. Raj Vardhan were appointed as Independent Directors with effect from 19th July 2019. Mr. Kamal Kishore Baheti Whole time Director also resigned from the Board with effect from 19th July 2019. Mr. Rajeev Takru, retired by rotation at the Annual General Meeting held on 9th September 2019 but did not seek re-appointment.

The Board wishes to place on record its sincere appreciation for the valuable services rendered by Dr. Raghavachari Srinivasan, Mr. Ranabir Sen, Mr. Kamal Kishore Baheti and Mr. Rajeev Takru during their association with the Company as Directors.

In accordance with the provisions of the Articles of Association of the Company read with Section 152 of the Company Act, 2013, Mr. Amritanshu Khaitan will retire by rotation at the forthcoming Annual General Meeting. Mr. Khaitan however is offering himself for reappointment.

A certificate of Non-Disqualification of Directors furnished by M/s. A.K. Labh & Co., Company Secretaries as required under Regulation 34(3) read with Schedule V Para C sub-clause 10(i) of SEBI (LODR) Regulations, 2015 is attached as Annexure-XI.

During the year Mr. Pradip Bhar was appointed as the Chief Financial Officer (CFO) of the Company with effect from 19th July 2019 and Mr. Debanjan Sarkar resigned as the Company Secretary of the Company with effect from 24th January 2020. Mr. Alok Kumar Samant has been appointed as the Company Secretary of the Company, w.e.f. 19th June 2020.

During the year, the Company had 4 Key Managerial Personnel, being Mr. Aditya Khaitan, Chairman and Managing Director, Mr. Azam Monem, Wholetime Director, Mr. Pradip Bhar, CFO and Mr. Debanjan Sarkar (till 24th January 2020).

The Independent Directors have submitted their disclosures to the Board, that they meet the criteria as stipulated in Section 149(6) of the Companies Act, 2013.

The Board met seven times during the year on 30th May 2019, 29th June 2019, 19th July 2019, 14th August 2019, 9th September 2019, 14th November 2019 and 13th February 2020. The intervening gap between any two Board Meetings was within the period prescribed by the Companies Act, 2013.

The Company has adopted a Familiarizaion Programme for Independent Directors and the same is disclosed on the website of the Company and can be accessed at http://www.mcleodrussel.com/investors/policies.aspx.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In terms of requirement of Schedule IV to the Companies Act, 2013, the Independent Directors had a separate meeting on 3rd March 2020 without the attendance of non-independent Directors and members of management. All Independent Directors were present at the said meeting. The activities prescribed in paragraph VII of Schedule IV to the Act were carried out at the said meeting.

BOARD EVALUATION

The Securities Exchange Board of India (SEBI) vide its circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004 dated 5th January 2017 had issued a guidance note on Board Evaluation which inter alia contains indicative criterion for evaluation of the Board of Directors, its Committees and the individual members of the Board.

The Board of Directors at its Meeting held on 30th March, 2017 had considered and adopted the indicative criterion for evaluation of the Board of Directors, the Committees of the Board and the individual directors as enumerated in the said Circular and amended the Board evaluation framework accordingly.

Pursuant to the new Evaluation Framework adopted by the Board, the Board evaluated the performance of the Board, its Committees and the Individual Directors for the financial year 2019-20.

AUDIT COMMITTEE

The Audit Committee of the Board as on 31st March 2020 consisted of Mrs. Arundhuti Dhar, Mr. Suman Bhowmik, Mr. Raj Vardhan, Independent Directors and Mr. Aditya Khaitan (Executive Director). Mrs. Arundhuti Dhar, a Non-Executive Independent Director is the Chairperson of the Audit Committee.

The Company has established a Vigil Mechanism/Whistle Blower Policy and oversees through the Audit Committee, the genuine concerns, if any, expressed by the employees and the Directors. The Company has also made provisions for adequate safeguards against victimization of employees, Directors or any other person who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company. The Vigil Mechanism / Whistle Blower Policy of the Company has been uploaded on the website of the Company and can be accessed at http://www.mcleodrussel.com/investors/policies.aspx.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Board as on 31st March 2020 comprised of Mrs. Arundhuti Dhar, Mr. Suman Bhowmik, Non-Executive Independent Directors and Mr. Amritanshu Khaitan, a Non-Executive Director as its Members. Mrs. Arundhuti Dhar was the Chairperson of the Nomination and Remuneration Committee.

The Company's Policy relating to appointment of Directors, payment of managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 and Regulation 19 of the Listing Regulations is attached to this report as Annexure-V.

LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of loans, guarantee or investment made under Section 186 of the Companies Act, 2013 are furnished in the Note 50 to the Financial Statements for the year ended 31st March 2020.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Related Party Transactions entered into by the Company during the year under review were on arm's length basis in the ordinary course of business for mutual benefits. There was no contract, arrangement or transaction with Related Parties which could be considered as material and which may have a potential conflict with the interest of the Company. The Company has formulated a Related Party Transaction Policy and the same is disclosed on the website of the Company and can be accessed at http://www.mcleodrussel.com/investors/policies.aspx.

DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

GOING CONCERN STATUS

During the year under review, there were no significant or material order passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

However, in the matter of Arbitration between Aditya Birla Finance Limited (ABFL) vs McNally Bharat Engineering Company Limited (MBECL) and others, the Sole Arbitrator, passed an Interim Order on 30th June 2020 upon the Company to perform obligations under the Put Option Agreement dated 24th March 2018. The Company had filed an application challenging the award which is presently pending adjudication before the Hon'ble Calcutta High Court. The stay granted by Hon'ble Calcutta High Court was subject to deposit of Rs.40 crores approx. Against the order, the Company preferred an appeal before the Hon'ble Supreme Court of India on the ground that it simply provided a Letter of Comfort. The Supreme Court on perusing the appeal passed an order of status quo in the matter.

Members' attention is also invited to Notes on Contingent Liabilities, in the notes forming part of the Financial Statements.

MATERIAL CHANGES AFTER END OF THE FINANCIAL YEAR

Except as disclosed below and elsewhere in this Annual Report, no material changes and commitments which could affect the financial position of the Company have occurred between the end of the last financial year and the date of this Annual Report except the effect of the Covid -19 pandemic.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Financial statements (i.e. Balance Sheet, Profit & Loss Statement and Cash-Flow Statement, together with notes) are prepared through the process which has automated as well as manual controls to ensure accuracy of recording all transactions which have taken place during any accounting period, and the resultant financial position at period end. All data pertaining to payroll, purchases, agricultural activities, plucking, manufacturing, dispatch, selling and other activities are recorded through ERP systems operating in tea estates as well as head office. All data/ transactions entered in systems are checked by various functional personnel on the basis of supporting documents & records, then the accounting entries are checked by accounts personnel and finally those are validated by managerial personnel.

At periodic intervals, the accounting data are compiled, and financial statements are prepared. While preparing the financial statements, it is ensured that all transactions pertaining to the accounting period are recorded. Fixed assets, stock of tea, all significant items of stores and monetary assets are physically verified. Balance confirmations are obtained for all significant items of trade receivable and advances.

After preparation of the financial statements, all items appearing in the statements are analysed in order to ensure overall reasonableness.

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures.

CEO AND CFO CERTIFICATION

In terms of Part B of Schedule II of Listing Regulations, the CEO and the CFO of the Company certify to the Board regarding review of the financial statements, compliance with the accounting standards, maintenance of internal control systems for financial reporting and accounting policies, etc.

HEALTH, SAFETY AND WORKING ENVIRONMENT

The Company considers its people as one of the most valuable resources and recognises that safe and healthy working environment motivate employees to be more productive and innovative. The Company takes adequate measures to keep its field and factories safe in all respects. Regular training is imparted to the employees for promoting awareness on safety and skill enhancement. The Company runs a hospital in each of its Tea Estates where the employees of the concerned Estate get regular medical attention. In addition, the Company has set up a few central hospitals which are equipped with modern medical instruments. These hospitals are accessible to the employees of the surrounding areas. The Company also provides facilities for sporting and cultural activities for the employees in the Tea Estates.

ANNUAL RETURN

The extract of Annual Return pursuant to the provisions of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is attached to this Report as Annexure-VI.

AUDITORS AND AUDIT REPORT

In terms of Section 139 of the Companies Act, 2013, M/s. Lodha & Co., Chartered Accountants (Registration firm No. 301051E) was appointed as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years, from the conclusion of this 21st Annual General Meeting till the conclusion of the 26th Annual General Meeting. M/s. Lodha & Co. has conducted audit for the Financial Year ended 31st March 2020 and furnished their report.

In their Report dated 31st July 2020, M/s. Lodha & Co. has given an adverse opinion in relation to the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2020. The Board's response in relation to the said opinion is as under:-

Sl.no.	Audit-Qualification	Board's Response
(a)	Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,947 lakhs as on March 31, 2020 (including Interest of Rs. 2337 lakhs accrued till March 31, 2019) given to certain companies are subject to compliances, as required under Companies Act, 2013. The amount outstanding as on this date as given above is doubtful of recovery. In absence of provision there against, the profit for the period is overstated to that extent. Impact in this respect have not been ascertained and disclosed in the financial results.	The Company is working out a plan for restructuring including reduction/liquidation such outstanding amount synchronising with the proposed restructuring of borrowings in terms of the resolution plan presently under consideration of lenders. In respect of the aggregate amount of ICD given, shareholders' approval has been obtained.
(b)	The Company had given advance in earlier year to a body corporate aggregating to Rs. 1400 lakhs which are outstanding as on March 31st, 2020. In absence of appropriate audit evidence and status thereof, we are unable to comment on the validity and recoverability of such advances.	Efforts are being made to recover the advance.

(c)	Non-recognition of interest Rs. 2182 lakhs on Inter Corporate Deposits and thereby the profit for the period is overstated to that extent. Further penal/compound interest against borrowings from banks/financial institution have not been recognised and other adjustments as stated in the said note have been given effect to, which are subject to confirmation from lenders and reconciliation with their balances and claims. Pending final determination of amount in this respect, adjustments arising therefrom and consequential impacts has not been ascertained.	There are disputes regarding the interest on Inter-corporate borrowings. Therefore interest-expenditure has not been accounted on inter-corporate borrowings pending resolution of the same. In the absence of adequate information from banks/financial institution on penal interest and compounding of interest after non-compliance of terms of loans, the Company has provided the interest based on the stipulation in the loan facility letters. This is expected to be restructured in the Debt Resolution Plan.
(d)	Non reconciliation of certain debit and credit balances with individual details and confirmation thereof. Adjustments/impact in this respect are currently not ascertainable and as such cannot be commented upon by the Auditors.	Impact will become ascertainable only upon reconciliations and confirmations; and necessary accounting will be undertaken.

(e)	The Predecessor auditor in respect of loans included under paragraphs (a) above have reported these to be in excess of the limit specified in Section 186 of the Companies Act, 2013 and as stated these include amounts given to group companies whereby applicability of Section 185 could not be ascertained and commented upon by them. They have not been able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICD's as reported were in nature of book entry and/or prejudicial to the interest of the Company. These loans are outstanding as on this date and uncertainty in this respect still exists. As represented by the management the parties involved are not related parties requiring disclosure in terms of said accounting standard and provisions of companies Act 2013. The matter as reported is pending before regulatory authorities. We are therefore, unable to ascertain the impact of non-compliance with the disclosure and other requirements in respect of related parties and consequential impact, if any, on the financial results of the Company.	The Shareholders have since approved the loans given in excess of limit prescribed in Section 186 of Companies Act, 2013 by special resolution. The matter as reported is pending before regulatory authorities.

SECRETARIAL AUDIT

In terms of the requirements of Section 204 of the Companies Act, 2013, the Secretarial Audit of the Company for the year ended 31st March 2020 was conducted by Messrs. A. K. Labh & Co., Company Secretaries. The Secretarial Auditors' Report is attached to this Report as Annexure-VII and forms part of the Directors' Report.

There are certain qualifications or reservations or adverse remarks made by the Secretarial Auditors in their Report and the response of the Company to the same is as under:-

(1) The Company had approved the Financial Results for the quarter ended 30.06.2019 at the Board Meeting held on 14.08.2019; however the results which were required to be published in the newspaper on or before 16.08.2019 were published on 17.08.2019 resulting in a delay of 1 day pursuant to Regulation 47(1)(b) and 47(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management has informed that the result could not be published on 16.08.2019 as there was no official newspaper publication on that day post Independence Day.

(2) The Annual General Meeting of the Company was held on 09.09.2019 and the Annual Report along with the Notice was sent to the shareholders not less than 21 days before the AGM; however the same was submitted with the Stock Exchange on 05.09.2019.

The management has informed that the show cause notice issued by stock exchange in this connection was withdrawn after being satisfied by the Company's submission.

(3) The Company has delayed in submission of particulars of default in payment of interest / installment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions as on quarter ended 31st December, 2019 within 7 days from the end of the said quarter.

The management has informed that the Company has submitted the quarterly disclosure as on 31st December, 2019 for default in the table prescribed in Clause 3(C2) on 19.02.2020.

COST AUDIT

In accordance with the requirements of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors of the Company has appointed the following firms of Cost Accountants to conduct audit of Cost Records maintained by the Company for the Tea Plantations of the Company for the year ending 31st March 2021;

(i) M/s Mani & Company
(ii) M/s SPK Associates
(iii) M/s DGM & Associates.

Pursuant to the provisions of Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditors is required to be ratified by the Members of the Company, a resolution for which will be placed before the Members at the ensuing Annual General Meeting.

The Cost Audit Report furnished by the Cost Auditors in respect of the year ended 31st March 2019 which did not contain any qualification, reservation or adverse remark was filed with the Ministry of Corporate Affairs within the time prescribed under the Companies Act, 2013.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

A statement giving details of conservation of energy, technology absorption and foreign exchange earnings & outgo in accordance with Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is attached to this Report as Annexure-VIII.

RISK MANAGEMENT

The Company has adopted and implemented a Risk Management Policy after identifying various risks which the Company encounters with during the course of its business none of which in the opinion of the Board may threaten the very existence of the Company itself. The Company has taken adequate measures to mitigate various risks encountered by the Company.

PREVENTION OF INSIDER TRADING

Your Company has adopted a Code of Conduct for prevention of Insider Trading in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. All Directors, employees and other designated persons, who could have access to unpublished price sensitive information of the Company, are governed by this Code. The trading window for dealing with equity shares of the Company is duly closed during declaration of financial results and occurrence of any other material events as per the code. During the year under review there has been due compliance with the code.

PARTICULARS OF EMPLOYEES

The ratio of the remuneration of each Director to the median employee's remuneration and other particulars or details of employees pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached to this Report as Annexure-IX.

EMPLOYEE RELATIONS

The Company's large work force continues to remain the backbone of its operations and their welfare has remained a prime area of focus. Upgradation and introduction of new housing facilities, water supply and sanitation, medical infrastructure etc. have been given priority.

In terms of requirements of Section 4 of the Sexual Harassment of Women at Workplace (Prevention, prohibition and redressal) Act, 2013, the Company has formed Internal Complaints Committees (ICC) for its workplaces. No complaint under the Act has been received by ICC during the year.

SECRETARIAL STANDARDS

Your Company complies with all applicable mandatory Secretarial Standards as issued by the Institute of Company Secretaries of India("ICSI").

Your Board of Directors wish to place on record its sincere appreciation for the dedicated services rendered by the executives, staff and workers at all levels for smooth functioning of all the estates.

For and on behalf of the Board of Directors

Aditya Khaitan
Managing Director
DIN : 00023788

Azam Monem
Wholetime Director
DIN : 00023799

Date: 11th November 2020
Place: Kolkata

Annexure - I

Management Discussion and Analysis

INDUSTRY STRUCTURE AND DEVELOPMENT

Global tea production during 2019 is estimated at 6150 million kg, compared to 5966 million kg in 2018, an increase of 184 million kg (+3%). Black Tea production during year 2019 is estimated at 3396 million kg compared to 3347 million kg in 2018, an increase of 49 million kg (+ 1.5%). India continues as the largest producer of Black Tea globally, posting a record crop of 1390 million kg in 2019, compared with 1339 million kg in 2018, thereby accounting for most of the global increase in Black Tea production in 2019. India produces both CTC (1234 million kg) and Orthodox (139 million kg) varieties of Black Teas, which together represents 40% of total global Black Tea production. The other major Black Tea producing countries are Kenya (459 million kg), Sri Lanka (300 million kg), Turkey (268 million kg), other African countries (229 million kg), Bangladesh who also achieved a record production in 2019 (96 million kg), Vietnam (94 million kg) and Argentina (77 million kg). Of these countries, the most significant in relation to competition globally for Indian teas is Kenya which produces mainly CTC teas and Sri Lanka which produces mainly the Orthodox variety. China produces predominantly Green Tea with production of 2799 million kg in 2019, most of which is consumed within the country itself.(Source: International Tea Committee Bulletin and Tea Board of India).

Weather conditions during 2019, has been very conducive for tea production in the Indian subcontinent but not so in other geographies, particularly Africa which recorded lower crops. India had a record production for the fourth year in succession.The other major Black Tea producing countries, with the exception of Bangladesh which had a record year like India, all posted lower crops in 2019 compared to the previous year. Despite the record crop, Indian tea prices remained firm in 2019, with the Indian auction prices showing a marginal increase of 1% over 2018 due to strong domestic demand. On the other hand, tea prices for our major competitors were lower in 2019 compared to 2018 due to the global recessionary trends which impacted exports worldwide in 2019. Prices at the Mombasa auctions in Kenya were lower by 15.7% and at the Colombo auctions in Sri Lanka down by 6.3% in 2019 compared to 2018. Costs, in India were higher on account of increase in wages, retrospective payments and other welfare expenses.(Source: J. Thomas Annual Tea Statistics).

OPPORTUNITIES AND THREATS

Indian tea production in 2020 has been severely impacted due to the closure of tea estates in March and April from the nationwide lockdown imposed for the COVID-19 pandemic. The crop loss is estimated at over 150 million kg upto end September, over 10% of annual Indian tea production. However, the loss of revenue from this shortfall has been mitigated by very strong prices in the domestic market owing to shortage of supply, sustained domestic demand and an increase in grocery sales from in home consumption arising from the lockdown for the pandemic. Global Black Tea production during 2020 in the other major Black Tea producing countries, especially in Africa have recovered from the losses of the previous year following higher than normal rainfall in the 1st quarter of 2020. This has exerted downward pressure on prices at International markets particularly at the Mombasa auctions. As a result, Indian exports in 2020 are likely to be substantially lower than the previous year. However, with the growth in domestic demand and the increase in domestic auctions prices, the downside in revenue from lower exports is likely to be entirely negated. These factors should mark the beginning of a positive cycle of prices for Indian Tea for the next few years. The State Government of Assam has also announced an incentive on Orthodox production which will enhance export earnings for your by re-aligning the CTC: Orthodox product mix. (Source: Tea Board of India).

The small tea growers form a considerable part of the tea industry in India. Most of the production gains in India in recent years has been on account of the growth of this sector. The recent revised figures show a total production of around 578 million kgs from these small growers in North India contributing almost 50% of the total production. This provides a growth opportunity by enhancing capacity to cater to this segment at a lower cost of production when compared to the organized sector by augmenting capacity and thereby mitigating some of the fixed standing costs. (SourceTea Board of India).

SEGMENTWISE OR PRODUCTWISE PERFORMANCE

The Company is primarily engaged in the business of cultivation, manufacture and sale of tea and is managed organizationally as a single unit. Accordingly, the Company is a single business segment company.

RISKS AND CONCERNS

The Tea Industry is largely dependent on the vagaries of nature. The Industry is highly labour intensive and is subject to stringent labour laws. Substantial increase in labour wages, high social cost over most other tea producing countries, high infrastructure costs and increasing energy and other input costs remain the major problems for the Indian Tea Industry. Shortage of labour during peak season in some pockets is also a cause for concern. The Company has made substantial investment in irrigation to minimize the impact on crop due to a change in climatic conditions. The draft Code on Wages (Central) Rules 2019, published by the Government of India will increase costs unless employee benefits provided under the Plantation Labour Act are also considered as part of wages in the final notification.

The COVID-19 pandemic also poses considerable risk to the Company's operations at its tea estates. Widespread safety measures have been strictly enforced at all its tea estates in consultation with the concerned Government agencies including social distancing at the workplace, restriction of entry of visitors, compulsory quarantine of returning migrants, regular testing of the workforce etc. to safeguard against this risk.

The Industry is also subject to taxation from the State Government as well as Central Government and while the level of direct taxes has come down over a period, some of the State levies like substantial increase in Land Revenue put the industry at a disadvantageous position. However, the State Government has been very considerate by withdrawal of ASSAM Green Leaf cess for three years from January 2019 to December 2021 and recently Agriculture Income Tax for 3 years for the sustainability of the Industry. The State Government has also announced subvention of interest on term loans and working capital loans.

To mitigate various types of risks that the company has to face, the Board of Directors of the Company has adopted a Risk Management Policy and implemented the same at the Tea Estates and at Head Office of the Company. In view of fluctuations in foreign exchange and interest rates, the Company has Risk Management Policy to address the risks concerning the foreign exchange and variable interest rate derivative transactions. The Company has invested in Rainforest Alliance certification to manage environmental risks and ensure long term sustainability of its tea estate operations. The Company has ISO 22000 certification and Hazard Analysis and Critical Control Points (HACCP) at all the Tea Factories to mitigate possible risks related to food safety and quality of product.

OUTLOOK

Tea prices in India after a strong first half have seen a considerable downward correction post September following improved availability and a seasonal decline in quality. However, despite this correction, prices continue to remain substantially higher than last year for the same period. The price gain over last year, although on a diminishing scale, is likely to be sustained till the year end. The year end average price should remain substantially higher than the last year, thereby mitigating the losses sustained from lower production in 2020. A new threshold of price levels appears to have been established for Indian Tea. This is expected to stand the Tea Industry in good stead not only in 2020 but in the next year as well.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate systems of internal control commensurate with its size and the nature of its operations which it is planning for further strength. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use or losses, executing transactions with proper authorization and ensuring compliance of corporate policies. Three independent firms of Chartered Accountants carry out the internal audit at the Tea Estates on a regular basis. Another firm of Chartered Accountants conducts internal audit at the Head Office.

The Company has an Audit Committee, the details of which have been provided in the Corporate Governance Report. The Audit Committee reviews Audit Reports submitted by the internal Auditors. Suggestions for improvement are considered and the Audit Committee follows up the implementation of corrective actions. The Committee also meets the Company's statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems in the Company and keeps the Board of Directors informed of its major observations from time to time. The Risk Management Policy adopted by the Company has further strengthened the internal control system.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The details of Financial Performance and Operational Performance have been provided in the Report of the Directors.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS,), ALONG WITH DETAILED EXPLANATIONS:-

Ratio	2019-20	2018-19	Change (%)	Reason
Debtors Turnover Ratio (number of times)	54.16	50.09	8.14	Not Applicable
Inventory Turnover Ratio (number of times)	14.21	13.74	3.43	Not Applicable
Interest Coverage Ratio (number of times)	1.16	1.21	(4.21)	Not Applicable
Current Ratio (number of times)	0.10	0.29	(64.53)	Deterioration is mainly due to : (i) Increase in 'current borrowings', (ii) Liabilities for interest on borrowings
Debt Equity Ratio (number of times)	0.17	0.29	(41.08)	Improvement is mainly due to decrease in non-current borrowings.
Operating margin	15.32%	16.45%	(6.37)	NA
Net Profit Margin	(17.01%)	(13.77%)	(23.53)	Deterioration is mainly because depreciation did not reduce much as compared to reduction in revenue from operations
Return on Net Worth	(9.31)	(16.52)	43.64	Improvement is mainly due to increase in sale price of tea and benefits of cost reduction/cost rationalisation measures adopted by the Company.

HUMAN RESOURCES

Tea Industry is highly labour intensive. The Company employs around 68,918 personnel (47,707 are permanent personnel and 21,211 temporary personnel) at its Tea Estates and other establishments in India with more than 54% being women. Employee relations remained satisfactory during the period under review. The Company would like to record appreciation of the wholehearted support and dedication from employees at all levels in maintaining smooth production and manufacture of tea from all the Tea Estates during the year.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report in regard to projections, estimates and expectations have been made in good faith. Many unforeseen factors may come into play and affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook. Market data and product information contained in this Report have been based on information gathered from various published and unpublished reports, and their accuracy, reliability and completeness cannot be assured.

For and on behalf of the Board

Aditya Khaitan
Managing Director
DIN : 00023788

Azam Monem
Wholetime Director
DIN : 00023799

Date: 11th November 2020
Place: Kolkata

Annexure - II

Corporate Governance Report

(1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is aimed at efficient conduct of its operations and in meeting its obligations towards various stakeholders such as Customers, Vendors, Employees, Shareholders and Financiers and to the Society at large. The Company is in the business of cultivation and production of Tea and is one of the major producers of Tea in the world. The Company endeavours to produce quality Tea that consistently commands respect, trust and loyalty throughout the world by way of sustained efforts, research and development in plantation and adoption of latest technology. The Company strives for successful management of contingencies like drought and flood. While it is the endeavour of your Company to continue to produce Tea of premium quality to the satisfaction of its Customers worldwide, it also gives due importance to its obligations to the large workforce that it employs on the Tea Estates. The Company runs a business that has a human face and values the environment, people, products, plantation practices, customers and shareholders. The Company believes in achieving its goals, which result in enhancement of Shareholders' value through transparency, professionalism and accountability and nurture these core values in all aspects of its operations.

(2) BOARD OF DIRECTORS

(a) Composition and Category of Directors

The Board of Directors of your Company as on 31st March 2020 consisted of six Directors as under:

- Chairman & Managing Director who is a Promoter;
- One Non-Executive Promoter Director;
- One Wholetime Director;
- Three Non-Executive Independent Directors.

The Board has an optimum combination of Executive and Non-Executive Directors and half of the Board consisted of Independent Directors including one woman Director, which is in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

(b)&(c) Attendance of each Director at the Board Meetings/last AGM, Directorship and Chairmanship/ Membership in other Board/Board Committees

Name and category of the Directors on the Board, their attendance at Board Meetings held during the financial year ended 31st March 2020, number of Directorships and Committee Chairmanships/ Memberships held by them in other public limited companies are given below. Other Directorships do not include alternate Directorships, Directorships in Private Limited Companies and Companies under Section 8 of the Companies Act, 2013 and of the Companies incorporated outside India. Chairmanship/ Membership of Board Committees relates to only Audit and Stakeholders' Relationship Committees.

Name of Directors	Category	No. of Board Meetings		Whether attended last AGM held on 9th September 2019	No. of Directorships in other public limited companies	No. of Committee positions held in other public limited companies	
		Held during the year	Attended			As Chairman/ Chairperson	As Member (#)
Mr. Aditya Khaitan	Chairman & Managing Director	7	7	Yes	8	1	2
Mr. Amritanshu Khaitan	Non-Executive Director	7	1	Yes	5	-	1
[@]Mrs. Arundhuti Dhar	Non-Executive & Independent	7	6	Yes	5	3	5
[#]Mr. Suman Bhowmik	Non-Executive & Independent	7	4	Yes	-	-	-
[$]Mr. Raj Vardhan	Non-Executive & Independent	7	3	Yes	-	-	-
Mr. Azam Monem	Wholetime Director	7	7	Yes	-	-	-
*[1]Mr. Ashok Bhandari	Non-Executive & Independent	7	-	No	-	-	-
*[2]Mr. Jyoti Ghosh	Non-Executive & Independent	7	-	No	-	-	-
*[3]Mr. Utsav Parekh	Non-Executive & Independent	7	-	No	-	-	-
*[4]Mrs. Ramni Nirula	Non-Executive & Independent	7	-	No	-	-	-
*[5]Mr. Kamal Kishore Baheti	Wholetime Director	7	3	No	-	-	-
*[6]Dr. Raghavachari Srinivasan	Non-Executive & Independent	7	2	No	-	-	-
*[7]Mr. Ranabir Sen	Non-Executive & Independent	7	2	No	-	-	-
*[8]Mr. Rajeev Takru	Wholetime Director	7	4	Yes	-	-	-

[@]Appointed as an Additional Director w.e.f. 30.05.2019; [#]Appointed as an Additional Director w.e.f19.07.2019;

[$]Appointed as an Additional Director w.e.f. 19.07.2019

[1]ceased to be a Director w.e.f. 29.04.2019;[2]ceased to be a Director w.e.f. 10.05.2019;*[3]ceased to be a Director w.e.f. 30.05.2019;*[4]ceased to be a Director w.e.f. 30.05.2019; *[5]ceased to be a Director w.e.f. 19.07.2019;*[6]ceased to be a Director w.e.f. 19.07.2019; ;*[7]ceased to be a Director w.e.f. 19.07.2019 and *[8]ceased to be a Director w.e.f. 09.09.2019

Name of Directors	Names of the Listed Entities where the person is a director	Category of directorship
Mr. Aditya Khaitan	McLeod Russel India Limited Williamson Magor & Co. Limited Kilburn Engineering Limited McNally Sayaji Engineering Limited Eveready Industries India Limited McNally Bharat Engineering Company Limited Williamson Financial Services Limited	Chairman & Managing Director Non-Executive Chairman Non-Executive Chairman Non-Executive Chairman Non-Executive Vice Chairman Non-Executive Chairman Non-Executive Chairman
Mr. Amritanshu Khaitan	Eveready Industries India Limited McLeod Russel India Limited Williamson Magor& Co. Limited Williamson Financial Services Limited Kilburn Engineering Limited	Managing Director Non-Executive Non-Executive Non-Executive Non-Executive
Mr. AzamMonem	McLeod Russel India Limited	Wholetime Director
[@]Mrs. ArundhutiDhar	McLeod Russel India Limited Williamson Magor& Co. Limited Kilburn Engineering Limited Eveready Industries India Limited McNally Bharat Engineering Company Limited Williamson Financial Services Limited	Non-Executive & Independent Non-Executive & Independent Non-Executive & Independent Non-Executive & Independent Non-Executive & Independent Non-Executive & Independent
[#]Mr. Suman Bhowmik	McLeod Russel India Limited	Non-Executive & Independent
[$]Mr. Raj Vardhan	McLeod Russel India Limited	Non-Executive & Independent

[@]Appointed as an Additional Director w.e.f. 30.05.2019; [#]Appointed as an Additional Director w.e.f. 19.07.2019;
[$]Appointed as an Additional Director w.e.f. 19.07.2019

None of the Directors on the Board is a Member of more than 10 Committees or Chairman/Chairperson of more than 5 Committees across all the Companies in which he/she is a Director. The Directors have made necessary disclosures regarding Committee positions held in other public limited companies in terms of Regulation 26(1)&(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(d) Number & Dates of Board Meetings

Seven Board Meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the Board Meetings were held are as follows:

30th May 2019, 29th June 2019, 19th July 2019, 14th August 2019, 9th September 2019, 14th November 2019 and 13th February 2020.

(e) Disclosure of relationships between Directors

No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013.

(f) Number of shares and convertible instruments held by Non-Executive Directors

Sl. No.	Name of Director	Category	No. of Shares held
1	Mr. Amritanshu Khaitan	Non-Executive Director	15,000
2	Mrs. Arundhuti Dhar	Non-Executive & Independent	-
3	Mr. Suman Bhowmik	Non-Executive & Independent	-
4	Mr. Raj Vardhan	Non-Executive & Independent	-

The Company has not issued any convertible instruments.

(g) Web Link for Familiarization Programme

Web link giving the details of Familiarization Programme imparted to Independent Directors at http://www.mcleodrussel.com/investors/familiarisation-programme.aspx/

(h) Chart of Matrix setting out the skills / expertise / competence of the Board of Directors

i) & ii)

List of core skills / expertise / competence identified by the Board of Directors as required in the context of the business to function effectively	List of core skills / expertise / competence identified by the Board of Directors as required in the context of the business to function effectively and those actually available with the Board	Name of Director	Skill and Expertise
Academic qualification, requisite knowledge, experience and business skills in :- • Tea Estate Management and operations • General Management, • Finance & Accountancy • Corporate Law • Banking & merchant banking • Marketing	Academic qualification, requisite knowledge, experience and business skills in :- • Tea Estate Management and operations • General Management, • Finance & Accountancy • Corporate Law • Banking & merchant banking • Marketing	Mr. Aditya Khaitan	General Management & Tea Estate Management and operations
		Mr. Amritanshu Khaitan	General Management & Finance
		Mrs. Arundhuti Dhar	General Management, Finance, Branding & HR
		Mr. Suman Bhowmik	General Management, Branding, PR & CSR
		Mr. Raj Vardhan	General Management, Operations, Risk Management, Finance, & HR
		Mr. Azam Monem	Marketing, Operations, General Management, Industrial Relations, HR & CSR
		*[1] Mr. Ashok Bhandari	Finance & Accountancy and Corporate Law
		*[2]Mr. Jyoti Ghosh	General Management, Banking & merchant banking and Finance
		*[3]Mr. Utsav Parekh	General Management & Finance
		*[4]Mrs. Ramni Nirula	Banking & merchant banking and Finance
		*[5]Mr. Kamal Kishore Baheti	General Management, Finance & Accountancy and Corporate Law
		*[6]Dr. Raghavachari Srinivasan	Banking & merchant banking
		*[7]Mr. Ranabir Sen	General Management, Tea Estate Management and operations & Marketing
		*[8]Mr. Rajeev Takru	Tea Estate Management and operations

*[1]ceased to be a Director w.e.f. 29.04.2019; *[2]ceased to be a Director w.e.f. 10.05.2019; *[3]ceased to be a Director w.e.f. 30.05.2019; *[4]ceased to be a Director w.e.f. 30.05.2019; *[5]ceased to be a Director w.e.f. 19.07.2019; *[6]ceased to be a Director w.e.f. 19.07.2019; *[7]ceased to be a Director w.e.f. 19.07.2019 and *[8]ceased to be a Director w.e.f. 09.09.2019

i) In the opinion of the Board, the independent directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended and are independent of the management.

j) The detailed reason for resignation of the following Independent Directors from the Board of Directors of the Company during the financial year ended 31st March, 2020 are as follows:-

a. Mr. Ashok Bhandari, an Independent Director of the Company had tendered his resignation from the Board of Directors on account of poor health for which he may not be able to spare enough time for Company. The Board of Directors has accepted his resignation with effect from 29th April 2019.

b. Mr. Utsav Parekh, an Independent Director of the Company had tendered his resignation from the Board of Directors on account of medical reason for which he may not be able to spare enough time for Company. The Board of Directors has accepted his resignation with effect from 30th May 2019.

c. Mrs. Ramni Nirula, an Independent Director of the Company had tendered her resignation from the Board of Directors on account of pre-occupation and personal commitments for which she may not be able to spare enough time for Company. The Board of Directors has accepted her resignation with effect from 30th May 2019.

d. Mr. Jyoti Ghosh, an Independent Director of the Company had tendered his resignation from the

Board of Directors on account of health issues and personal commitments for which he may not be able to spare enough time for Company. The Board of Directors has accepted his resignation with effect from 10th June 2019.

e. Dr. Raghavachari Srinivasan, an Independent Director of the Company had tendered his resignation from the Board of Directors on account of old age. The Board of Directors has accepted his resignation with effect from 19th July 2019.

f. Mr. Ranabir Sen, an Independent Director of the Company had tendered his resignation from the Board of Directors on account of old age. The Board of Directors has accepted his resignation with effect from 19th July 2019.

The aforesaid Independent Directors have confirmed that there are no material reasons other than those provided for tendering their respective resignation from the Company.

(3) AUDIT COMMITTEE

The Audit Committee of the Board comprises of 4 Directors including 3 Independent Directors. The Members of the Audit Committee have wide exposure and knowledge in area of finance and accounting. The role and terms of reference of the Audit Committee covers the areas mentioned under Regulation 18 of Listing Regulations and Section 177 of the Companies Act, 2013. The Audit Committee, inter alia, provides reassurance to the Board on the existence of an effective internal control environment.

(a) Brief descriptions of the terms of reference of the Audit Committee are as follows:

(i) oversight of the Company's financial reporting process and the disclosure of its financial information;

(ii) recommendation for appointment, re-appointment, remuneration and terms of appointment, re-appointment of auditors including cost auditors and fixation of audit fees and removal of internal auditor/cost auditors;

(iii) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(iv) reviewing with the management, examination of the quarterly and annual financial statements and auditor's report thereon before submission to the board for approval;

(v) reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;

(vi) approval or any subsequent modification of transactions of the Company with related parties, including omnibus approval of related party transactions under such conditions as may be statutorily applicable.

(vii) scrutiny of inter-corporate loans and investments;

(viii) valuation of undertakings or assets of the Company, wherever it is necessary;

(ix) to evaluate internal financial controls and risk management systems;

(x) reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems;

(xi) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(xii) discussion with internal auditors of any significant findings and follow up there on;

(xiii) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

(xiv) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(xv) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(xvi) to review the functioning of the whistle blower mechanism;

(xvii) approval of appointment of Chief Financial Officer (i.e. the Wholetime Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

(b) Composition, Name of Members and Chairperson

The Audit Committee of the Board as on 31st March 2020 comprised of Mrs. Arundhuti Dhar. Mr. Suman Bhowmik, Mr. Raj Vardhan and Mr. Aditya Khaitan as its member. Mrs. Arundhuti Dhar, a Non-Executive Independent Director, having adequate financial and accounting qualification and expertise, is the Chairperson of the Audit Committee. The other Members of the Committee are also financially literate. The Committee has three Non-Executive Independent Directors. The Company Secretary acted as the Secretary to the Committee.

(c) Meetings and attendance during the year

The particulars of meetings attended by the Members of the Audit Committee during the financial year ended 31st March 2020 are given below:

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar, Chairperson	Non-Executive & Independent	6	4
Mr. Suman Bhowmik	Non-Executive & Independent	6	2
Mr. Raj Vardhan	Non-Executive & Independent	6	2
Mr. Aditya Khaitan	Chairman & Managing Director	6	6
*[1]Mr. A. Bhandari	Non-Executive & Independent	6	-
*[2]Dr. R. Srinivasan	Non-Executive & Independent	6	2
*[3]Mr. R. Sen	Non-Executive & Independent	6	3

[1]Ceased to be a Director w.e.f. 29.04.2019;[2]Ceased to be a Director w.e.f. 19.07.2019; *[3]Ceased to be a Director w.e.f. 19.07.2019

Six Meetings of the Audit Committee were held during the financial year ended 31st March 2020. The dates on which the Audit Committee Meetings were held are as follows:

30th May 2019, 29th June 2019,19 July 2019, 14th August 2019, 13th November 2019 and 13th February 2020.

(4) NOMINATION AND REMUNERATION COMMITTEE

(a) Brief description of terms of reference

The role and principal terms of reference of the Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations are as follows:

(i) to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board for their appointment/removal.

(ii) formulate criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other Employees;

(iii) formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;

(iv) to carry out evaluation of every Director's performance;

(v) to devise a policy on Board diversity;

(vi) whether to extend or continue the term of appointment of Independent Director on the basis of performance evaluation of Independent Directors.

(b) Composition, Name of Members and Chairman

The Nomination and Remuneration Committee of the Board as on 31st March 2020 comprised of Mrs. Arundhuti Dhar, Mr. Suman Bhowmik, Non-Executive Independent Directors and Mr. Amritanshu Khaitan, a Non-Executive Director as its Members. Mrs. Arundhuti Dhar is the Chairperson of the Nomination and Remuneration Committee.

(c) Meeting and attendance during the year

During the financial year ended 31st March 2020 three Meetings of the Nomination and Remuneration Committee were held on 30th May 2019, 19 July 2019 and 13th February 2020.

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar	Non-Executive & Independent	3	2
Mr. Suman Bhowmik	Non-Executive & Independent	3	1
Mr. Amritanshu Khaitan	Non-Executive	3	1
*[1]Dr. R. Srinivasan	Non-Executive & Independent	3	1
*[2]Mr. R. Sen	Non-Executive & Independent	3	2

*[1]Ceased to be a Director w.e.f. 19.07.2019; *[2]Ceased to be a Director w.e.f. 19.07.2019

(d) Performance evaluation criteria for independent Directors

The Nomination and Remuneration Committee at its Meeting held on 30th March, 2017 had considered and adopted the indicative criterion for evaluation of performance of the Board of Directors and the Independent Directors issued by Securities Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004 dated January 5, 2017 in terms of the requirements of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Pursuant to the adoption of the new criterion for evaluation of performance of the Board of Directors and the Independent Directors, the Committee carried out the process of evaluation of the performance of every Director in accordance with its terms of reference and the requirements of Companies Act, 2013.

The performance of the Independent Directors is evaluated on the basis of the following parameters:-

General -

(a) Qualifications, (b) Experience, (c) Knowledge and Competency, (d) Fulfillment of functions, (e) Ability to function as a team, (f) Initiative, (g) Availability and attendance, (h) Commitment, (i) Contribution and (j) Integrity.

Additional criteria for Independent Director -

(a) Independence and

(b) Independent views and judgement.

(e) Meeting and attendance during the year

During the financial year ended 31st March 2020 one Meeting of the Independent Directors held on 3rd March 2020 and the attendances are as follows:

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar	Non-Executive & Independent	1	1
Mr. Suman Bhowmik	Non-Executive & Independent	1	1
Mr. Raj Vardhan	Non-Executive & Independent	1	1

(5) REMUNERATION OF DIRECTORS

(a) & (b) Pecuniary Relationship or transactions of the Non-Executive Directors/criteria of making payments to Non-Executive Directors

The Company has no pecuniary relationship or transaction with its Non-Executive & Independent Directors other than payment of sitting fees to them for attending Board Meetings, Committee Meetings and separate Meeting of Independent Directors. They may get Commission if approved by the Board for their valuable services to the Company subject to the limit fixed by the Members.

Criteria of making payment to Non-Executive Directors are disclosed in the Nomination and Remuneration Policy and the same is attached to the Report of the Directors as Annexure-IV.

The details of remuneration for the financial year ended 31st March 2020 to the Non-Executive Directors are as under:

Name of Directors	Sitting Fees (Rs.) for Board Meetings	Sitting Fees (Rs.) for Committee & Independent Directors' Meetings
Mr. Amritanshu Khaitan	80,000	-
@Mrs. Arundhuti Dhar	2,00,000	1,60,000
#Mr. Suman Bhowmik	1,60,000	1,20,000
$Mr. Raj Vardhan	1,20,000	20,000
*[1]Mr. Ashok Bhandari	-	-
*[2]Mr. Jyoti Ghosh	-	-
*[3]Mr. Utsav Parekh	-	20,000
*[4]Mrs. Ramni Nirula	-	-
*[5]Dr. Raghavachari Srinivasan	80,000	60,000
*[6]Mr. Ranabir Sen	80,000	1,00,000
Total	**7,20,000**	**4,80,000**

@ Appointed as an Additional Director w.e.f 30.05.2019;

Appointed as an Additional Director w.e.f. 19.07.2019;

$ Appointed as an Additional Director w.e.f. 19.07.2019

*[1]ceased to be a Director w.e.f. 29.04.2019; *[2]ceased to be a Director w.e.f. 10.05.2019; *[3]ceased to be a Director w.e.f. 30.05.2019; *[4]ceased to be a Director w.e.f. 30.05.2019; *[5]ceased to be a Director w.e.f. 19.07.2019 and *[6]ceased to be a Director w.e.f. 19.07.2019.

(c) Disclosures with respect to remuneration

(i), (ii) & (iii) Remuneration package/Remuneration paid to Directors

The Executive Directors are paid Salary, contribution to Provident Fund & other Funds, Bonus and allowances and perquisites as per their terms of appointment approved by the Members of the Company.

Non-Executive Directors and Independent Directors are paid sitting fees and commission as determined by the Board from time to time.

The details of the fixed components of the managerial remuneration paid to the Managing and the Wholetime Directors are given below. Allowances to the Executive Directors may vary as approved by the Board based on their and Company's performance. During the Financial Year ended 31st March 2020, no Commission was paid to the Non-Executive Directors.

	Mr. A. Khaitan Rs.	Mr. A. Monem Rs.	*Mr. K.K. Baheti Rs.	#Mr. R. Takru Rs.
Salary	1,80,00,000	72,00,000	21,67,742	31,80,000
Contribution to Provident Fund and other Funds	48,60,000	19,44,000	5,85,290	8,58,600
Bonus and Allowances	1,20,00,000	95,20,000	1,32,61,935	1,44,38,000
Monetary value of Perquisites	28,800	1,59,795	28,800	1,50,482
Period of appointment	3 years w.e.f. 01.04.2017	3 years w.e.f. 01.04.2017	3 years w.e.f. 01.04.2017	3 years w.e.f. 01.04.2017
Notice period	3 months	3 months	3 months	3 months
Severance fees	Not specified	Not specified	Not specified	Not specified

*ceased to be a Director w.e.f. 19.07.2019 and # ceased to be a Director w.e.f. 09.09.2019

The Agreements with the Managing Director (MD) and Whole-time Directors (WTD) are normally done every 3 years. The Board of Directors at their Meeting held on 13th February 2020 has accorded their consent for re-appointment of Mr. A. Khaitan and Mr. A. Monem as MD & WTD for a period of three years with effect from 01.04.2020

(iv) Stock option

The Company does not have any Scheme for grant of stock options to its employees.

(6) STAKEHOLDERS' RELATIONSHIP COMMITTEE

(a) Name of Non-Executive Director heading the Committee/Composition of the Committee

Stakeholder Relationship Committee of the Board as at 31st March 2020 consisted of Mrs. Arundhuti Dhar, a Non-Executive Independent Director, as the Chairperson; Mr. Suman Bhowmik, Non-Executive Independent Director and Mr. Azam Monem, an Executive Director were the Members of the Committee.

(b) Name and designation of Compliance Officer

Mr. Debanjan Sarkar was Company Secretary and Compliance Officer for redressal of Shareholder's/ Investor's complaints till 24th January, 2020. Mrs. Subhra Giri Patnaik was appointed as the Interim Compliance Officer by the Board of Directors of the Company vide Circular Resolution dated 22nd January 2020 till the appointment of a new Compliance Officer by the Board of Directors. Mr. Alok Kumar Samant appointed as the Compliance Officer of the Company with effect from 20th March 2020.

(c), (d) & (e) Details of Shareholders'/Investors' Complaints

During the Financial Year ended 31st March 2020, 25 complaints were received from the Shareholders/ Investors. The details are as under:

Opening as on 1st April 2019	0
Received during the year	25
Resolved during the year	25
Closing/Pending as on 31st March 2020	0

MEETINGS AND ATTENDANCE DURING THE YEAR

During the financial year two Meetings of the Stakeholders' Relationship Committee were held on 13th November 2019 and 13th February 2020 and the attendances of Members are as follows:

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar, Chairperson	Non-Executive & Independent	2	2
Mr. Suman Bhowmik	Non-Executive & Independent	2	2
Mr. Azam Monem	Executive Director	2	2

(7) GENERAL BODY MEETINGS

(a) Location and time of last three Annual General Meetings:

Financial Year ended	Date	Time	Venue
31.03.2017	09.08.2017	10:30 a.m.	Kala Mandir, 48 Shakespeare Sarani, Kolkata 700 017

31.03.2018	09.08.2018	10:30 a.m.	Kala Mandir, 48 Shakespeare Sarani, Kolkata 700 017
31.03.2019	09.09.2019	10:30 a.m.	Uttam Mancha, 10/1/1, Manohar Pukur Road, Hazra, Kolkata-700 026

(b) Special Resolutions passed in the previous three AGMs.

AGM held on	Special Resolution passed
09.08.2017	(1) Special Resolution for approval of remuneration payable to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 01 April 2017 as specified in the special resolution and the relative explanatory statement. (2) Special Resolution for waiver of recovery of excess remuneration paid to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company during the year ended 31st March 2017. (3) Special Resolution for approval of re-appointment of Mr. R. Takru (holding DIN:00023796) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement. (4) Special Resolution for approval of re-appointment of Mr. A. Monem (holding DIN:00023799) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement. (5) Special Resolution for approval of re-appointment of Mr. K. K. Baheti (holding DIN:00027568) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement. (6) Special Resolution for adoption of new set of Articles in substitution of the existing Articles in the Articles of Association of the Company. (7) Special Resolution for keeping the Register of Members and other documents as may be required at the Corporate Office of Maheshwari Datamatics Private Limited, Registrar and Share Transfer Agent of the Company at 23 R. N. Mukherjee Road, 5th Floor, Kolkata - 700001.
09.08.2018	(1) Special Resolution for approval to Mr. Brij Mohan Khaitan (holding DIN: 00023771) to continue as a Non-Executive Director and Chairman of the Company after 31st March 2019. (2) Special Resolution for approval to Dr. R. Srinivasan (holding DIN:00003968) to continue as a Non-Executive Independent Director of the Company after 31st March 2019. (3) Special Resolution in terms of Section 180(1)(a) of the Companies Act, 2013 for approval of sale, lease or otherwise disposal of certain Tea Estates of the Company or the assets thereof having value in excess of 20% but not exceeding 35% of the value of the undertaking of the Company.
09.09.2019	No Special Resolution approved.

(c) & (d) No Resolution was passed through Postal Ballot during the year ended 31st March 2019. However, during the FY 2020-21 three special resolutions under section 180(I)(a), section 180(I)(c) & 186 of the Companies Act, 2013 has been passed through Postal Ballot.

(e) No Special Resolution is proposed to be conducted through Postal Ballot.

(f) Remote e-voting and Ballot voting at the Annual General Meeting

As mentioned in the notice convening the Annual General Meeting for the financial year 2019-20

(8) MEANS OF COMMUNICATION

The Company regularly interacts with the Shareholders through multiple ways of communication such as Results announcement, Annual Report, and through Company's website and specific communications.

(a) & (b) Quarterly Results/Newspaper wherein Results normally published

Quarterly, half-yearly and annual Results are published in prominent dailies which inter-alia, included The Economic Times (English)/ Business Standard (English)/ The Financial Express (English) and Aajkal (Bengali) in the form prescribed by the Stock Exchanges in the Listing Regulations.

The Quarterly Results, Shareholding Pattern and all other corporate communication to the Stock Exchanges are filed through NSE Electronic Application Processing System (NEAPS), BSE Listing Centre through online filing and CSE through e-mail for dissemination on their respective websites.

(c) & (d) Website

The Financial Results are also made available on the website of the Company www.mcleodrussel.com. Information relating to the Company and its performance, Unpaid Dividend, Press Releases and Information Updates as and when made are displayed on the Company's website and also sent to the Stock Exchanges to enable them to put the same on their own websites.

(e) **Presentation**

No presentation was made to Institutional Investors or to the analysts during the year under review.

(9) GENERAL SHAREHOLDER INFORMATION

(a) **Annual General Meeting**

As mentioned in the notice convening the Annual General Meeting for the financial year 2019-20.

(b) **Financial Year :**

1st April 2019 to 31st March 2020

Dates of Book Closure :

Not Applicable

(c) **Dividend Payment Date**

Not Applicable.

(d) **Name and address of Stock Exchanges/Payment of annual Listing Fee**

The Company's Shares are listed at the following Stock Exchanges and the Annual Listing Fees for the year 2020-2021 have been paid to all these Stock Exchanges.

Name and address of Stock Exchanges		
1	BSE Limited [BSE]	P.J. Towers, 25th Floor, Dalal Street, Mumbai – 400 001
2	National Stock Exchange of India Limited [NSE]	Exchange Plaza, 5th Floor, Plot No.C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
3	The Calcutta Stock Exchange Limited [CSE]	7 Lyons Range, Kolkata - 700001

(e) **Stock Code/Listing of Shares**

Name of the Stock Exchanges [where the Company's Shares are	Date of Listing of 5,59,05,402 Equity Shares of Rs.5/- each of the Company	Date of Listing of 4,25,25,000 Equity Shares of Rs.5/- each of the Company	Date of Listing of 99,07,305 Equity Shares of Rs.5/- each of the Company	Date of Listing of 11,18,028 Equity Shares of Rs.5/- each of the Company	Stock Code
BSE	28.07.2005	21.08.2006	09.11.2006	01.08.2008	532654
NSE	29.07.2005	28.08.2006	09.11.2006	18.08.2008	MCLEODRUSS
CSE	23.08.2005	31.08.2006	16.11.2006	24.09.2008	10023930

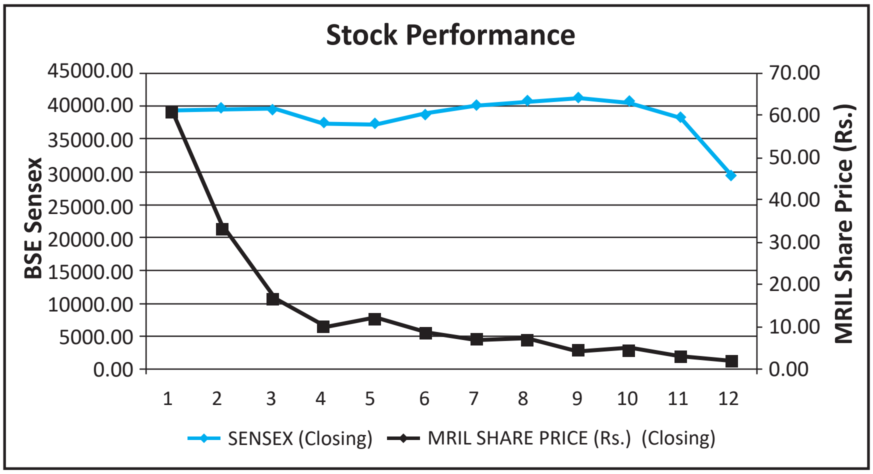
Demat ISIN for NSDL & CDSL: INE 942G01012

(f) **Market Price Data:**

Month	Bombay Stock Exchange				National Stock Exchange	
	High Price Rs.	Low Price Rs.	Close Price Rs.	BSE Sensex (Closing)	High Price Rs.	Low Price Rs.
April 2019	94.00	61.15	61.15	39031.55	89.90	61.00
May 2019	58.75	28.5	33.4	39714.20	58.70	28.50
June 2019	34.00	14.70	16.55	39394.64	34.50	14.70
July 2019	16.25	9.25	10.25	37481.12	16.25	9.15
August 2019	12.91	9.58	12.13	37332.79	12.90	9.60
September 2019	12.58	8.65	8.73	38667.33	12.65	8.55
October 2019	8.77	6	7.03	40129.05	9.00	5.95
November 2019	7.96	6.09	6.98	40793.81	7.95	6.10
December 2019	7.44	3.88	4.66	41253.74	7.55	3.90
January 2020	5.77	4.42	4.53	40723.49	5.75	4.40
February 2020	5.11	3.01	3.06	38297.29	5.15	3.30
March 2020	3.15	1.84	2.08	29468.49	3.15	1.85

(g) Performance in comparison to BSE Sensex

Share Price Performance (April 2019 to March 2020)



(h) In case the Securities suspended from trading – Not Applicable

(i) Registrar and Share Transfer Agents

In accordance with the SEBI directive vide Circular Nos. D&CC/FITTC/CIR-15/2002 dated 27th December 2002 the Company appointed the following SEBI registered Agency as the Common Registrar and Share Transfer Agents of the Company for both the Physical and Dematerialized segments with effect from 14th March 2005:-

Maheshwari Datamatics Pvt Ltd.
23 R. N. Mukherjee Road, 5th Floor
Kolkata – 700001.
TEL : (033) 2248-2248; 2243-5029; 2231-6839
FAX : (033) 2248-4787
E-MAIL : info@mdpl.in; mdpldc@yahoo.com

(j) Share Transfer System

The requests for transfer of shares held in physical mode should be lodged at the Corporate Office of the Company's Registrar & Share Transfer Agents, Maheshwari Datamatics Private Limited (Registered with SEBI), 23 R. N. Mukherjee Road, 5th Floor, Kolkata - 700001 or at the Registered Office of the Company. The Board of Directors has unanimously delegated the powers of share transfer, transmission, sub-division, consolidation and issue of duplicate Share Certificate/s to a Share Transfer Committee in order to expedite transfer, transmission etc. in the physical form. During the year the Committee met frequently for approving Share Transfers and for other related activities. Share Transfers are registered and returned in the normal course within an average period of 14 days, if the transfer documents are found technically in order and complete in all respects.

The Company conducts a weekly review of the functions of the Registrar and Share Transfer Agent for upgrading the level of service to the Shareholders. Weekly review is also conducted on the response to the Shareholders pertaining to their communication and grievances, if any.

Transfer of Unclaimed Shares to Unclaimed Suspense Account

In terms of a Scheme of Arrangement with a Company and Schemes of Amalgamation for amalgamation of two Companies with the Company, the Company had allotted and dispatched share certificates to the eligible Shareholders of the said Companies. Some of the said share certificates were returned undelivered to the Company and were lying with Maheshwari Datamatics Private Limited, the Registrar and Share Transfer Agents of the Company as unclaimed. In terms of Regulation 39(4) and Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 three reminders were sent by the Company to the Shareholders whose shares were returned undelivered. In terms of the aforesaid Regulation, the 3,94,893 shares which remained unclaimed till 31st March 2017, had been transferred and credited in the demat account of McLeod Russel India Limited – Unclaimed Suspense Account opened with a depositary participant namely, Integrated Enterprise (India) Limited on 1st June 2017. The details of such shares had been uploaded on the website of the Company at https://www.mcleodrussel.com/investors/iepf-suspense-account.aspx

The Summary of shares which remained unclaimed lying in the demat account of McLeod Russel India Limited – Unclaimed Suspense Account as on 31st March 2020 is given below:

Particulars	Number of Shareholders	No. of Equity Shares
Aggregate number of Shareholders and the outstanding Shares in Unclaimed Suspense Account lying as on 01.04.2019	323	57,496
No. of Shareholders who approached the Company for transfer of Shares from Unclaimed Suspense Account during the year	2	299
No. of Shareholders to whom Shares were transferred from the Unclaimed Suspense Account during the year	(2)	(299)
No. of Shareholders and number of Shares held by them which were transferred to IEPF Authority during the year as per Section 124 of the Companies Act, 2013	-	-
Aggregate number of Shareholders and the outstanding Shares in Unclaimed Suspense Account lying as on 31.03.2020	321	57,197

The voting rights on the Shares outstanding in the Unclaimed Suspense Account as on 31st March 2020 shall remain frozen till the rightful owner of such Shares claims the Shares.

Transfer of unpaid and unclaimed dividend to Investor Education and Protection Fund

The Company has transferred the unpaid and unclaimed dividends declared up to financial years 2011-2012, from time to time, to the Investor Education and Protection Fund ('IEPF") established by the Central Government. Pursuant to the provisions of IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 9th September 2019 (date of last Annual General Meeting) on the website of the Company at the web link at http://www.mcleodrussel.com/investors/unclaimed-dividend-transferred-iepf.aspx

Unclaimed shares transferred to IEPF Authority

In line with the IEPF Rules, the Company sends reminder letter to all such shareholders, whose dividend has remained unpaid / unclaimed for a consecutive period of 7 years with a request to claim the dividends, failing which the shares would be transferred to the IEPF Authority on the due date which is available at the Company's website at http://www.mcleodrussel.com/pdf/investor/eq-iepf.pdf

Accordingly, all such shares in respect of which dividend had remained unclaimed for a consecutive period of 7 years from the financial years 2011-12 to 2018-2019 were transferred to the demat account of the IEPF authority. The details of such shares uploaded on the website of the Company www.mcleodrussel.com

The summary of shares lying in the demat account of IEPF Authority is given below:

Financial Year	No. of Shares transferred to IEPF authority
2009-10	6,41,766
2010-11	72,753
2011-12	95,577
Total	**8,10,096**

The procedure for claiming the unpaid dividend amount and shares transferred to the IEPF Authority is provided on the link: http://www.iepf.gov.in/IEPF/refund.html

(k) (i) Distribution of shareholding as on 31st March 2020

Size of holding	No. of holders (holding PAN)	Percentage	No. of Shares	Percentage
1 to 500	50029	82.3130	6336765	6.0665
501 to 1000	4732	7.7856	3779939	3.6187
1001 to 2000	2676	4.4028	4122168	3.9463
2001 to 3000	1031	1.6963	2640557	2.5279
3001 to 4000	475	0.7815	1714671	1.6415
4001 to 5000	435	0.7157	2066061	1.9779
5001 to 10000	751	1.2356	5650574	5.4095
10001 and above	650	1.0694	78145000	74.8116
Total	**60779**	**100.0000**	**104455735**	**100.0000**

(ii) Shareholding Pattern as on 31st March 2020

Sr. No.	Category	Number of Shareholders	No. of Shares held	% of holding
1	Promoters	17	2,82,02,813	26.9998
2	Mutual Funds/UTI	4	73,89,942	7.0747
3	Alternate Investment Funds	1	5	0.0000
4	Foreign Portfolio Investors	4	9,13,722	0.8747
5	Financial Institutions/Banks	57	52,132	0.0499
6	Insurance Companies	3	24,02,753	2.3003
7	Central Government/State Government(s)	1	112	0.0001
8	Resident Individuals	59,140	5,37,68,028	51.4745
9	NBFCs Registered with RBI	2	1,13,400	0.1086
10	Investor Education and Protection Fund Authority	1	7,14,353	0.6839
11	Bodies Corporate	564	85,31,544	8.1676
12	Clearing Member	63	7,48,408	0.7165
13	Non Resident Individuals	881	13,28,810	1.2721
14	Domestic Corporate Unclaimed Shares Account	1	57,197	0.0548
15	Trusts	9	6,116	0.0059
16	Foreign Company	2	1,36,350	0.1305
17	Foreign National	29	90,050	0.0862
	Total:	60779	10,44,55,735	100.0000

(l) Dematerialization of shares and liquidity

The Company's Shares form part of the SEBI's Compulsory Demat segment for all Shareholders/investors. The Company has established connectivity with both the Depositories viz. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] through the Registrar, Maheshwari Datamatics Private Limited, 23 R. N. Mukherjee Road, 5th Floor, Kolkata 700001. Requests for dematerializations of shares are processed and confirmations are given to the respective Depositories within the prescribed time. 98.6784 % Shares of the Company are in dematerialized form.

(m) Outstanding GDRs or ADRs or Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs or ADRs or Warrants or any convertible instruments.

(n) Commodity price risk or foreign exchange risk and hedging activities

The Company being a major exporter of Tea, is involved in forward sale of a part of the foreign exchange earned by it based on past performance as also in interest swap activities following the Risk Management Policy on Foreign Exchange and Derivative Transactions framed by it. The Board monitors the foreign exchange exposures on a quarterly basis and necessary steps are taken to limit the risks of adverse exchange rate movement.

(o) Plant Locations:

Tea manufacturing plants are located at the following Tea Estates –

Locations	Tea Estates
ASSAM:-	
BISHNAUTH	DEKORAI, MIJICAJAN, MONABARIE, PERTABGHUR, NILPUR

Locations	Tea Estates
DHUNSERI	BEHORA, BUKHIAL
EAST BOROI	BEHALI, BOROI, DUFFLAGHUR, HALEM, NYA GOGRA
JORHAT	HUNWAL
MANGALDAI	ATTAREEKHAT, BHOOTEACHANG, BORENGAJULI, CORRAMORE, DIMAKUSI, PANEERY
MARGHERITA	BOGAPANI, DEHING, DIROK, MARGHERITA, NAMDANG
MORAN	RAJMAI
THAKURBARI	PHULBARI, RUPAJULI, TARAJULIE, TEZPORE & GOGRA
TINGRI	DIRIAL, ITAKHOOLI, KEYHUNG
WEST BENGAL:-	
DOOARS	CENTRAL DOOARS, MATHURA
GUWAHATI, ASSAM	BLENDING UNIT - EPIP, AMINGAON, GUWAHATI, ASSAM

(p) Address for correspondence

Any assistance regarding Share transfers and transmission, change of address, non-receipt of share certificate/duplicate share certificate, demat and other matters for redressal of all share-related complaints and grievances, the Members are requested to write to or contact the Registrar & Share Transfer Agents or the Share Department of the Company for all their queries or any other matter relating to their shareholding in the Company at the addresses given below:

i) The Company's Registered Office at :

McLeod Russel India Limited
Corporate Identity Number (CIN):L51109WB1998PLC087076
Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata – 700001.
TEL : 033-2210-1221, 033-2243-5391, 033-2248-9434, 033-2248-9435
FAX : 91-33-2248-3683, 91-33-2248-8114, 91-33-2248-6265
E-Mail: administrator@mcleodrussel.com

ii) Registrar and Share Transfer Agents' Offices at:

Registered Office:	**Corporate Office:**
Maheshwari Datamatics Pvt Ltd. 6 Mangoe Lane, Surendra Mohan Ghosh Sarani, 2nd Floor, Kolkata – 700001 Tel.: (033) 2248-5809 E-mail: info@mdpl.in; mdpldc@yahoo.com	**Maheshwari Datamatics Pvt Ltd.** 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001. Tel.: (033) 2248-2248; 2243-5029; 2231-6839, Fax: (033) 2248-4787 E-mail: info@mdpl.in; mdpldc@yahoo.com

In case of any difficulty, the Compliance Officer at the Registered Office of the Company may be contacted.
Special E-mail Id.: investors@mcleodrussel.com.

q) The list of credit ratings obtained by the Company along with revisions thereto during the financial year 2019-20 are as follows:-

Name of Rating Agency	Name of Programme	Date of obtaining credit rating	Credit Rating	Date of revision	Revised Credit Rating	Date of further revision	Revised Credit Rating	Date of further revision	Revised Credit Rating
ICRA Ltd.	Long-term borrowings	29th March 2019	ICRA A	6th May 2019	ICRA BBB Minus	14th June 2019	ICRA B Minus	1st July 2019	ICRA D
	Short-term borrowings	29th March 2019	ICRA A2 Plus	6th May 2019	ICRA A3	14th June 2019	ICRA A4	1st July 2019	ICRA D
	Commerical Paper Programme	Nil							

The details of Credit Ratings are available at the Company's website at the web link https://www.mcleodrussel.com/pdf/investor/shareholder-communication

(10) OTHER DISCLOSURES

(a) Disclosures on materially significant related party transactions having potential conflict: Nil.

(b) Compliance of Laws & Regulations relating to Capital Markets

The Company has complied with all the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the financial year. No penalties or strictures were imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority, on any matter relating to the capital markets during the financial years ended 31st March 2018, 31st March 2019. However during the FY ending 31st March, 2020 pursuant to non-compliance, the National Stock Exchange of India Limited and BSE Limited imposed fine upon the Company under regulations 33(d) and 33(e) of SEBI (LODR) Regulations, 2015 amounting Rs. 1,50,000/- plus GST each and under regulation 13(3) of SEBI (LODR) Regulations, 2015 amounting Rs. 4,000/- plus GST each.

(c) Whistle Blower Policy/Vigil Mechanism

The Company has a Whistle Blower Policy, which is available at the Company's website at the web link at http://www.mcleodrussel.com/pdf/investor/policies/whistle.pdf and no personnel has been denied access to the Audit Committee.

(d) Compliance with Mandatory requirements and adoption of Non-mandatory requirements

All the mandatory requirements of Listing Regulations have been appropriately complied with and the compliances of the non-mandatory are given below. The Company has executed the fresh Agreements with BSE, NSE and CSE as required under the newly enacted Listing Regulations.

Compliance of Non-Mandatory Requirements

Shareholder Rights – Half yearly results

Half-yearly Results are published in prominent dailies which inter alia, included Business Standard (English/The Economic Times (English)/ Financial Express(English) and Aajkal (Bengali) in the form prescribed by the Stock Exchanges from time to time and the same are not sent to the Shareholders of the Company but hosted on the Company's website at the web link at http://www.mcleodrussel.com/investors/financial-results.aspx

Modified Opinion in Audit Report

The Auditors of the Company have furnished their Audit Report in respect of the Financial Results for the Financial Year ended 31st March 2020 with modified opinion.

Reporting of Internal Auditors

The Internal Auditors of the Company are Independent and their Reports are placed before the Audit Committee.

(e) & (f) Web Links

The Company has formulated a Policy for determining Material Subsidiaries to ensure governance of material subsidiary companies, which is available on Company's website at the web link at http://www.mcleodrussel.com/pdf/investor/policies/material.pdf

In terms of the requirements of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is available on Company's website at the web link at http://www.mcleodrussel.com/pdf/investor/

policies/related-party-transaction-policy.pdf

In terms of the requirement of Listing Regulations, your company has formulated a Policy on Preservation of documents which is available on Company's website at the web link at http://www.mcleodrussel.com/pdf/investor/policies/preservation-policy.pdf

(g) Commodity price risk and commodity hedging activities

The Company is engaged in growing, manufacturing and selling of Tea. Green leaf is the principal raw material of the Company, a major part of which is grown in the Tea Estates owned by the Company. The Company also procures green leaves from the out growers at the prevailing market price. The management monitors the price and supply of green leaf and takes necessary steps to minimize the price risk. The Company sells the tea produced by it through Auction, by way of export and private sale.

(h) The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under regulation 32(7A) during the year under review.

(j) The Company has received a Certificate from Mr. A. K. Labh of Messrs. A. K. Labh & Co., a Company Secretary in practice confirming that none of the Directors of the Company have been debarred or disqualified by from being appointed or continuing as Directors of Companies by the SEBI/ Ministry of Corporate affairs or any such statutory authority is enclosed as a part of Annual Report.

(k) The total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm / network entity of which the statutory auditor is a part is provided in note no.38.3 of the financial statements of the Company.

(11) COMPLIANCE OF CORPORATE GOVERNANCE REQUIREMENTS

The Company has duly complied with the Corporate Governance requirements and there is no Non-Compliance of any requirement of Corporate Governance Report covered under sub-paras (2) to (10) of the Part C of Schedule V of the Listing Regulations.

(12) DISCRETIONARY REQUIREMENTS:DETAILS GIVEN IN CLAUSE 10(D) ABOVE.

(13) DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The Company has duly complied with the Corporate Governance requirements as specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

(14) DECLARATION AS REQUIRED UNDER REGULATION 34(3) AND SCHEDULE V OF THE LISTING REGULATIONS

All Directors and senior management personnel of the Company have affirmed compliance with Company's Code of Conduct for the financial year ended 31st March, 2021.

For and on behalf of the Board

Aditya Khaitan	**Azam Monem**
Chairman & Managing Director	Wholetime Director
DIN - 00023788	DIN - 00023799

Place: Kolkata
Date: 11th November 2020

Declaration Regarding Compliance By The Board Members And Senior Management Personnel With The Company's Codes of Conduct

This is to confirm that the Company has adopted two separate Codes of Conduct to be followed by the Members of the Board and Senior Management Personnel of the Company respectively. Both these Codes are available on the Company's website.

I confirm that the Company has in respect of the financial year ended 31 March 2020 received from the Members of the Board and Senior Management Personnel, a Declaration of Compliance with the Code of Conduct as applicable to them.

McLeod Russel India Limited
Aditya Khaitan
Chairman & Managing Director
DIN: 00023788

Place: Kolkata
Date: 11th November 2020

Annexure - III

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

To the Members of

McLeod Russel India Limited

Introduction

1. The Corporate Governance Report prepared by McLeod Russel India Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub - regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended 31st March, 2020, and the said Report will be submitted by the Company to the Stock Exchanges as part of the Annual Report.

Managements' Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditors' judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:

   a) Read and understood the information prepared by the Company and included in its Corporate Governance Report;

   b) Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;

   c) Obtained and read the Register of Directors as on 31st March, 2020 and verified that at least one independent woman director was on the Board of Directors throughout the year;

   d) Obtained and read the minutes of the following committee meetings / other meetings held from 1st April, 2019 to 31st March, 2020:

      i. Board of Directors;

      ii. Audit Committee;

      iii. Annual General Meeting (AGM);

      iv. Nomination and Remuneration Committee;

      v. Stakeholders Relationship Committee;

   e) Obtained necessary declarations from the directors of the Company

   f) Obtained the schedule of related party transactions during the year and balances at the year-end. Obtained and read the minutes of the audit committee meeting wherein such related party transactions have been pre-approved by the audit committee.

g) Performed necessary inquiries with the management and also obtained necessary specific representations from management.

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

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended 31st March, 2020, referred to in paragraph 4 above.

Other Matters and Restriction on use

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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

For Lodha & Co
Chartered Accountants
Firm ICAI Registration No.:301051E

R. P. Singh
Partner
Membership No: 052438
UDIN:20052438AAAADJ7692

Place : Kolkata
Date : 11th November, 2020

Annexure IV

Dividend Distribution Policy

PREAMBLE

In terms of Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements), 2015, McLeod Russel India Limited (the Company), is required to formulate a dividend distribution policy which would establish parameters of declaring dividend by the Company.

OBJECTIVE

This Dividend Policy is formulated to establish the circumstances under which the shareholders of the Company may or may not expect dividend, the financial parameters that shall be considered while declaring dividend, internal and external factors that shall be considered for declaration of dividend, policy as to how the retained earnings shall be utilized and parameters that shall be adopted with regard to the classes of shares, if any.

Parameters of Dividend Distribution Policy

a) The circumstances under which the shareholders of the Company may or may not expect dividend

The Board of the Company would consider the performance and results of the Company as at the end of the financial year and at its discretion may recommend dividend to the shareholders of the Company. Depending on the financial performance, future requirements, the Board at its discretion may also declare interim dividend pursuant to the applicable provisions of the Companies Act, 2013.

While distributing the profits of the Company to the shareholders the Board would ensure fairness, consistency and sustainability.

b) The financial parameters that shall be considered while recommending dividend

The following financial parameters would be considered while recommending dividend of the Company:-

- Profits of the Company for the relevant financial year
- Future outlook aligning with the internal and external circumstances persisting
- Cash Flow position of the Company considering the solvency ratios
- Opportunity to plough back profits, capital expenditure, investment needs and other opportunities to use the cash of the Company in the future
- Consideration towards contingencies and uncertain future events

c) Internal and external factors that shall be considered for recommendation of dividend

The following internal and external factors would be considered for recommendation of dividend:-

Internal Factors:-

- The growth in the profits would be considered in comparison to the earlier years and also the budgets of the Company.
- Present and future cash flow requirements considering various expansion plans of the Company.
- Reserves of the Company
- Revenues of the Company and growth in future
- Position of financial liabilities including contingent liabilities
- Short and Long term investments of the Company
- Capital expenditure
- Liquidity and solvency ratios
- Any other important parameter which the Board may deem fit.

External Factors:

- Operational cycles and business environment of the Company
- Economic Scenario in the national and international context
- Cost of Debt and other fund raising options prevailing in the market
- Rates of taxation and inflation rates
- Outlook of the industry prevailing presently as well as in the future
- Market expectation
- Government policy reforms whether industry specific or otherwise

d) Policy as to how the retained earnings shall be utilized;

The retained earnings of the Company would be utilised for any one or more of the following purpose:-

- Capital Expenditure of the Company
- Working capital of the Company
- Growth and Expansion whether, organic or inorganic or otherwise
- Acquisitions and investments
- Further Investment in existing business
- Dividend Payment
- Buy Back
- Capital Reduction or any other Capital restructuring
- Other Capitalisation Purposes
- General Corporate Purpose
- Any other purpose as the Board may deem fit.

Amendments & Disclosure

In the event the Board proposes not to recommend dividends, the reason thereof would be disclosed in the Annual Report of the Company.

The Policy would be disclosed in the Annual Report of the Company as well as on the website of the Company.

The Board reserves the right to review this policy at its discretion and the amendments or revisions in the policy would be disclosed in the Annual Report as well as on the website of the Company.

Annexure V

Remuneration Policy

1. PREAMBLE

Section 178 of the Companies Act, 2013 requires every Listed Company and certain other class of Companies to adopt a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Committee set up, pursuant to above Section is to formulate the criteria for determining qualifications and positive attributes and independence of a Director and recommend to the Board the above Policy for adoption. SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ('Listing Regulation') also contains a similar provision. Additionally it requires, a Policy on Board diversity. The Company is also required to disclose the Remuneration Policy in its Annual Report.

2. POLICY

In compliance of the above requirements the Board of Directors of McLeod Russel India Limited ('MRIL'), being a Listed Company, has adopted this Remuneration Policy which would be reviewed at regular intervals by the Nomination and Remuneration Committee of the Board.

3. POLICY OBJECTIVES

The aims and objectives of the Policy may be summarised as under:-

3.1 The Remuneration Policy aims to enable the company to attract, retain and motivate appropriately qualified Persons/ Members for the Board and Executive level.

3.2 The Remuneration Policy seeks to enable the Company to provide a well-balanced and performance related compensation package, taking into account Shareholder interests, industry standards and relevant Indian corporate regulations.

3.3 The Remuneration Policy seeks to ensure that the interests of the Board Members and Executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the Company and will be consistent with the "pay-for-performance"principle.

3.4 The Remuneration Policy will ensure that the remuneration to Directors and Executives involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

4 PRINCIPLES OF REMUNERATION

I. **TRANSPARENCY:** The process of remuneration management shall be transparent, unbiased and impartial and conducted in good faith and in accordance with appropriate levels of confidentiality.

II. **PERFORMANCE DRIVEN REMUNERATION:** The Company should follow the culture of performance driven remuneration by way of implementation of performance incentive system and annual assessment.

III. **AFFORDABILITY AND SUSTAINABILITY:** The Company shall ensure that the remuneration at various levels is affordable and is capable of being sustained.

IV. **FLEXIBILITY:** While the remuneration packages at various levels should be standardized, there should be enough scope to make it flexible with a view to reward candidates with exceptional qualities and competence.

V. **INTERNAL EQUITY:** The Company shall strive to remunerate the Board Members and other Executives in terms of their roles and responsibilities undertaken within the Organisation. Their contribution and value addition for the growth of the Company shall be counted while fixing their remuneration and subsequent promotion. The same principle shall also be observed for other Executives.

VI. **EXTERNAL EQUITY:** With a view to retain the best talents, the Company shall on a continuous basis procure information relating to market trend of remuneration packages being offered by various Companies in the same sector and try to match the remuneration accordingly.

VII. **NON-MONETARY BENEFITS:** The Company may consider extending certain Non-monetary Benefits with a view to offer social security to the families of the present and the past employees of the Company.

5 REMUNERATION FOR DIRECTORS IN WHOLETIME EMPLOYMENT

The Board of Directors subject to the approval of the Shareholders at a General Meeting approves the remuneration payable to the Wholetime Directors and Managing Director ('Executive Directors') based on the recommendation of the Nomination and Remuneration Committee. Executive Directors' remuneration is reviewed annually against performance, keeping in view the size and complexity of business and challenges encountered during the period under review. In determining packages of remuneration,the Committee may consult the Chairman and/or external agencies. The remuneration package of the Executive Directors shall comprise of the following components.

a) Salary:

The basic salary shall be fixed within a salary grade which allows the Board to grant increments within a time frame of three years.

b) Bonus:

The Executive Directors may be granted bonus not exceeding 6 months' salary in a year, as may be approved by the Board.

c) Allowance:

In addition to basic salary, the Board may subject to/ pursuant to the approval of the shareholders at a general meeting, grant fixed and/or variable Allowance/ Allowances to the Executive Directors as the Board may deem fit.

d) Perquisites:

The perquisites to be offered to the Executive Directors shall include housing, car, medical, leave travel concession, leave encashment, club fees and other perquisites in terms of the Rules framed by the Nomination and Remuneration Committee for the Directors and/or the Rules applicable to the Senior Executives of the Company.

e) Retiral benefits:

The Executive Directors will be entitled to retiral benefits in terms of the Company's Policy for the Senior Management which will be in accordance with the applicable laws.

f) Sitting Fees:

The Executive Directors will not be entitled to any fee for attending the Meetings of the Board of Directors and Committees thereof.

6 REMUNERATION OF NON-EXECUTIVE DIRECTORS

I. Sitting Fees:

The Non-Executive Directors shall be paid Sitting Fees for attending the Board and Committee Meetings as may be approved by the Board based on the recommendation of the Nomination and Remuneration Committee subject to the ceiling fixed in the Articles of Association of the Company and the Companies Act, 2013. They will also be reimbursed travelling and out of pocket expenses on actual basis for attending the meetings.

II. Commission:

Subject to the approval of the Members at a General Meeting, the Board may decide to pay commission on net profits to the Non-Executive Directors subject to the ceiling stipulated in the Companies Act, 2013.

7 REMUNERATION OF KEY MANAGERIAL PERSONNEL AND OTHER EXECUTIVES

The Human Resource Department of the Company shall follow the principles of remuneration stated hereinabove while deciding on the remuneration structure of the Key

Managerial Personnel who are not Directors and for other Executives of the Company.

8 ROLE OF NOMINATION AND REMUNERATION COMMITTEE.

The role and responsibilities of the Nomination and Remuneration Committee shall be as prescribed in Section 178 of the Companies Act, 2013 and the Listing Regulation.

9 SELECTION OF BOARD MEMBERS

9.1 Nomination of a suitable person for appointment as a Director is a major responsibility of the Nomination and Remuneration Committee. The objective is to ensure that the Company's Board is competent at all points of time to be able to take decisions commensurate with the size and scale of operations and complexities of business. The Committee is to promptly identify candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board, after due consideration decides on the selection of the right candidate for appointment.

9.2 While considering nomination of candidates for appointment on the Board, the Nomination and Remuneration Committee will consider candidates not only from the field in which the Company operates but also from other professional areas like management, finance, accountancy, law, banking, merchant banking, etc., with the objective of maintenance of Board diversity. The Committee shall also consider the following qualifications like possessing basic academic qualification, requisite knowledge, experience and business skills that will benefit the Company and its business operations.

9.3 At the time of considering the candidates for appointment as Director the criteria for determining positive attributes shall inter alia include the following:-

Achiever, constructive, creative, decisive, deliberative,devoted, diligent, disciplined, dynamic, enterprising, focused, result oriented, self confident, sees the whole picture.

9.4 While considering candidates for appointment as an Independent Director, the Nomination and Remuneration Committee shall consider the criteria for determining independence of a candidate as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder as also in the Listing Regulation.

10. APPROVAL AND PUBLICATION

This Remuneration Policy has been adopted by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee. The particulars of the Policy shall be published in the Report of the Board of Directors in terms of the Companies Act, 2013.

11. OTHER PROVISIONS

Any matter not provided for in this Policy shall be dealt with in accordance with the provisions in the Articles of Association of the Company, relevant state laws and other applicable laws and regulations. The right to interpret this Policy shall vest in the Board of Directors of the Company.

Annexure VI

Form No. MGT -9
Extract of Annual Return

as on the financial year ended on 31st March 2020

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

I REGISTRATION AND OTHER DETAILS:

i)	CIN	L51109WB1998PLC087076
ii)	Registration Date	05/05/1998
iii)	Name of the Company	McLeod Russel India Limited
iv)	Category / Sub-Category of the Company:	Public Company; Company having Share Capital
v)	Address of the Registered office and contact details	Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata – 700 001; Telephone: 033-2210-1221;033-2248-9434/35
vi)	Whether listed company	Yes; The shares of the Company are listed on BSE, NSE and CSE
vii)	Name, Address and Contact details of Registrar and Share Transfer Agent, if any :	**M/s. Maheshwari Datamatics Pvt. Ltd.** 23, R.N Mukherjee Road, 5th Floor, Kolkata - 700001. Tel. : (033) 2243-5029; 2243-5809; 2248-2248 Fax : (033) 2248-4787 E-mail: mdpldc@yahoo.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Cultivation, manufacture and sale of tea	01271; 10791; 46306	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Borelli Tea Holdings Limited, Woodlands, 79, High Street, Greenhithe, Kent, DA9 9NL, U.K.	N.A.	Wholly Owned Subsidiary	100%	2(87)
2	Phu Ben Tea Company Limited, Thanh Ba Town, Thanh Ba District, Phu Tho Province, S. R. Vietnam	NA	Step down Subsidiary	100%	2(87)
3	McLeod Russel Uganda Limited, Mwenge Central Offices, Mwenge Estate, Kyarusozi, Kyenjojo District, P.O. Box 371, Fort Portal, Uganda	NA	Step down Subsidiary	100%	2(87)
4	McLeod Russel Middle East DMCC, Unit No DTTC-G-029, DTTC Building, Plot No. S 10814, Jebel Ali Free zone-South, Dubai, UAE	NA	Step down Subsidiary	100%	2(87)
5	McLeod Russel Africa Limited, Kenya- Re Towers, P.O. Box 1243-001000 Nairobi, Kenya	NA	Step down Subsidiary	100%	2(87)
6	D1 Williamson Magor Bio Fuel Limited	U40107WB 2006 PLC 111183	Associate	34.30%	2(6)

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category-wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year [As on 01/Apr/2019]				No of Shares held at the end of the year [As on 31/Mar/2020]				% change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	156973	0	156973	0.1503	156973	0	156973	0.1503	0.0000
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	27385308	0	27385308	26.2171	28045840	0	28045840	26.8495	0.6324
e) Banks/Fi	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	27542281	0	27542281	26.3674	28202813	0	28202813	26.9998	0.6324
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	17067500	0	17067500	16.3395	0	0	0	0.0000	-16.3395
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	17067500	0	17067500	16.3395	0	0	0	0.0000	-16.3395
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	44609781	0	44609781	42.7069	28202813	0	28202813	26.9998	-15.7071
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	14025526	0	14025526	13.4272	7389942	0	7389942	7.0747	-6.3525
b) Banks/FI	2718504	36861	2755365	2.6378	15935	36197	52132	0.0499	-2.5879
c) Central Govt	0	112	112	0.0001	0	112	112	0.0001	0.0000
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	0	0	0	0.0000	2402753	0	2402753	2.3003	2.3003
g) FIIs	97756	0	97756	0.0936	0	0	0	0.0000	-0.0936
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Alternate Investment Funds	0	5	5	0.0000	0	5	5	0.0000	0.0000
Foreign Portfolio Investors	24168398	0	24168398	23.1375	913722	0	913722	0.8747	-22.2628
Provident Funds / Pension Funds	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-total(B)(1):-	41010184	36978	41047162	39.2962	10722352	36314	10758666	10.2997	-28.9965
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	1816674	36791	1853465	1.7744	8496512	35032	8531544	8.1676	6.3932
ii) Overseas	136350	0	136350	0.1305	136350	0	136350	0.1305	0.0000
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	12093790	1256030	13349820	12.7804	27898191	1177294	29075485	27.8352	15.0548
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1675644	24400	1700044	1.6275	24668143	24400	24692543	23.6392	22.0117
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	468257	17423	485680	0.4650	1311387	17423	1328810	1.2721	0.8071
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Custodian of Enemy Property	-	-	-	-	-	-	-	-	-
Foreign Nationals	0	90050	90050	0.0862	0	90050	90050	0.0862	0.0000
Clearing Members	261417	0	261417	0.2503	748408	0	748408	0.7165	0.4662
Trusts	6382	21	6403	0.0061	6095	21	6116	0.0059	-0.0002
Foreign Bodies-D R	-	-	-	-	-	-	-	-	-

Category of Shareholders	No of Shares held at the beginning of the year [As on 01/Apr/2019]				No of Shares held at the end of the year [As on 31/Mar/2020]				% change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Foreign Portfolio Investors									
NBFCs registered with RBI	143548	0	143548	0.1374	113400	0	113400	0.1086	-0.0288
Employee Trusts	-	-	-	-	-	-	-	-	-
Domestic Corporate Unclaimed Shares Account	57496	0	57496	0.0550	57197	0	57197	0.0548	-0.0002
Investor Education and Protection Fund Authority	714519	0	714519	0.6840	714353	0	714353	0.6839	-0.0001
Sub-total(B)(2):-	17374077	1424715	18798792	17.9968	64150036	1344220	65494256	62.7005	44.7037
Total Public Shareholding (B)=(B)(1)+ (B)(2)	58384261	1461693	59845954	57.2930	74872388	1380534	76252922	73.0002	15.7072
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**102994042**	**1461693**	**104455735**	**100.0000**	**103075201**	**1380534**	**104455735**	**100.0000**	**0.0000**

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01/Apr/2019]			Shareholding at the end of the year [As on 31/Mar/2020]			% change in share holding during the Year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	ICHAMATI INVESTMENTS LTD	56710	0.0543	0.0000	17124210	16.3937	99.6688	16.3394
2	WILLIAMSON MAGOR AND CO LIMITED	11660946	11.1635	16.6416	8967253	8.5847	100.0000	-2.5788
3	WILLIAMSON FINANCIAL SERVICES LIMITED	5898725	5.6471	100.0000	1233725	1.1811	100.0000	-4.4660
4	BISHNAUTH INVESTMENTS LIMITED	3971108	3.8017	92.8985	415000	0.3973	100.0000	-3.4044
5	UNITED MACHINE CO LTD	129927	0.1244	0.0000	129927	0.1244	0.0000	0.0000
6	BABCOCK BORSIG LIMITED	995989	0.9535	90.3624	95989	0.0919	0.0000	-0.8616
7	YASHODHARA KHAITAN	72504	0.0694	0.0000	72504	0.0694	0.0000	0.0000
8	KILBURN ENGINEERING LTD	66666	0.0638	0.0000	66666	0.0638	0.0000	0.0000
9	B M KHAITAN	36588	0.0350	0.0000	36588	0.0350	0.0000	0.0000
10	ADITYA KHAITAN	17272	0.0165	0.0000	17272	0.0165	0.0000	0.0000
11	AMRITANSHU KHAITAN	15000	0.0144	0.0000	15000	0.0144	0.0000	0.0000
12	NITYA HOLDINGS & PROPERTIES LTD	10000	0.0096	0.0000	10000	0.0096	0.0000	0.0000
13	ISHA KHAITAN	7500	0.0072	0.0000	7500	0.0072	0.0000	0.0000
14	VANYA KHAITAN	5909	0.0057	0.0000	5909	0.0057	0.0000	0.0000
15	DUFFLAGHUR INVESTMENTS LIMITED	3030	0.0029	0.0000	3030	0.0029	0.0000	0.0000
16	KAVITA KHAITAN	2200	0.0021	0.0000	2200	0.0021	0.0000	0.0000
17	EVEREADY INDUSTRIES INDIA LIMITED	40	0.0000	0.0000	40	0.0000	0.0000	0.0000
18	ZEN INDUSTRIAL SERVICES LIMITED	85366	0.0817	0.0000	0	0.0000	0.0000	-0.0817
19	WOODSIDE PARKS LIMITED	4506801	4.3146	100.0000	0	0.0000	0.0000	-4.3146
20	KAMAL KISHORE BAHETI	17067500	16.3395	0.0000	0	0.0000	0.0000	-16.3395
	TOTAL	**44609781**	**42.7069**	**37.9630**	**28202813**	**26.9998**	**98.1586**	**-15.7071**

iii) Change in Promoters' Shareholding for the financial year 2019-20

Sl. No	Name	Shareholding at the beginning [01/Apr/19]/ end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	DUFFLAGHUR INVESTMENTS LIMITED				
	01-04-2019	3030	0.0029		
	31-03-2020	3030	0.0029	3030	0.0029
2	EVEREADY INDUSTRIES INDIA LIMITED				
	01-04-2019	40	0.0000		
	31-03-2020	40	0.0000	40	0.0000
3	ICHAMATI INVESTMENTS LTD				
	01-04-2019	56710	0.0543		
	06/09/2019 - Transfer	17067500	16.3395	17124210	16.3937
	31-03-2020	17124210	16.3937	17124210	16.3937
4	UNITED MACHINE CO LTD				
	01-04-2019	129927	0.1244		
	31-03-2020	129927	0.1244	129927	0.1244
5	WILLIAMSON MAGOR & CO LIMITED				
	01-04-2019	11660946	11.1635		
	21/06/2019 - Transfer	-805570	0.7712	10855376	10.3923
	05/07/2019 - Transfer	-1888123	1.8076	8967253	8.5847
	31-03-2020	8967253	8.5847	8967253	8.5847
6	WOODSIDE PARKS LIMITED				
	01-04-2019	4506801	4.3146		
	03/05/2019 - Transfer	-2142339	2.0510	2364462	2.2636
	10/05/2019 - Transfer	-2000000	1.9147	364462	0.3489
	17/05/2019 - Transfer	-364462	0.3489	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
7	WILLIAMSON FINANCIAL SERVICES LIMITED				
	01-04-2019	5898725	5.6471		
	21/06/2019 - Transfer	-720330	0.6896	5178395	4.9575
	28/06/2019 - Transfer	-1900000	1.8190	3278395	3.1385
	12/07/2019 - Transfer	-2044670	1.9575	1233725	1.1811
	31-03-2020	1233725	1.1811	1233725	1.1811
8	ZEN INDUSTRIAL SERVICES LIMITED				
	01-04-2019	85366	0.0817		
	21/06/2019 - Transfer	-85366	0.0817	0	0.0000
	31-03-2020	0	0.0000	0	0.0000

Sl. No	Name	Shareholding at the beginning [01/Apr/19]/ end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	BABCOCK BORSIG LIMITED				
	01-04-2019	995989	0.9535		
	14/06/2019 - Transfer	-525900	0.5035	470089	0.4500
	21/06/2019 - Transfer	-374100	0.3581	95989	0.0919
	31-03-2020	95989	0.0919	95989	0.0919
10	KILBURN ENGINEERING LTD				
	01-04-2019	66666	0.0638		
	31-03-2020	66666	0.0638	66666	0.0638
11	BISHNAUTH INVESTMENTS LIMITED				
	01-04-2019	3971108	3.8017		
	14/06/2019 - Transfer	-3274100	3.1344	697008	0.6673
	05/07/2019 - Transfer	-282008	0.2700	415000	0.3973
	31-03-2020	415000	0.3973	415000	0.3973
12	NITYA HOLDINGS & PROPERTIES LTD				
	01-04-2019	10000	0.0096		
	31-03-2020	10000	0.0096	10000	0.0096
13	KAMAL KISHORE BAHETI (BORELLI TEA HOLDINGS LTD.)				
	01-04-2019	17067500	16.3395		
	06/09/2019 - Transfer	-17067500	16.3395	100	0.0001
	31-03-2020	0	0.0000	0	0.0000
14	YASHODHARA KHAITAN				
	01-04-2019	72504	0.0694		
	31-03-2020	72504	0.0694	72504	0.0694
15	ADITYA KHAITAN				
	01-04-2019	17272	0.0165		
	31-03-2020	17272	0.0165	17272	0.0165
16	KAVITA KHAITAN				
	01-04-2019	2200	0.0021		
	31-03-2020	2200	0.0021	2200	0.0021
17	B M KHAITAN				
	01-04-2019	36588	0.0350		
	31-03-2020	36588	0.0350	36588	0.0350

Sl. No	Name	Shareholding at the beginning [01/Apr/19]/ end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
18	AMRITANSHU KHAITAN				
	01-04-2019	15000	0.0144		
	31-03-2020	15000	0.0144	15000	0.0144
19	ISHA KHAITAN				
	01-04-2019	7500	0.0072		
	31-03-2020	7500	0.0072	7500	0.0072
20	VANYA KHAITAN				
	01-04-2019	5909	0.0057		
	31-03-2020	5909	0.0057	5909	0.0057

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

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ICICI PRUDENTIAL MULTI-ASSET FUND				
	01-04-2019	3996186	3.8257		
	31-03-2020	3996186	3.8257	3996186	3.8257
2	ADITYA BIRLA MONEY LIMITED				
	01-04-2019	5651	0.0054		
	05/04/2019 - Transfer	370	0.0004	6021	0.0058
	12/04/2019 - Transfer	528	0.0005	6549	0.0063
	19/04/2019 - Transfer	70	0.0001	6619	0.0063
	26/04/2019 - Transfer	490	0.0005	7109	0.0068
	03/05/2019 - Transfer	1009926	0.9668	1017035	0.9737
	10/05/2019 - Transfer	-996806	0.9543	20229	0.0194
	17/05/2019 - Transfer	357823	0.3426	378052	0.3619
	24/05/2019 - Transfer	-364388	0.3488	13664	0.0131
	31/05/2019 - Transfer	2424	0.0023	16088	0.0154
	07/06/2019 - Transfer	-2846	0.0027	13242	0.0127
	14/06/2019 - Transfer	-1685	0.0016	11557	0.0111
	21/06/2019 - Transfer	1819	0.0017	13376	0.0128
	28/06/2019 - Transfer	16820	0.0161	30196	0.0289

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	05/07/2019 - Transfer	-15661	0.0150	14535	0.0139
	12/07/2019 - Transfer	-450	0.0004	14085	0.0135
	19/07/2019 - Transfer	413	0.0004	14498	0.0139
	26/07/2019 - Transfer	-8609	0.0082	5889	0.0056
	02/08/2019 - Transfer	-1539	0.0015	4350	0.0042
	09/08/2019 - Transfer	572	0.0005	4922	0.0047
	16/08/2019 - Transfer	217	0.0002	5139	0.0049
	23/08/2019 - Transfer	-3484	0.0033	1655	0.0016
	30/08/2019 - Transfer	-495	0.0005	1160	0.0011
	06/09/2019 - Transfer	-309	0.0003	851	0.0008
	13/09/2019 - Transfer	-110	0.0001	741	0.0007
	20/09/2019 - Transfer	1014	0.0010	1755	0.0017
	27/09/2019 - Transfer	209	0.0002	1964	0.0019
	30/09/2019 - Transfer	-184	0.0002	1780	0.0017
	04/10/2019 - Transfer	-1507	0.0014	273	0.0003
	11/10/2019 - Transfer	827	0.0008	1100	0.0011
	18/10/2019 - Transfer	-80	0.0001	1020	0.0010
	25/10/2019 - Transfer	-720	0.0007	300	0.0003
	01/11/2019 - Transfer	-33	0.0000	267	0.0003
	08/11/2019 - Transfer	-267	0.0003	0	0.0000
	15/11/2019 - Transfer	824	0.0008	824	0.0008
	22/11/2019 - Transfer	-824	0.0008	0	0.0000
	29/11/2019 - Transfer	5425	0.0052	5425	0.0052
	06/12/2019 - Transfer	284	0.0003	5709	0.0055
	13/12/2019 - Transfer	-5659	0.0054	50	0.0000
	20/12/2019 - Transfer	13300	0.0127	13350	0.0128
	27/12/2019 - Transfer	-13350	0.0128	0	0.0000
	31/12/2019 - Transfer	28500	0.0273	28500	0.0273
	03/01/2020 - Transfer	-28400	0.0272	100	0.0001
	10/01/2020 - Transfer	-100	0.0001	0	0.0000
	24/01/2020 - Transfer	2000	0.0019	2000	0.0019
	31/01/2020 - Transfer	-1500	0.0014	500	0.0005
	07/02/2020 - Transfer	1171	0.0011	1671	0.0016
	14/02/2020 - Transfer	-1671	0.0016	0	0.0000
	28/02/2020 - Transfer	701	0.0007	701	0.0007
	06/03/2020 - Transfer	1299	0.0012	2000	0.0019
	13/03/2020 - Transfer	-2000	0.0019	0	0.0000
	27/03/2020 - Transfer	6400	0.0061	6400	0.0061
	31/03/2020 - Transfer	-2740	0.0026	3660	0.0035

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	GENERAL INSURANCE CORPORATION OF INDIA #				
	01-04-2019	1000000	0.9573		
	06/09/2019 - Transfer	-10827	0.0104	989173	0.9470
	13/09/2019 - Transfer	-55000	0.0527	934173	0.8943
	20/09/2019 - Transfer	-34173	0.0327	900000	0.8616
	31-03-2020	900000	0.8616	900000	0.8616
4	VISTRA ITCL INDIA LIMITED *				
	01-04-2019	0	0.0000		
	14/06/2019 - Transfer	2226535	2.1316	2226535	2.1316
	21/06/2019 - Transfer	779502	0.7463	3006037	2.8778
	28/06/2019 - Transfer	-1059301	1.0141	1946736	1.8637
	12/07/2019 - Transfer	2044670	1.9575	3991406	3.8211
	31-03-2020	3991406	3.8211	3991406	3.8211
5	THE NEW INDIA ASSURANCE COMPANY LIMITED				
	01-04-2019	958753	0.9179		
	31-03-2020	958753	0.9179	958753	0.9179
6	YES BANK LIMITED				
	01-04-2019	0	0.0000		
	24/05/2019 - Transfer	240	0.0002	240	0.0002
	05/07/2019 - Transfer	2170626	2.0780	2170866	2.0783
	02/08/2019 - Transfer	-735	0.0007	2170131	2.0776
	06/09/2019 - Transfer	-78203	0.0749	2091928	2.0027
	13/09/2019 - Transfer	-269695	0.2582	1822233	1.7445
	20/09/2019 - Transfer	-375233	0.3592	1447000	1.3853
	25/10/2019 - Transfer	-1056223	1.0112	390777	0.3741
	01/11/2019 - Transfer	-390777	0.3741	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
7	EDGBASTON ASIAN EQUITY TRUST #				
	01-04-2019	6273796	6.0062		
	07/06/2019 - Transfer	-15718	0.0150	6258078	5.9911
	09/08/2019 - Transfer	-121698	0.1165	6136380	5.8746
	04/10/2019 - Transfer	-63452	0.0607	6072928	5.8139
	11/10/2019 - Transfer	-62279	0.0596	6010649	5.7543
	18/10/2019 - Transfer	-126558	0.1212	5884091	5.6331
	25/10/2019 - Transfer	-418984	0.4011	5465107	5.2320
	01/11/2019 - Transfer	-630237	0.6034	4834870	4.6286

Sl. No.	Name	Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	08/11/2019 - Transfer	-551506	0.5280	4283364	4.1006
	15/11/2019 - Transfer	-575908	0.5513	3707456	3.5493
	22/11/2019 - Transfer	-3707456	3.5493	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
8	THE EDGBASTON ASIAN EQUITY (JERSEY) TRUST #				3.5015
	01-04-2019	1764978	1.6897		
	07/06/2019 - Transfer	15718	0.0150	1780696	1.7047
	18/10/2019 - Transfer	-37493	0.0359	1743203	1.6688
	25/10/2019 - Transfer	-124127	0.1188	1619076	1.5500
	01/11/2019 - Transfer	-186712	0.1787	1432364	1.3713
	08/11/2019 - Transfer	-163388	0.1564	1268976	1.2148
	15/11/2019 - Transfer	-170616	0.1633	1098360	1.0515
	22/11/2019 - Transfer	-1098360	1.0515	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
9	HDFC SMALL CAP FUND #				
	01-04-2019	6437496	6.1629		
	22/11/2019 - Transfer	-1975155	1.8909	4462341	4.2720
	29/11/2019 - Transfer	-1276341	1.2219	3186000	3.0501
	06/12/2019 - Transfer	-1051535	1.0067	2134465	2.0434
	13/12/2019 - Transfer	-284100	0.2720	1850365	1.7714
	20/12/2019 - Transfer	-556590	0.5328	1293775	1.2386
	27/12/2019 - Transfer	-281387	0.2694	1012388	0.9692
	31/12/2019 - Transfer	-221464	0.2120	790924	0.7572
	03/01/2020 - Transfer	-244000	0.2336	546924	0.5236
	10/01/2020 - Transfer	-312099	0.2988	234825	0.2248
	17/01/2020 - Transfer	-68537	0.0656	166288	0.1592
	24/01/2020 - Transfer	-166288	0.1592	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
10	SUNDARAM MUTUAL FUND A/C SUNDARAM LONG TERM MICRO CAP TAX ADVANTAGE FUND - SERIES				
	01-04-2019	3591033	3.4379		
	05/07/2019 - Transfer	-76971	0.0737	3514062	3.3642
	12/07/2019 - Transfer	-29960	0.0287	3484102	3.3355
	08/11/2019 - Transfer	-87425	0.0837	3396677	3.2518
	13/12/2019 - Transfer	-2149	0.0021	3394528	3.2497
	06/03/2020 - Transfer	-1583	0.0015	3392945	3.2482
	31-03-2020	3392945	3.2482	3392945	3.2482

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11	SURESH RATHI SECURITIES PRIVATE LIMITED				
	01-04-2019	5	0.0000		
	05/04/2019 - Transfer	4910	0.0047	4915	0.0047
	12/04/2019 - Transfer	-15	0.0000	4900	0.0047
	26/04/2019 - Transfer	600	0.0006	5500	0.0053
	03/05/2019 - Transfer	1010	0.0010	6510	0.0062
	10/05/2019 - Transfer	15600	0.0149	22110	0.0212
	17/05/2019 - Transfer	191	0.0002	22301	0.0213
	24/05/2019 - Transfer	-156	0.0001	22145	0.0212
	31/05/2019 - Transfer	6670	0.0064	28815	0.0276
	07/06/2019 - Transfer	7200	0.0069	36015	0.0345
	14/06/2019 - Transfer	-5800	0.0056	30215	0.0289
	21/06/2019 - Transfer	-8600	0.0082	21615	0.0207
	28/06/2019 - Transfer	-3809	0.0036	17806	0.0170
	30/06/2019 - Transfer	-540	0.0005	17266	0.0165
	05/07/2019 - Transfer	200	0.0002	17466	0.0167
	12/07/2019 - Transfer	342	0.0003	17808	0.0170
	19/07/2019 - Transfer	-462	0.0004	17346	0.0166
	26/07/2019 - Transfer	800	0.0008	18146	0.0174
	02/08/2019 - Transfer	-1340	0.0013	16806	0.0161
	09/08/2019 - Transfer	5505	0.0053	22311	0.0214
	16/08/2019 - Transfer	500	0.0005	22811	0.0218
	23/08/2019 - Transfer	14742	0.0141	37553	0.0360
	30/08/2019 - Transfer	-21642	0.0207	15911	0.0152
	06/09/2019 - Transfer	-2961	0.0028	12950	0.0124
	13/09/2019 - Transfer	211	0.0002	13161	0.0126
	20/09/2019 - Transfer	575	0.0006	13736	0.0132
	27/09/2019 - Transfer	-1350	0.0013	12386	0.0119
	30/09/2019 - Transfer	-1067	0.0010	11319	0.0108
	04/10/2019 - Transfer	-550	0.0005	10769	0.0103
	11/10/2019 - Transfer	319727	0.3061	330496	0.3164
	18/10/2019 - Transfer	-309148	0.2960	21348	0.0204
	25/10/2019 - Transfer	1142634	1.0939	1163982	1.1143
	01/11/2019 - Transfer	-1153040	1.1039	10942	0.0105
	08/11/2019 - Transfer	-3332	0.0032	7610	0.0073

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	15/11/2019 - Transfer	475	0.0005	8085	0.0077
	22/11/2019 - Transfer	-1153	0.0011	6932	0.0066
	29/11/2019 - Transfer	-1725	0.0017	5207	0.0050
	06/12/2019 - Transfer	-1007	0.0010	4200	0.0040
	13/12/2019 - Transfer	-500	0.0005	3700	0.0035
	20/12/2019 - Transfer	1150	0.0011	4850	0.0046
	27/12/2019 - Transfer	-1700	0.0016	3150	0.0030
	03/01/2020 - Transfer	-200	0.0002	2950	0.0028
	10/01/2020 - Transfer	2300	0.0022	5250	0.0050
	17/01/2020 - Transfer	-2257	0.0022	2993	0.0029
	24/01/2020 - Transfer	-43	0.0000	2950	0.0028
	31/01/2020 - Transfer	10000	0.0096	12950	0.0124
	07/02/2020 - Transfer	-8200	0.0079	4750	0.0045
	14/02/2020 - Transfer	-800	0.0008	3950	0.0038
	21/02/2020 - Transfer	-1950	0.0019	2000	0.0019
	28/02/2020 - Transfer	-1600	0.0015	400	0.0004
	06/03/2020 - Transfer	-400	0.0004	0	0.0000
	13/03/2020 - Transfer	9994	0.0096	9994	0.0096
	20/03/2020 - Transfer	-500	0.0005	9494	0.0091
	27/03/2020 - Transfer	890506	0.8525	900000	0.8616
	31/03/2020 - Transfer	-900000	0.8616	0	0.0000
12	SHRIKANTADEVI RADHAKISHAN DAMANI *				
	01-04-2019	0	0.0000		
	22/11/2019 - Transfer	1000000	0.9573	1000000	0.9573
	31-03-2020	1000000	0.9573	1000000	0.9573
13	THE NOMURA TRUST AND BANKING CO. LTD, AS THE TRUSTEE OF NOMURA INDIA STOCK MOTHE #				
	01-04-2019	6475220	6.1990		
	06/12/2019 - Transfer	-150000	0.1436	6325220	6.0554
	17/01/2020 - Transfer	-500000	0.4787	5825220	5.5767
	28/02/2020 - Transfer	-1000000	0.9573	4825220	4.6194
	06/03/2020 - Transfer	-1000000	0.9573	3825220	3.6620
	13/03/2020 - Transfer	-1000000	0.9573	2825220	2.7047
	20/03/2020 - Transfer	-655000	0.6271	2170220	2.0776

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	27/03/2020 - Transfer	-1764290	1.6890	405930	0.3886
	31/03/2020 - Transfer	-405930	0.3886	0	0.0000
14	NOMURA FUNDS IRELAND PUBLIC LIMITED COMPANY- NOMURA FUNDS IRELAND - INDIA EQUITY #				
	01-04-2019	3599868	3.4463		
	29/11/2019 - Transfer	-100000	0.0957	3499868	3.3506
	06/12/2019 - Transfer	-616974	0.5907	2882894	2.7599
	17/01/2020 - Transfer	-500000	0.4787	2382894	2.2812
	14/02/2020 - Transfer	-640000	0.6127	1742894	1.6685
	21/02/2020 - Transfer	-869619	0.8325	873275	0.8360
	28/02/2020 - Transfer	-873275	0.8360	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
15	NORDEA 1 SICAV - INDIAN EQUITY FUND #				
	01-04-2019	1024193	0.9805		
	24/05/2019 - Transfer	-795527	0.7616	228666	0.2189
	31/05/2019 - Transfer	-228666	0.2189	0	0.0000
	31-03-2020	0	0.0000	0	0.0000
16	GOPIKISHAN SHIVKISHAN DAMANI *				
	01-04-2019	0	0.0000		
	22/11/2019 - Transfer	1000000	0.9573	1000000	0.9573
	31-03-2020	1000000	0.9573	1000000	0.9573
17	RADHAKISHAN S DAMANI *				
	01-04-2019	0	0.0000		
	22/11/2019 - Transfer	1000000	0.9573	1000000	0.9573
	31-03-2020	1000000	0.9573	1000000	0.9573
18	SANTOSH KR KEJRIWAL SECURITIES PRIVATE LIMITED *				
	01-04-2019	0	0.0000		
	13/03/2020 - Transfer	992000	0.9497	992000	0.9497
	27/03/2020 - Transfer	47570	0.0455	1039570	0.9952
	31/03/2020 - Transfer	-47570	0.0455	992000	0.9497

		Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
Sl. No.	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
19	RADHAKISHAN SHIVKISHAN DAMANI *				
	01-04-2019	0	0.0000		
	22/11/2019 - Transfer	1000000	0.9573	1000000	0.9573
	31-03-2020	1000000	0.9573	1000000	0.9573
20	MANJU GAGGAR *				
	01-04-2019	0	0.0000		
	23/08/2019 - Transfer	120000	0.1149	120000	0.1149
	30/08/2019 - Transfer	126619	0.1212	246619	0.2361
	06/09/2019 - Transfer	80000	0.0766	326619	0.3127
	13/09/2019 - Transfer	34	0.0000	326653	0.3127
	18/10/2019 - Transfer	462981	0.4432	789634	0.7560
	25/10/2019 - Transfer	53866	0.0516	843500	0.8075
	01/11/2019 - Transfer	1499401	1.4354	2342901	2.2430
	08/11/2019 - Transfer	200000	0.1915	2542901	2.4344
	22/11/2019 - Transfer	455000	0.4356	2997901	2.8700
	29/11/2019 - Transfer	150000	0.1436	3147901	3.0136
	28/02/2020 - Transfer	532185	0.5095	3680086	3.5231
	06/03/2020 - Transfer	517815	0.4957	4197901	4.0188
	31/03/2020 - Transfer	900000	0.8616	5097901	4.8804
21	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS				
	01-04-2019	714519	0.6840		
	24/05/2019 - Transfer	-66	0.0001	714453	0.6840
	27/12/2019 - Transfer	-100	0.0001	714353	0.6839
	31-03-2020	714353	0.6839	714353	0.6839
*	Not in the list of Top 10 shareholders as on 01/04/2019. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31/03/2020.				
#	Ceased to be in the list of Top 10 shareholders as on 31/03/2020. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01/04/2019.				

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ADITYA KHAITAN				
	01-04-2019	17272	0.0165		
	31-03-2020	17272	0.0165	17272	0.0165
2	AMRITANSHU KHAITAN				
	01-04-2019	15000	0.0144		
	31-03-2020	15000	0.0144	15000	0.0144
3	AZAM MONEM				
	01-04-2019	500	0.0005		
	31-03-2020	500	0.0005	500	0.0005
4	ARUNDHUTI DHAR				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
5	RAJ VARDHAN				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
6	SUMAN BHOWMIK				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
7	MR RANABIR SEN				
	01-04-2019	133	0.0001		
	31-03-2020	133	0.0001	100	0.0001
8	RAJEEV TAKRU				
	01-04-2019	900	0.0009		
	31-03-2020	900	0.0009	900	0.0009
9	KAMAL KISHORE BAHETI				
	01-04-2019	17067600	16.3396		
	06/09/2019 - Transfer	-17067500	16.3395	100	0.0001
10	ASHOK BHANDARI				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0

Sl. No.	Name	Shareholding at the beginning [01/Apr/19]/end of the year [31/Mar/20]		Cumulative Shareholding during the year [01/Apr/19 to 31/Mar/20]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11	JYOTI GHOSH				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
12	RAMNI NIRULA				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
13	R SRINIVASAN				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0
14	PRADIP BHAR				
	01-04-2019	0	0		
	31-03-2020	0	0	0	0.0000
15	DEBANJAN SARKAR				
	01-04-2019	20	0.0000		
	31-03-2020	20	0.0000	20	0.0000

V) INDEBTEDNESS

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

(Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,51,033.41	12,000.00	0	1,63,033.41
ii) Interest due but not paid	267.14	527.22		794.36
iii) Interest accrued but not due	29.46	0.82		30.28
Total (i+ii+iii)	**1,51,330.01**	**12,528.04**		**1,63,858.05**
Change in Indebtedness during the financial year				
• Addition	29,718.71	30,939.41		60,658.12
• Reduction	-	-		-
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	1,69,924.68	40,015.00	0	2,09,939.68
ii) Interest due but not paid	11,124.04	3,452.45		14,576.49
iii) Interest accrued but not due	-	-		-
Total (i+ii+iii)	**1,81,048.72**	**43,467.45**	**-**	**2,24,516.17**

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Rs. in lakhs

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		A. Khaitan	*K.K. Baheti	#R. Takru	A. Monem	
		MD	WTD & CFO	WTD	WTD	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	348.60	160.15	184.77	186.64	880.16
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.29	0.29	1.50	1.60	3.68
	(c) Profits in lieu of salary under section 17(3) In come- tax Act, 1961	Nil	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (A)	**348.89**	**160.44**	**186.27**	**188.24**	**883.84**
	Ceiling as per the Act	10% of the Net Profits calculated u/s 198 of the Act.				

*ceased to be a Director w.e.f. 19.07.2019 and # ceased to be a Director w.e.f. 09.09.2019

B. Remuneration to other directors:

Rs. in lakhs

Sl. No.	Particulars of Remuneration	Name of Directors							Total Amount
		Arunduthi Dhar	R. Srinivasan	Suman Bhowmik	R. Sen	Raj Vardhan	Ustav Parekh	Amritanshu Khaitan	
	Independent Directors								
	Fee for attending board / committee meetings	3.60	1.40	2.80	1.80	1.40	0.20	-	11.20
	Commission	-	-	-	-	-		-	-
	Others, please specify	-	-	-	-	-		-	-
	Total (1)	-	**1.40**	**2.80**	**1.80**	**1.40**	**0.20**	-	**11.20**
	Other Non-Executive								
	Directors	-	-	-	-	-		-	-
	Fee for attending board committee meetings	.-	-	-	-	-		0.80	**0.80**
	Commission	-	-	-	-	-		-	-
	Others, please specify	-	-	-	-	-		-	-
	Total (2)	**3.60**	-	-	-	-		**0.80**	**0.80**
	Total (B)=(1+2)	**3.60**	**1.40**	**2.80**	**1.80**	**1.40**	**0.20**	**0.80**	**12.00**
	Total Managerial Remuneration (A+B)								**735.84**
	Overall Ceiling as per the Act	11% of the Net Profits calculated u/s 198 (Excl sitting fees)							

C. Remuneration to other directors:

Rs. in lakhs

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary*	CFO#	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	10.12	55.35	65.47
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0.37	5.92	6.29
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		-	
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others – Retrial Benefits	-	-	-	-
	Total	**-**	**10.49**	**61.27**	**71.76**

* Mr. Debanjan Sarkar was the Company Secretary of the Company till 24 January 2020.

#Mr. Pradip Bhar appointed as the Chief Financial Officer(CFO) of the Company w.e.f. 19 July 2019 subsequent to resignation of Mr. K. K. Baheti as the WTD & CFO

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no penalty, punishment or compounding of offences during the year ended 31st March 2020.

For and on behalf of the Board

Date: 11th November 2020	**Aditya Khaitan**	**Azam Monem**
Place: Kolkata	Managing Director	Wholetime Director
	DIN: 00023788	DIN:00023799

Annexure VII

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31.03.2020

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
McLeod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata – 700 001
West Bengal

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **McLeod Russel India Limited** having its Registered Office at Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata – 700 001, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

AUDITORS' RESPONSIBILITY

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statues as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

We have relied upon the accuracy of the documents and information as shared by the Company with us through appropriate Information Technology tools to assist us in completing the secretarial audit work during lock down period due to unprecedented situation prevailing in the Country due to CoVID-19 virus pandemic and the same is subject to physical verification by us post normalization of the situation.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2020 according to the provisions of (as amended) :

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;

(iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;

(iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has specifically complied with the provisions of the following Acts:

1. Food Safety and Standards Act, 2006

2. Tea Act, 1953

3. Tea Waste Control Order, 1959

4. Tea (Marketing) Control Order, 2003

5. Tea (Distribution & Export) Control Order, 2005

6. Plant Protection Code (Formulated by Tea Board of India)

7. Plantations Labour Act, 1951

to the extent of its applicability to the Company during the financial year ended 31.03.2020 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws.

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

1. The Company had approved the Financial Results for the quarter ended 30.06.2019 at the Board Meeting held on 14.08.2019; however the results which were required to be published in the newspaper on or before 16.08.2019 were published on 17.08.2019 resulting in a delay of 1 day pursuant to Regulation 47(1)(b) and 47(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. The Annual General Meeting of the Company was held on 09.09.2019 and the Annual Report along with the Notice was sent to the shareholders not less than 21 days before the AGM; however the same was submitted with the Stock Exchange on 05.09.2019.

3. The Company has delayed in submission of particulars of default in payment of interest / installment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions as on quarter ended 31st December, 2019 within 7 days from the end of the said quarter.

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

(i) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ;

(ii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(iii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018;

(iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

We further report that :

(a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place, if any, during the period under review were carried out in compliance with the provisions of the Act.

(b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

(c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

(d) There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that :

(a) The Company has taken approval from shareholders at the Annual General Meeting held on 9th September, 2019 by passing Special Resolution in terms of Section 180(1)(c) of the Companies Act, 2013 for increasing the borrowing limit to Rs. 1000 Crores (both funded and non-funded) at any one point of time i.e. Rs. 1000 Crores over and above the limit available to the Company under the said section of the Act.

(b) The Company has taken approval from shareholders at the Annual General Meeting held on 9th September, 2019 by passing Special Resolution in terms of Section 186 of the Companies Act, 2013 increasing the authority for giving loans, making investments, providing guarantees and securities beyond the available limit by Rs. 1900 Crores i.e. Rs. 1900 Crores over and above the limit available to the Company under the said section of the Act.

(c) The Company had delayed in submission of Annual Report pursuant to Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the aforesaid delay has been condoned and fine imposed has been waived by the Stock Exchange on representation made by the Company in this regard.

(d) The Company had delayed in submission of the report on Investor Grievances for the quarter ended 30.06.2019 pursuant to Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company had duly paid the fine as imposed by the Stock Exchange in this regard.

(e) The Company is yet to file certain forms pertaining to IEPF, i.e., IEPF-1, IEPF-1A and IEPF-4 with MCA during the year under report.

(f) The Company had applied to the Central Government for approval of payment of excess remuneration to Mr. Aditya Khaitan, Managing Director of the Company during the financial year ended 31.03.2016. However, the Ministry of Corporate Affairs vide letter No. G44202406/1/2017-CL-VII dated 15th May, 2018 approved a remuneration of Rs. 1,33,88,100/- only. The Company filed an application with the Ministry of Corporate Affairs dated 10th August, 2018 to reconsider the original application for waiver of excess remuneration paid to the Managing Director in the light of the fact that the waiver as well as payment of total remuneration was approved by the shareholders by Special Resolution. However, as per the MCA Notification dated 12th September, 2018, the application stands abated and the Company sought the approval from the members of the Company for payment of the excess remuneration to the Managing Director in terms of Section 197(17) of the Companies Act, 2013, in the Annual General Meeting of the Company held on 9th September, 2019. However, the resolution was not carried with requisite majority and in compliance with the provisions of the said Act, the amount need to be refunded by the concerned Director to the Company.

(g) The Company had applied to the Central Government for approval of payment of excess remuneration to Mr. Aditya Khaitan, Managing Director of the Company during the financial year ended 31.03.2018 and 31.03.2019, subsequent to approval of the shareholders by way of Special Resolution at the 19th Annual General Meeting of the Company held on 09th August, 2017. However, as per the MCA Notification dated 12th September, 2018, the application stands abated and the Company sought the approval from the members of the Company for payment of the excess remuneration to the Managing Director in terms of Section 197(17) of the Companies Act, 2013, in the Annual General Meeting of the Company held on 9th September, 2019. However, the resolution was not carried with requisite majority and in compliance with the provisions of the said Act, the amount need to be refunded by the concerned Director to the Company.

For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS – 4848 / CP No.- 3238
UDIN : F004848B001216951

Place : Kolkata
Dated : 11-11-2020

Annexure VIII

Conservation of energy, technology absorption, foreign exchange earnings and outgo

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Account) Rules, 2014]

(A) CONSERVATION OF ENERGY -

During the year, the Company has taken various initiatives towards upgradation and modernisation of equipments and machineries at different tea estates of the Company which have directly or indirectly resulted in conservation of energy. The Company has installed Colour sorters at different estates of the Company to encourage efficiency and conservation of energy.

During the year under review the Company has incurred capital expenditure of Rs.13.41 lakhs on various plant and machinery in its tea estates inter alia for conservation of energy. The Company makes persistent effort to explore ways to conserve energy and use alternative sources of energy. The Company is making steady development in this direction and the Company expects that further improvement towards conservation of energy could be seen in the future.

(B) TECHNOLOGY ABSORPTION-

(i) the efforts made towards technology absorption;

Modernisation and upgradation of equipments and machines is a continuous process for the Company to enhance efficiency of operations, productivity and conservation of energy. Advanced technologies and improved machineries and equipments are installed at various tea estates for improving efficiency and productivity. The Company is also investing in plucking machines and plucking sheers to mitigate the problem of shortage of pruning and pluckers at various tea estates. During the year, advanced machines such as Colour Sorters had been installed at various tea estates as a part of the continuous endeavour of the Company to updgrade technology. Face recognition system for recording attendance was undertaken on thirteen estates to improve attendance at work.

The Company conducts various workshops and interactive group discussions regularly duly complimented by efficient training of staff with specific approach towards improvement of efficiency. The Company in its own interest encourages and values innovative achievements of the operating people in the agriculture and manufacture of tea. The Company also uses Vermi-wash, Vermicompost, Bio Humic Spray (BHS) and Indigenous Technical Knowledge (ITK) for improving the organic status of the soil and plant nutrition.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

The adoption of improved technology, regular upgradation, modernisation of equipments, conducting various workshops and implementation of organic technologies help in improving the yield and quality of tea. The Company is a major exporter of tea from India.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

Company did not import any technology during the last three financial years.

(iv) the expenditure incurred on Research and Development.

(Rs. lakhs)

Expenditure on Research & Development	2019-20	2018-19
Capital Expenditure	Nil	Nil
Revenue Expenditure	171.97*	193.21*
Total	**171.97**	**193.21**

* Revenue expenditure on Research & Development represents subscription to Tea Research Association.

(C) Foreign exchange earnings and Outgo

The total foreign exchange earnings during the year in terms of actual inflows was about Rs. 23837.96 Lakhs and the foreign exchange outgo during the year in terms of imports was about Rs. 541.75 Lakhs.

For and on Behalf of the Board

Aditya Khaitan	Azam Monem
Managing Director	Wholetime Director
DIN : 00023788	DIN : 00023799

Date: 11th November 2020
Place: Kolkata

Annexure IX

Remuneration and other specified Particulars of Employees

Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i)	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year;	Name	Ratio of Remuneration of each Director to Median Remuneration of the following categories for the financial year 2019-20	
			All Employees	Executive Grade Employees
		Non-Executive Directors		
		Mrs. Arundhuti Dhar	5.68	0.37
		Mr. Suman Bhowmik	4.42	0.29
		Mr. Raj Vardhan	2.21	0.14
		Mr. AmritanshuKhaitan	1.26	0.08
		Dr. R. Srinivasan	2.21	0.14
		Mr. R. Sen	2.84	0.18
		Mrs. R. Nirula	-	-
		Mr. U. Parekh	0.32	0.02
		Mr. Ashok Bhandari	-	-
		Mr. Jyoti Ghosh	-	-
		Executive Directors		
		Mr. Aditya Khaitan - Managing Director	473.05	30.75
		Mr. AzamMonem - Whole Time Director	263.76	17.15
		Mr. Rajeev Takru - Whole Time Director	152.16	9.89
		Mr. Kamal Kishore Baheti - Whole Time Director & CFO	117.15	7.62
(ii)	The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year	There has been no increase in the remuneration of Managing Director, Wholetime Directors and Company Secretary of the Company. The Non-executive Directors have only received sitting fees for attending Meetings during 2019-20.		
(iii)	The percentage increase in the median remuneration of the employees in the financial year	No increase in the median remuneration of the employees in the financial year.		
(iv)	The number of permanent employees on the rolls of Company as on 31st March 2020:	47,707		
(v)	Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:	There has been no average percentage increase in the salaries of employees in the last financial year. Also, there has been no average increase in the managerial remuneration in the last financial year.		
(vi)	Affirmation that the remuneration is as per the Remuneration Policy of the Company.	The remuneration paid during the financial year ended 31st March 2020 is in terms of the Remuneration Policy of the Company.		

Information pursuant to Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(I) The following are the names of top ten employees in terms of remuneration drawn

Name	Designation	Remuneration received (in Rs. lakhs)#	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age (years)	The last employment held before joining the Company	The percentage of equity shares held	Whether any such employee is a relative of any Director or Manager of the Company and if so, name of such Director or Manager
A. Khaitan	Managing Director	348.89	In Whole time employment as per contract	B.Com (Hons); 27 years	01.04.2005	52	N.A.	0.0165	Late Mr. B.M. Khaitan – Father
A. Monem	Whole Time Director	188.24	-do-	B.Com (Hons); 39 years	01.04.2005	60	Eveready Industries India Limited, Senior Vice- president	0.0005	No
R. Takru*	Whole Time Director	186.27	-do-	B.A. (Hons); 44 years	01.04.2005	65	Eveready Industries India Limited, Senior Vice- president	0.0008	No
K.K. Baheti*	Whole Time Director & CFO	160.44	-do-	B.Com (Hons), FCA, ACS, AICWA; 34 years	01.04.2005	57	Eveready Industries India Limited, Vice- president	0.0000	No
P. Bhar	Vice President & CFO		Permanent Employment	B.Com (Hons), FCA, AICWA; 40 years	01.01.2012	63	D1 Williamson Magor Bio Fuel Limited, Managing Director	0.0000	No
Supratim Chakraborty	General Manager	41.20	Permanent Employment	B.Sc; 34 years	01.05.1989	55	-	0.0000	No
RaunakRathi	Deputy General Manager	35.89	Permanent Employment	B.Com (Hons), FCA, AICWA; 20 years	20.05.1999	46	Orient Press Limited	0.0000	No
Sameer Joshi	Superintendent	33.87	Permanent Employment	BA(NDA);26 years	11.02.2008	47	Indian Air Force		No
Sanjay Bajpai	Deputy General Manager	31.57	Permanent Employment	B. Com (Hons) & Diploma : 30 years	10.02.1992	53	-		No
Vijay Simha Jagannath	General Manager	29.80	Permanent Employment	B. Com (Hons):26 years	17.01.2006	49	J.Thomas& Co Pvt. Ltd	0.0000	No

* R. Takru and K.K. Baheti were employed for part of the year

Remuneration received includes salary, allowances and monetary value of other perquisites computed as per Income Tax Act, 1961 and Rules thereunder and also Company's contribution to retirement funds, etc.

Information pursuant to Rule 5(2) of Chapter XIII of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(II) The following persons were employedduring throughout the financial year and was in receipt of remuneration for that year which, in the aggregate, was not less than rupees One crore two lakhs per annum:-

Name	Designation	Remuneration received (in Rs. lakhs)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age (years)	The last employment held	The percentage of equity shares held	Whether any such employee is a relative of any Director or Manager of the Company and if so, name of such Director or Manager
A. Khaitan	Managing Director	348.89	In Whole time employment as per contract	B.Com (Hons); 28 years	01.04.2005	52	N.A.	0.0158	Late Mr. B.M. Khaitan – Father
R. Takru*	Whole Time Director	186.27	-do-	B.A. (Hons); 44 years	01.04.2004	65	Eveready Industries India Limited, Senior Vice- president	0.0008	No
A. Monem	Whole Time Director	188.24	-do-	B.Com (Hons); 39 years	01.04.2004	60	Eveready Industries India Limited, Senior Vice- president	0.0005	No
K.K. Baheti*	Whole Time Director & CFO	160.44	-do-	B.Com (Hons), FCA, ACS, AICWA; 34 years	01.04.2004	57	Eveready Industries India Limited, Vice- president	0.0000	No

* R. Takru and K.K. Baheti were employed for part of the year

(III) There was no employee in the Company, whether employed throughout or part of the financial year 2019-20, who has drawn remuneration in excess of that drawn by the Managing Director or Whole Time Directors and holds along with spouse and dependent children not less than two per cent of the equity share capital of the Company.

For and on Behalf of the Board

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole Time Director
DIN:00023799

Place: Kolkata
Date: 11th November 2020

Annexure X

Annual Report on CSR Activities

1. Your Company is conscious of its social responsibilities and the environment in which it operates. The Company continues its welfare activities in the field of education, health, creation of livelihood and other welfare activities to improve the general standard of living in and around the area where the Company operates. The Company did not have any official CSR project during the financial year ended 31st March, 2020.The Board has a CSR Committee and has adopted a CSR Policy pursuant to which the CSR activities are undertaken in one or more of the fields covered under Schedule VII to the Companies Act, 2013.The detailed CSR Policy of the Company can be accessed at http://www.mcleodrussel.com/investors/policies.aspx
2. The Composition of the CSR Committee is furnished under the head Corporate Social Responsibility in the Directors Report.
3. Average net profit of the company during the three immediately preceding financial years: Rs. (3745.76) lakhs
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): Nil
5. Details of CSR spent during the financial year.
   (a) Total amount to be spent for the financial year: Nil.
   (b) Amount unspent, if any: NA
   (c) Manner in which the amount spent during the financial year: NA
6. In terms of the requirements of Section 135 of the Companies Act, 2013 and Rules made thereunder, the Company was not required to spend on CSR activities during the financial year ended 31st March, 2020 since the Company had no average net profits during the three immediately preceding financial years.
7. We hereby declare that the implementation and monitoring of CSR Policy is in compliance with the CSR objectives and Policy of the Company.

For and on Behalf of the Board

Place: Kolkata	**A. Khaitan**	**Azam Monem**
Date: 11th November 2020	Managing Director	Chairman CSR Committee
	DIN: 00023788	DIN: 00023799

Annexure XI

A. K. LABH
FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary

A. K. LABH & Co.
Company Secretaries
40, Weston Street, 3rd Floor, Kolkata - 700 013
✆ (033) 2221-9381, Fax : (033) 2221-9381
Mobile : 98300-55689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
McLeod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata – 700 001
West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **McLeod Russel India Limited** having CIN : L51109WB1998PLC087076 and having registered office at Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata – 700 001, West Bengal (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Aditya Khaitan	00023788	16/02/2005
2.	Azam Monem	00023799	16/02/2005
3.	Amritanshu Khaitan	00213413	31/03/2015
4.	Arundhuti Dhar	03197285	30/05/2019
5.	Raj Vardhan	08513917	19/07/2019
6.	Suman Bhowmik	08514585	19/07/2019

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Signature :
Name : Atul Kumar Labh
Membership No. : FCS 4848
CP No. : 3238

Place: Kolkata
Date : 11th November 2020

Independent Auditor's Report

To the Members of McLeod Russel India Limited
Report on the Audit of the Standalone Financial Statements
Adverse Opinion

We have audited the accompanying Standalone financial statements of McLeod Russel India Limited (hereinafter referred to as the "Company"), which comprise the balance sheet as at March 31, 2020, the statement of profit and Loss, statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, due to the significance of the matters described in the Basis for Adverse Opinion section below, the aforesaid financial statements do not give the information required by the Companies Act, 2013 ("the Act") in the manner so required and also does not give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and it's profit, other comprehensive Income, cash flow and the changes in equity for the year ended on that date.

Basis for Adverse Opinion

Attention is invited to the following notes of the financial statements

a) Note no. 57(a) dealing with Inter Corporate Deposits (ICDs) aggregating Rs. 2,86,946.44 lakhs as on March 31, 2020 (including Interest of Rs. 2,336.78 lakhs accrued till March 31, 2019) are doubtful of recovery. These loans are in excess of the limit specified in Section 186 of the Companies Act, 2013 and pending such compliances and considering recoverability etc. are prejudicial to the interest of the company. In absence of provision there against, the profit for the year is overstated to that extent. Impact in this respect have not been ascertained by the management and recognised in the financial statements.

b) The Company had given advance in earlier year to a body corporate aggregating to Rs. 1,400 lakhs (included under Advances to Suppliers, Service Providers etc. under Note no. 18) which are outstanding as on March 31, 2020. In absence of appropriate audit evidence and status thereof, we are unable to comment on the validity and recoverability of such advances.

c) Note No. 36.2 regarding non-recognition of Interest of Rs. 2,182.40 lakhs on Inter Corporate Deposits taken by the company and thereby the profit for the year is overstated to that extent. Further, as stated in Note no. 58(b), penal/compound interest and other adjustments in respect of borrowings from banks/financial institution have not been recognised and amount payable to banks and financial institutions as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount in this respect, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;

d) Note no 59 regarding non reconciliation of certain debit and credit balances with individual details and confirmations etc. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us;

e) As stated in Note no. 57(b) of the financial statements, the predecessor auditor in respect of loans included under paragraph (a) above have reported these to be in excess of the limit specified in Section 186 of the Companies Act, 2013 and as stated these include amounts given to group companies whereby applicability of Section 185 could not be ascertained and commented upon by them. They have not been able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/ or are prejudicial to the interest of the company. These amounts are outstanding as on this date and status thereof have remained unchanged and uncertainty and related concerns including being prejudicial to the interest of the company are valid for current year also. As represented by the management, the parties involved are not related parties requiring disclosure in terms of said accounting standard and provisions of Companies act 2013 and concerns expressed as above are not relevant and as such inconsequential to the company. The matter as reported is under examination and pending before regulatory authorities. Further, as stated in Note no. 58(c) forensic audit undertaken including at the behest of lenders with respect to utilisation of funds borrowed by the company is also under progress. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the consequential impact thereof.

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company, in accordance with the Code of Ethics and provisions of the Companies Act, 2013 that are relevant to our audit of the financial statements in India under the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics and the requirements under the Companies act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our adverse opinion.

Material Uncertainty Related to Going Concern

Attention is drawn to Note no. 58(a) of the financial statements dealing with going concern assumption for preparation of the accounts of the Company. The Company's current liabilities exceeded its current assets. The matters forming part of and dealt with under Basis for Adverse Opinion Section of our report may have significant impact on the net worth of the company. Funds obtained by borrowing and utilized for providing funds to other companies have become unserviceable primarily due to non-repayment of outstanding amounts by those companies. This has resulted in insufficiency of company's resources for meeting its obligations. These conditions indicate the existence of a material uncertainty about the Company's ability to continue as a going concern. However, the financial statement of the Company due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome of the steps and measures including those concerning rationalization of costs, restructuring/reduction of borrowings and interest thereon in terms of resolution plan under considerations of lenders and restructuring of outstanding loans receivables in sync with said plan and other proposals under evaluation as on this date. In the event of the said plan not being approved and the management's expectation and estimation etc., becoming inconsistent, possible impact on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be ascertained and commented upon by us. Our opinion is not modified in respect of this matter.

Emphasis of Matter

Attention is drawn to Note no. 56 of the financial statements dealing with the management's evaluation of impact of COVID-19 and uncertainty thereof on the assumptions and estimates concerning the financial statement as well as future performance of the company. Our opinion is not modified in respect of the above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Adverse Opinion section of our report, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Addressing the key audit matters
Valuation of Biological Assets and Agricultural produce (Note 4(e) of the Standalone financial statements)	
Biological assets of the Company include unharvested green tea leaves and the agricultural produce comprising of harvested green leaves. These are valued at fair value less cost to sell at the point of harvest. Finished goods produced from agricultural produce i.e. Black Tea are valued at lower of cost arrived at by adding the cost of conversion to the fair value of agricultural produce and the net realisable value. For harvested or unharvested green leaves, since there is no active market for own leaves, estimates are used by management in determining the valuation. The principal assumptions and estimates in the determination of the fair value include assumptions about the yields, prices of green leaf purchased from third party suppliers and the stage of transformation. These assumptions and estimates require careful evaluation by management. Given the nature of Industry these assets and valuation thereof are significant to the operation of the company.	Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of valuation includes the following: • Obtaining an understanding of the fair value measurement methodologies used and assessing the reasonableness and consistency of the significant assumptions used in the valuation; • Evaluating the design and implementation of Company's controls concerning the valuation of biological assets and agricultural produce; • Assessing the basis, reasonableness and accuracy of adjustments made to prices of green leaves purchased from outside suppliers considering the quality differential of the Company's production. • Assessing the yields to analyse the stage of transformation considered for the fair valuation of biological assets; • Assessed the Impact of lockdown amidst COVID-19 resulting in unusable Green Leaves being discarded and becoming unusable for production of Black Tea; • Due to lock-down amidst COVID-19 it was not possible to participate in the physical verification of inventory and therefore, the following alternate procedures confirming the year end determination of Inventory were applied: - In respect of the stock of Black Tea held at tea estates, which have been subsequently dispatched to third party, warehouses etc. roll back procedures have been performed; - For stocks held at third party warehouses and own warehouses such stock were verified through subsequent dispatches and applying roll back procedure for arriving at the stock as at the year end; and - Reliance has been placed on management's representation and evidences provided for subsequent dispatches and collections there against. • Due recognition of principle of materiality considering the current volume of inventory.

<table>
<tr><th>Key Audit Matters</th><th>Addressing the key audit matters</th></tr>
<tr><td colspan="2">Impairment of Property, Plant and Equipment (PPE), Capital Work in Progress (CWIP) and Intangible Assets (Note no. 4(a) of the Standalone financial statements)</td></tr>
<tr><td>Evaluation of the impairment involves assessment of value in use of the Cash Generating Units (CGUs) and requires significant judgements and assumptions about the forecast for cash flows, production, volume of operations, prices and discount rate.
This exercise has gained significant considering the available indicators under the current situation and circumstances amidst management's expected outcome of the resolution plan under consideration of the lenders and other conditions under which the company is operating.</td><td>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of Impairment includes the following:
• Critical evaluation of internal and external factors impacting the entity and indicators of impairment (or reversal thereof) in line with Ind AS 38;
• Reviewing the valuation report by an independent technical consultant for arriving at value in use and fair value of various tea estates and other assets less cost to sale and this being a technical matter, reliance has been placed on management's contention and technical advices in this respect;
• Review of impairment valuation models used in relation to CGU to determine the recoverable amount by analysing the key assumptions used by management in this respect including:
- Management's contention for restructuring the debt to make it sustainable and recoverability/restructuring of amount of loan given to various companies;
- Consistency with respect to forecast for arriving at the valuation and assessing the potential impact of any variances;
- Price assumptions used in the models; and
- The assumptions/estimations for the weighted average cost of capital and rate of discount for arriving at the value in use.
• Reliance has been placed on management's assumptions for possible outcome vis-à-vis resolution plan under consideration of lenders.</td></tr>
<tr><td colspan="2">Recognition of Deferred Tax Assets (Note no. 23.1of the Standalone financial statements)</td></tr>
<tr><td>Deferred tax Asset include MAT Credit Entitlement of Rs. 5,154.45lakhs (including Rs. 2,091.08 lakhs recognised during the year) being carried forward in the Standalone financial statements as at March 31, 2020.
Further, Deferred Tax Assets relating to unabsorbed losses amounting to Rs. 4,010.68 lakhs have not been recognized in the Standalone financial statements.</td><td>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of the accounting effect and disclosures of the Deferred Tax Assets include the following:
• Utilisation of Deferred tax assets have been tested on the basis of internal forecasts prepared by the Company and probability of future taxable income;
• Critical review of the underlying assumptions for consistency for arriving at reasonable degree of probability on the matters;
• Due consideration of principle of prudence especially amidst the Debt restructuring process and other group level restructuring and related uncertainties; and
• Requirement of Ind AS 12 "Income Taxes" and application thereof and disclosures made in the financial statements for ensuring the compliances on the matter.</td></tr>
<tr><td colspan="2">Going Concern Assumption (Note no. 58 of the Standalone financial statements)</td></tr>
<tr><td>The Company's current liabilities have exceeded current assets by Rs. 2,30,259.61 lakhs as on March 31, 2020. Funds obtained by borrowing and utilized for providing funds to other companies have become unserviceable primarily due to non-repayment of outstanding amounts by those companies. Further, adjustments arising in respect of the matters dealt with under Basis for Adverse Opinion Section may have significant impact on the net worth of the company. The Company was unable to discharge its obligations for repayment of loans and settlement of financial and other liabilities.
The availability of sufficient fund and the testing of company's ability to continue meeting it's obligations under the financing covenants and otherwise as and when falling due for payment are</td><td>Our audit procedures included testing management's assumptions on the appropriateness of the going concern assumptions and reasonableness of the assumptions used, focusing in particular the business projections of Company restructuring of borrowings and ICD's given by the company and other sources of funding and among others, following procedures were applied in this respect:
• Review of the Debt Restructuring process and steps so far taken by lenders in this respect which inter-alia includes appointment of professional for Techno Economic Viability (TEV) study, Valuations of the company for working out and recommending a resolution plan. This includes review of:
- Core operations of the company and management expectation of sustainability thereof;
- Minutes of the meetings of the Company with the consortium of lenders;
- Compliances vis-a-vis debt covenants associated with loans obtained;
- Consistency with respect to the possible valuation of the business and tea estates and system and operating results and efficiencies and management's forecast and outlook in this respect; and</td></tr>
</table>

Key Audit Matters	Addressing the key audit matters
important for the going concern assumption and, as such, are significant aspects of our audit.	- Management's report to gain an understanding of the inputs and related costs and realisations supporting the cash flow projections of the company and sustainability thereof. • Placing reliance on management's assumptions and expectation of possible outcome of resolution plan under consideration of lenders; and • Review of disclosures made by the management in the financial statement to ensure compliances in this respect.

Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Report of the Directors and the annexures thereto (namely Management Discussion and Analysis, Corporate Governance Report, annual Report on CSR Activities, Business Responsibility Report, Form MGT – 9, Conservation of energy,technology absorption, foreign exchange earnings and outgo and remuneration and other specified particulars of employees) but does not include the Standalone financial statements and our auditors' report thereon. The other information as stated above is expected to be made available to us after the date of this Auditors' Report.

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 identified above when it becomes available 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.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs (financial position), Total Comprehensive Income (financial performance comprising of Profit/Loss and other comprehensive income), 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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 auditors' 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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Other Matters

a) We did not audit the financial statement/ information of one overseas office included in the financial results of the Company whose financial results/financial information comprising of expenses to the extent of Rs. 2.68 lakhs has been incorporated therein based on Statement of Accounts audited by an Independent firm of Chartered Accountants. The impact in this respect is not material and reflect total assets of Rs. 8.95 lakhs as at March 31, 2020 and the total revenue of Rs. Nil for the year ended on that date. Our opinion in so far as it relates to the amounts and disclosures included in respect of said office is based solely on the report of Chartered Accountant.

b) The comparative financial information of the Company for the year ended March 31, 2019 have been taken from the standalone financial statements for the year ended on that date which were audited by the predecessor auditor who expressed an adverse opinion on these financial statements. The matters dealt with under Basis for Adverse Opinion Section of our report include matters stated in Para (e) of said section of this report . We have placed reliance on the report dated June 29, 2019 given by the predecessor auditor for the purpose of these standalone financial statement and our report thereupon.

Report on Other Legal and Regulatory Requirements

1. As regards to the matters to be inquired by the auditors in terms of Section 143(1) of the Act, we report that Inter corporate Deposits as stated in Para a of Basis for Our Adverse Opinion Section of this report due to reasons stated therein are prejudicial to the interest of the company. This includes:

    a) ICDs aggregating to Rs. 77,575.00 Lakhs (included under Para (e) of Basis for Adverse Opinion) as reported by predecessor auditor which were initially given as capital advances in the previous year and were subsequently converted to ICDs and had been considered by them to be in the nature of book entries and prejudicial to the interest of the company. These amounts are outstanding as on March 31, 2020. The matter as stated in Para (e) of Basis for Adverse Opinion Section of this report is under examination by relevant authorities and final outcome thereof is awaited as on this date.

2. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

    a) We have sought and except for the effects/ possible effects of the matters described in the Basis for Adverse Opinion section above and matter reported under Para vii(a) of Annexure "B" to this report regarding non-availability of information from certain tea estates sold by the Company, 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 financial statements;

    b) Except for the effects/ possible effects of the matters described in the Basis for Adverse Opinion section above, 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, returns and the reports of the other auditors;

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Loss, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements;

d) Due to the significance of the matters described in the Basis for Adverse Opinion section above, in our opinion, the aforesaid financial statements do not comply with the requirement and provisions of Ind AS specified under Section 133 of the Act;

e) The matters described in the Basis for Adverse Opinion section above especially that relating to non-provision of intercorporate deposits as stated in Para(a) and (e) of that section,provision for interest on borrowings as the basis stated in Para (c) of Basis for Adverse Opinion section of this report pending confirmation of lenders and Material Uncertainty Related to Going Concern assumption pending approval of resolution plan, in our opinion, may have an adverse effect on the functioning of the Company;

f) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors of the Company, none of the directors of the Company are disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

g) The adverse remarks relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Adverse Opinion section above; and

h) With respect to the adequacy of the internal financial controls with reference to financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses qualified opinion on the adequacy and operating effectiveness of internal financial controls with reference to financial statements of the Company’s internal financial controls with reference to financial statements.

3. As required by the Companies (Auditors’ Report) Order, 2016 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the “Annexure B” a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable which is subject to the possible effect of the matters described in the Basis for Adverse Opinion paragraph of our Audit Report and the material weakness described in Basis for Qualified Opinion in our separate Report on the Internal Financial Controls with reference to financial statements.

4. With respect to the other matters to be included in the Auditors’ 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 financial statements has disclosed the impact of pending litigations on its financial position of the Company – Refer Note no. 43 to the financial statements;

   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note no. 48 to the financial statements; and

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

5. With respect to the other matters to be included in the Auditors’ Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors is within the limit and provisions of Section 197 of the Act except in case of remuneration paid to Managing Director as given in Note no. 9.1 being in excess of the limit has been held by him under Trust.

For **Lodha & Co**
Chartered Accountants
Firm’s ICAI Registration No.:301051E

R. P. Singh
Partner
Membership No: 52438
UDIN: 20052438AAAACB8356

Place: Kolkata
Date: July 31, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2(h) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls with reference to Standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Standalone financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls with reference to financial statements of McLeod Russel India Limited (hereinafter referred to as "the Company"), as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("the 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 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 Companies Act, 2013.

Auditors' Responsibility

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 and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

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.

Basis for Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the Company's internal financial controls over financial reporting with reference to financial statements as at March 31, 2020:

- The Company did not have an appropriate internal control system in relation to the granting of loans and advances/ other advances to promoter group companies and/or other companies, including ascertaining economic substance and business rationale of the transactions, establishing segregation of duties and determining credentials of the counter parties;
- With respect to inter Corporate Deposits (ICDs), the Company did not have appropriate system to evaluate the credit worthiness of the parties and recoverability of monies given including interest thereon and also ensuring the compliances

with respect to provisions of the Companies Act, 2013 so that these not considered to be prejudicial to the interest of the Company;

- Certain individual details of debit and credit balances and reconciliation thereof with control balances of receivable/ payable/stock including supporting evidences for movement thereof as given in Note no. 59 of the Standalone financial statement were not available. IT Control systems and procedures needs strengthening in terms of framework for Internal Control over financial reporting with reference to financial statements taking into account related controls and procedures as stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India so that to facilitate required reconciliations and provide details for documentation with respect to internal financial controls in the respective areas.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting with reference to financial statements, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

Qualified Opinion

In our opinion, to the best of our information and according to the explanations given to us, except for the effects/possible effects of the material weaknesses described in Basis for Qualified Opinion Section above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate and effective internal financial controls with reference to the financial statements as of March 31, 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'.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company for the year ended March 31, 2020, and these material weaknesses have affected our opinion on the said financial statements of the Company and we have issued an adverse opinion on the financial statements of the Company.

For Lodha & Co
Chartered Accountants
Firm's ICAI Registration No.:301051E

R. P. Singh
Partner
Membership No: 52438
UDIN: 20052438AAAACB8356

Date: July 31, 2020
Place: Kolkata

ANNEXURE "B" TO THE AUDITORS' REPORT OF EVEN DATE:

(Referred to in paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date and except for the effects / possible effects of the matters described in the Basis for Adverse Opinion Section of our Audit Report and the material weaknesses described in the Basis for Qualified Opinion in our separate Report on the Internal financial Controls with reference to financial statement)

i) a. The Company has maintained proper records showing full particulars, including quantitative details and situations of fixed assets.

b. The Company has a program of verification of property, plant and equipment to cover all the items in a phased manner 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. The said verification even though carried out to certain extent along with internal auditor could not be completed amidst lock down due to COVID-19 pandemic so that to cover all the assets as per the said programme of verification. We have been informed that the said programme will be revised to cover for all the assets including those which could not be verified as above will be revised to cover in due course of time,. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c. According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed / court orders approving schemes of arrangements / amalgamations and other documents provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

In respect of immovable properties of land that have been taken on lease including in respect of tea estates of the company, according to the information and explanations given to us and the records examined by us and based on the examination of the court orders approving schemes of arrangements/ amalgamations and other documents provided to us, we report that, the lease agreements and/or other documents confirming such arrangement are in the name of the respective tea estates of the company and/or in the name of the Company, where the Company is the lessee.

In respect of Immovable properties of land and buildings (including leasehold properties) whose title deeds have been pledged as security for loans, guarantees, etc., the above verification has been based on the confirmations directly received by us from lenders.

ii) As informed, the physical verification of inventories of stores, finished goods were carried out at reasonable intervals at tea estates of the company during the year. However, no such verification at the tea estates as well as at company's warehouses and those lying with third parties could be undertaken at the year end due to lock down amidst COVID-19 pandemic. The Inventories as on March 31, 2020 have been arrived at by rolling back the receipts, issues and dispatches subsequent to the year end and verifying these with evidences relating to subsequent receipts, issues, dispatches and collections thereagainst. The inventory of finished goods and stores at the subsequent date with respect to which year-end stock were arrived were not material. The discrepancies noticed on physical verification between the physical stock of stores and finished goods and book stock of these inventories to the extent verified during the year were not material and the same have been properly dealt with in the books of account.

iii) Keeping in view the effects / possible effects of the matters described in paragraph (e) of the Basis for Adverse Opinion section of our report, we are unable to comment whether, the Company has granted unsecured loans to parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, terms and conditions, status with respect to repayment of principal and payment of interest as such cannot be commented upon by us.

iv) In our opinion and according to the information and explanations given to us and as described in paragraph (a) and (e) of the Basis for Adverse Opinion section of our Audit Report, the Company has not complied with the provisions of section 186 of the Companies Act, 2013 in respect of granting of loans, making investments and providing guarantees and securities, as applicable. Further, in view of the matter described in paragraph (e) of Basis for Adverse Opinion section of our Audit Report, it is not possible to ascertain and comment on the compliance of Section 185 of the Companies Act, 2013.

v) The Company has not accepted any deposits during the year and does not have any unclaimed deposits as at March 31, 2020 from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder and therefore, the provisions of clause 3(v) of the Order is not applicable to the company

vi) We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act in respect of the Company's products to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been maintained. We have however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

vii) a. According to the information and explanations given to us, during the year, there were certain delays in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Income Tax, Goods and Service Tax as applicable to it. There were no such delays in respect of amount payable towards Investor Education Protection fund, Employees' State Insurance, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues as applicable to it. However, the required information in this respect were not available for the tea estates sold during the year (as stated in Note no. 53(a)) and as such we are unable to comment.

b. There were no undisputed amounts payable in respect of Provident Fund, Investor Education Protection fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrear as at March 31, 2020 for a period of more than six months from the date they become payable except as detailed below:

Name of the Statute	Nature of Dues	Amount (Rs. In Lakhs)	Period to which they relates
Income Tax Act' 1961	Corporate Dividend Tax (Refer Note no. 29.1 of the Standalone financial Statements)	344.77	2005-2006 to 2007-2008

c. According to the information and explanations given to us, the details of disputed dues of sales tax, income tax, customs duty, wealth tax, excise duty, service tax, and Cess, as applicable, as at March 31, 2020, are as follows:

Name of the Statute	Nature of Dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act' 1961	Tax Deducted at Source	4,578.00	2008-2009	Commissioner of Income Tax (Appeals)
Finance Act' 1944	Service Tax	131.61	2004-2005 to 2007-2008	Commissioner (Appeals)/ CESTAT
Finance Act' 1944	Service Tax	373.72	2008-2009 to 2012-2013	Principal Commissioner of Service Tax
Central Excise Act' 1944	Excise Duty	42.30	1999 to 2003	Commissioner (Appeals)

viii) In our opinion and on the basis of information and explanations given to us by the management, the Company has defaulted in repayment of dues to the following banks and financial institutions:

Name of the Bank/ Financial Institution	Principal	Interest	Period of Default
Term Loans from Banks			
ICICI Bank Limited	-	949.96	June 2019 to March 31, 2020
HDFC Bank Limited	3,800.00	575.00	June 2019 to March 31, 2020
RBL Bank Limited	3,000.00	558.49	July 2019 to March 31, 2020
Yes Bank Limited	4,375.00	424.57	March 2019 to March 2020
Term Loan from Others			
Housing Development Finance Corporation Limited	321.09	250.02	January to March 2020
Short Term Loan from Banks			
Axis Bank Limited	25,000.00	2,666.76	July 2019 to March 31, 2020
RBL Bank Limited	23,500.00	2,707.13	July 2019 to March 31, 2020
HDFC Bank Limited	1,7901.97	1,570.74	May 2019 to March 2020

Name of the Bank/ Financial Institution	Principal	Interest	Period of Default
Standard Chartered Bank	4,010.30	272.93	November 2019 to March 2020
IndusInd Bank Limited	13,050.00	1,232.22	December 2019 to March 2020
Yes Bank Limited	33,026.61	3,368.67	May 2019 to March 2020
Short Term Loan from Others			
Techno Electric and Engineering Company Limited	10,000.00	-	March 2019 to March 2020
Aditya Birla Finance Limited	550.00	-	June 2019 to March 31, 2020
Ragini Finance Limited	1,000.00	-	October 2019 to March 2020
Digvijay Finlease Limited	2,000.00	-	October 2019 to March 2020
P D K Impex Private Limited	1,000.00	-	March 2020
Gloster Limited	1,500.00	-	December 2019 to March 2020
Cash Credit			
Axis Bank Limited	2,464.27	-	October 2019 to March 2020
HDFC Bank Limited	7,760.41	-	May 2019 to March 2020
State Bank of India Limited	11,944.63	-	June 2019 to March 31, 2020
United Bank of India	9,498.62	-	February 2020 to March 2020
ICICI Bank Limited	4,544.66	-	June 2019 to March 31, 2020

The above amount has been disclosed on the basis as described in Note no. 58(b) of the financial statement. The above default are however subject to the resolution plan under consideration by lenders (Refer Note no. 58(a))

ix) The money raised during the year by way of loan have also been given as ICDS under short term arrangements. As described in paragraphs (e) of the Basis for Adverse Opinion section of our report in respect of , we are unable to comment on whether the money raised by way of term loans were applied by the Company for the purposes for which they were raised. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.

x) During the course of our examination of books of account carried out in accordance with generally accepted auditing practices in India, we report that no material fraud by the Company or no fraud on the Company by the officers and employees of the company has been noticed or reported during the year.

In respect of matters involving fraud suspected by predecessor auditor in the earlier years and reported upon by them, final outcome of inspection or other course of action by regulatory authorities as stated in Para (e) of Basis for Adverse Opinion Section is awaited and as such cannot be commented upon by us.

xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for remuneration to the managing director (as given in Note no. 9.1) which is in excess of the limit laid down in accordance with the provisions of section 197 read with Schedule V to the Act. Such amount to the extent of Rs. 597.33 lakhs being in excess has been held in as trust by him. In respect of other directors the same is in accordance with the provisions of section 197 read with Schedule V to the Act.

xii) The Company is not a Nidhi company and hence reporting under paragraph 3(xii) of the Order is not applicable to the Company.

xiii) Due to the effects/ possible effects of the matters described in paragraph (e) of the Basis for Adverse Opinion Section of our report, we are unable to state whether the Company is in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the completeness / correctness of the disclosures / details of related party transactions in the standalone financial statements as required by the applicable Indian Accounting Standards.

xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(xiv) of the Order is not applicable to the Company.

xv) According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Lodha & Co
Chartered Accountants
Firm's ICAI Registration No.:301051E

R. P. Singh
Partner
Membership No: 52438
UDIN: 20052438AAAACB8356

Place: Kolkata
Date: July 31, 2020

Balance Sheet

as at 31st March, 2020

(Rs. in Lakhs)

Particulars	Note	Year ended 31st March, 2020	Year ended 31st March, 2019
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	5	1,00,345.88	1,07,429.52
b) Capital Work-in-Progress		5,276.76	4,744.86
c) Other Intangible Assets	6	1,199.65	1,467.04
d) Financial Assets			
(i) Investments			
- Investment in Subsidiary and Associate	8	15,967.18	22,936.98
- Other Investments	8B	1,081.27	4,238.54
(ii) Loans	9	2,85,974.81	1,76,011.90
(iii) Other Financial Assets	10	4,766.68	10,990.68
f) Other Non-Current Assets	11	2,175.51	8,532.55
Total Non-Current Assets		**4,16,787.74**	**3,36,352.07**
Current Assets			
a) Inventories	12	5,859.95	9,351.64
b) Biological Assets other than bearer plants	13	-	453.72
c) Financial Assets			
(i) Trade Receivables	14	1,537.27	2,564.88
(ii) Cash and Cash Equivalents	15	3,983.35	30,657.80
(iii) Bank Balances other than (ii) above	16	279.85	1,067.10
(iv) Loans	9	751.08	13.49
(v) Other Financial Assets	10	1,768.63	1,296.04
d) Current Tax Assets (Net)	17	7,007.46	7,007.46
e) Other Current Assets	18	5,047.66	5,988.67
Total Current Assets		**26,235.25**	**58,400.80**
Non Current Assets held for Sale	7	-	12,719.39
TOTAL ASSETS		**4,43,022.99**	**4,07,472.26**
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	19	5,222.79	5,222.79
b) Other Equity	20	1,58,942.55	1,62,174.60
Total Equity		**1,64,165.34**	**1,67,397.39**
Liabilities			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	21	5,268.91	15,812.32
(ii) Other Financial Liabilities	27	554.70	-
b) Provisions			
Employee Benefit Obligations	22	3,631.05	4,072.48
c) Deferred Tax Liabilities (Net)	23	12,433.84	17,188.93
d) Other Non-Current Liabilities	24	474.29	503.21
Total Non-Current Liabilities		**22,362.79**	**37,576.94**
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	25	1,87,160.91	1,34,212.77
(ii) Trade Payables	26		
(a) Total outstanding dues of Micro and Small Enterprises		-	-
(b) Total outstanding dues of creditors other than Micro and Small Enterprises		7,248.95	15,561.08
(iii) Other Financial Liabilities	27	45,548.02	32,578.47
b) Other Current Liabilities	28	8,714.32	16,169.51
c) Provisions			
(i) Employee Benefit Obligations	22	3,747.43	1,304.51
(ii) Other Provisions	29	1,007.12	975.23
d) Current Tax Liabilities (Net)	30	3,068.11	1,696.36
Total Current Liabilities		**2,56,494.86**	**2,02,497.93**
Total Liabilities		**2,78,857.65**	**2,40,074.87**
TOTAL EQUITY AND LIABILITIES		**4,43,022.99**	**4,07,472.26**

Significant accounting policies and other accompanying notes (1 to 61) form an integral part of the financial statements

As per our report of even date

For **Lodha & Co**
Chartered Accountants

For and on behalf of the Board of Directors

R.P. Singh
Partner

Aditya Khaitan
Chairman and Managing Director
(DIN No: 0000023788)

Azam Monem
Director
(DIN No: 0000023799)

Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata
Dated: 31st July 2020

Statement of Profit and Loss

For the year ended 31st March, 2020

(Rs. in Lakhs)

Particulars	Note	Year ended 31st March, 2020	Year ended 31st March, 2019
Revenue from Operations	31	85,640.41	1,31,318.99
Other Income	32	9,346.54	31,212.45
Total Income		**94,986.95**	**1,62,531.44**
Expenses:			
Cost of Materials Consumed	33	1,443.36	15,887.01
Changes in Inventories of Finished Goods	34	2,546.94	(460.42)
Employee Benefits Expense	35	50,745.62	74,541.60
Finance Costs	36	21,441.13	32,665.24
Depreciation and Amortisation Expense	37	6,247.30	6,921.73
Other Expenses	38	27,130.67	51,016.97
Total Expenses		**1,09,555.02**	**1,80,572.13**
Profit/(Loss) before Exceptional Items and Tax		**(14,568.07)**	**(18,040.69)**
Exceptional Items	39	11,769.28	18,040.90
Profit/(Loss) before Tax		**(2,798.79)**	**0.21**
Tax expense:	51		
Current Tax		-	710.15
Provision for tax relating to earlier years written back		-	(3,973.29)
Deferred Tax		(4,026.35)	3,704.97
Profit/(Loss) for the year		**1,227.56**	**(441.62)**
Other Comprehensive Income			
a) Items that will not be reclassified to profit or loss			
Remeasurements of post employment defined benefit plans		(2,278.74)	(660.49)
Change in fair value of Equity instruments through other comprehensive income		(2,909.61)	(5,371.52)
b) Income Tax relating to items that will not be reclassified to profit or loss	51	728.74	211.23
Other Comprehensive Income (Net of taxes)		**(4,459.61)**	**(5,820.78)**
Total Comprehensive Income for the year comprising of Profit/(Loss) and Other Comprehensive Income for the year		**(3,232.05)**	**(6,262.40)**
Earnings per Equity Share: [Face Value per share : Rs. 5/-]	45		
- Basic		**1.18**	**(0.41)**
- Diluted		**1.18**	**(0.41)**

Significant accounting policies and other accompanying notes (1 to 61) form an integral part of the financial statements
As per our report of even date

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For and on behalf of the Board of Directors

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Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata
Dated: 31st July 2020

Statement of Changes In Equity

For the year ended 31st March, 2020

A. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

Particulars	Refer Note No.	Amount
As at 1st April 2018		5,472.79
Changes in Equity Share Capital during the year (Equity shares bought back and cancelled)	19.3	(250)
As at 1st April 2019	19	5,222.79
Changes in Equity Share Capital during the year		-
As at 31st March 2020	19	5,222.79

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Reserves and Surplus					Other Comprehensive Income			
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Equity Investments at FVTOCI	Re-measurement of defined benefit plan	Total
Balance at 1st April 2018	201.68	11,053.58	98,640.10	3,618.16	19,209.20	33,873.74	9,028.94	-	175,625.40
Profit/(Loss) for the year	-	-	-	(441.62)	-	-	-	-	(441.62)
Other Comprehensive Income	-	-	-	-	-	-	(5,371.52)	(449.26)	(5,820.78)
Total Comprehensive Income for the year	-	-	-	(441.62)	-	-	(5,371.52)	(449.26)	(6,262.40)
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	(6,651.28)	-	-	-	-	-	-	(6,651.28)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1435.85	-	-	(1435.85)	-	-	-
Transfer to Retained Earnings				(449.26)	-	-	-	449.26	-
Dividend Paid	-	-	-	(537.12)	-	-	-	-	(537.12)
Balance as at 31st March 2019	**201.68**	**4,402.3**	**1,00,075.95**	**2,190.16**	**19,209.20**	**32,437.89**	**3,657.42**	**-**	**1,62,174.60**
Profit/(Loss) for the year	-	-	-	1,227.56	-	-	-	-	1227.56
Other Comprehensive Income	-	-	-	-	-	-	(2,909.61)	(1,550.00)	(4,459.61)
Total Comprehensive Income for the year	**-**	**-**	**-**	**1,227.56**	**-**	**-**	**(2,909.61)**	**(1,550)**	**(3,232.05)**
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	-	-	-	-	-	-	-	-
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,433.71	-	-	(1,433.71)	-	-	-
Transfer to Retained Earnings				(1,338.28)		-	(211.72)	1,550	-
Dividend Paid	-	-	-	-	-	-	-	-	-
Balance as at 31st March 2020	**201.68**	**4,402.30**	**101,509.66**	**2,079.44**	**19,209.20**	**31,004.18**	**536.09**	**-**	**1,58,942.55**
Refer Note no. 20 for nature of Reserves									

Significant accounting policies and other accompanying notes (1 to 61) form an integral part of the financial statements
As per our report of even date

For Lodha & Co
Chartered Accountants

For and on behalf of the Board of Directors

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Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata
Dated: 31st July 2020

Statement of Cash Flows

For the year ended 31st March, 2020

(Rs. in Lakhs)

	Particulars	Year ended 31st March 2020		Year ended 31st March 2019	
A.	**Cash Flow from Operating Activities**				
	Net Profit/(Loss) Before Tax		(2,798.79)		0.21
	Adjustments to reconcile profit for the year to net cash generated from operating activities:-				
	Finance Cost	21,441.13		32,665.24	
	Depreciation and Amortisation Expense	6,247.30		6,921.73	
	Exceptional Items	(11,769.28)		(18,040.90)	
	Loss/(Profit) on Sale of Property, Plant and Equipment	179.43		360.76	
	Deferred Income	(28.92)		(28.92)	
	Interest Income on loans, deposits, overdue debts etc.	(295.50)		(14,867.97)	
	Provision/ Liabilities no longer required written back	(1,997.62)		(272.20)	
	Profit on Compulsory acquisition of Land by Government	(195.27)		(94.16)	
	Changes in fair value of Biological Assets	453.72		62.39	
	Dividend on Long Term Trade Investments	(6,669.89)		(8,115.05)	
	Bad Debts/Advances written off	-		41.84	
	Provision for Doubtful Debts /Advances/Interest receivable	-		7,454.80	
	Provision against TDS deducted but not deposited by parties	514.37		537.62	
	Net Unrealised (Gain)/Loss on Foreign Currency Translation and Derivative at Fair Value through Profit and Loss	(714.40)	7,165.07	(162.98)	6,462.20
	Operating Profit Before Working Capital Changes		**4,366.28**		**6,462.41**
	Adjustment for:				
	(Increase) / Decrease in Loans, Other Financial Assets	(293.84)		3,613.04	
	(Increase) / Decrease in Trade Receivables	189.71		13,540.28	
	(Increase) / Decrease in Inventories	3,491.69		3,121.24	
	Increase / (Decrease) in Other non-financial Liabilities and provisions	284.53		(1,171.86)	
	(Increase) / Decrease in Other current and Non-Financial Assets	799.57		1,848.22	
	Increase / (Decrease) in Trade Payables and other financial Liabilities	(9,975.18)	(5,503.52)	7,184.19	28,135.11
	Cash Generated/(Used) from Operations		**(1,137.24)**		**34,597.52**
	Income taxes (paid)/ Refund		857.38		1,540.40
	Net cash from Operating Activities		(279.86)		36,137.92
B.	**Cash Flow from Investing Activities**				
	Purchase of Property, Plant and Equipment and movement in Capital Work in Progress	(1,972.86)		(4,351.78)	
	Repayment of Capital Advances	6,500.00		-	
	Sale of Property, Plant and Equipment	18,786.48		55,373.56	
	Interest Received	7,480.38		11,222.98	
	(Increase) / Decrease in Bank Balances other than Cash and cash equivalents	784.99		(717.28)	
	Dividend on Long Term Trade Investments	6,669.89		8,115.05	
	Advance from Subsidiary against Buy-back of Shares	-		8,390.83	
	(Purchase)/ Sale of Non-Current Investments (Net)	6,829.07		-	
	(Increase) / Decrease in Inter-Corporate Deposits	(1,10,141.86)		(1,09,907.59)	
	Net cash generated/(used) in Investing Activities		**(65,063.91)**		**(31,874.23)**
C.	**Cash Flow from Financing Activities**				
	Long Term Borrowings-Receipts/(Repayments)[Net]	(6,041.89)		(19,314.70)	
	Short Term Borrowings-Receipts/(Repayments)[Net]	52,948.15		84,889.04	
	Interest Paid	(7,975.38)		(31,961.82)	
	Payment on Buy-back of Shares	-		(6,901.28)	
	Payment of Lease Liability	(190.13)		-	
	Dividends (including corporate dividend tax)	(71.43)		(571.80)	
	Net Cash from/(used) in Financing Activities		**38,669.32**		**26,139.44**
	Net Increase/ (Decrease) in Cash and Cash Equivalents		(26,674.45)		30,403.13
	Opening Cash and Cash Equivalents		30,657.80		254.67
	Closing Cash and Cash Equivalents		**3,983.35**		**30,657.80**

Notes:

1. The above Cash Flow Statement has been prepared under the “indirect method” as set out in the Ind AS 7 on Statement of Cash Flows.

(Rs. in Lakhs)

2. Components of Cash and Cash Equivalents

Particulars		As at 31st March, 2020		As at 31st March, 2019
Cash on Hand		234.95		31.39
Balances with Banks				
In Current Account		3,744.80		30,626.41
Remittance in Transit		3.60		-
Cash and Cash Equivalents (Note-15)		**3,983.35**		**30,657.80**

3. **Change in Company's liabilities arising from financing activities:**

Particulars	As at 31st March, 2019	Cash flows*	Non-Cash Flows	As at 31st March, 2020
Non-current borrowings [Refer Note no. 21]	15,812.32	-	(10,543.41)	5,268.91
Current maturities of long term debt [Refer Note no. 27]	13,008.32	6,041.89	10,543.41	17,509.84
Short Term borrowings [Refer Note no. 25]	134,212.77	52,948.15	-	1,87,160.92
Lease Liability	-	(190.13)	1,165.45	975.32
Interest accrued on borrowings [Refer Note no. 27]	**824.64**	**(824.64)**	**14,576.49**	**14,576.49**

* Includes Cash Flow on account of both principal and interest

Significant accounting policies and other accompanying notes (1 to 61) form an integral part of the financial statements
As per our report of even date
For **Lodha & Co**
Chartered Accountants

For and on behalf of the Board of Directors

R.P. Singh
Partner

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(DIN No: 0000023788)

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Director
(DIN No: 0000023799)

Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata
Dated: 31st July 2020

Notes to Financial Statements for the year ended 31st March, 2020

1. CORPORATE INFORMATION

McLeod Russel India Limited ('MRIL' or 'the Company') is a public Company limited by shares incorporated in India with its registered office at 4, Mangoe Lane in the State of West Bengal and engaged in cultivation and manufacturing of tea. The Company is one of the largest plantation presently consisting of 33 tea estates located in Assam and West Bengal. The tea produced is sold in domestic as well as international market including United Kingdom and Europe. Its facility also includes two bulk blending unit that can blend both 'Orthodox' and Crushed, torn and curled (CTC) tea varieties. The shares of the Company are listed in National Stock Exchange (NSE), BSE Limited (BSE) and Calcutta Stock Exchange Limited.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

i) Statement of Compliance

The financial statement have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") and the Company has complied with Ind As issued, notified and made effective till the date of authorisation of the financial statements.

Application of new and revised standards: Accounting policies have been consistently applied except where a newly issued Indian Accounting Standards is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

a) Ind AS 116, LEASES

Effective 1st April, 2019, the Company has adopted Ind AS 116 "Leases" and applied the standard to its leasehold assets under modified retrospective approach with cumulative effect of initial recognition being given effect to on the date of application. Consequently, such assets have been recognised as "Right of Use" and have been amortised over the term of lease. Further, finance cost in respect of lease liability has been measured and considered in these financial statements. Previously charge on account of this was recognised as lease rent in terms of the agreement. The said standard has further been modified on 24th July 2020 to provide for treatment on account of concession in rent consequent to COVID'19 pandemic which does not have any impact in the financial statements of the company. Impact on implementation of Ind AS 116 has however been disclosed in Note no. 52.

b) Appendix C, 'Uncertainty over Income Tax Treatments', to Ind AS 12, 'Income Taxes' have also been revised with effect from the said date. Revision in these standard also did not have any material impact on the financial statements.

ii) Recent accounting pronouncements

On 24th July 2020, Ministry of Corporate Affairs ("MCA") has issued Companies (Indian Accounting Standards) Amendment Rules, 2020 notifying amendment to existing Ind AS 1 'Presentation of Financial Statements', Ind AS 8 'Accounting Policies, Changes in Estimates and Errors', Ind AS 10 'Events after the Reporting Period', Ind AS 34 'Interim Financial Reporting', Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets', Ind AS 103 'Business Combinations', Ind AS 107 'Financial Instruments: Disclosures', Ind AS 109 'Financial Instruments'. These amendments have been made effective for the period beginning on or after 1st April 2020.

Ind AS 1 has been modified to redefine the term 'Material' and consequential amendments have been made in Ind AS 8, Ind AS 34 and Ind AS 37.

Ind AS 103 dealing with 'Business Combination' has defined the term 'Business' to determine whether a transaction or event is a business combination. Amendment to Ind AS 107 and 109 relate to exception relating to hedging relationship directly affected by Interest Rate Benchmark reforms.

Presently, the Company is evaluating the impact with respect to above, as these Amendments are either not applicable or not likely to have any material impact on Financial Statement of the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Preparation

The Financial Statements have been prepared under the historical cost convention on accrual basis except for:

i) Certain financial instruments that are measured in terms of relevant Ind AS at fair value/amortised cost at the end of each reporting period;

ii) Certain Class of Property, Plant and Equipment carried at deemed cost based on based on Previous GAAP carrying value (including revaluation surplus) as on 1st April 2015;

ii) Defined benefit plans – plan assets measured at fair value;

iii) Biological assets (including un plucked green leaves) – measured at fair value less cost to sell.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

All the assets and liabilities have been classified as

Notes to Financial Statements for the year ended 31st March, 2020

current or non-current as per the Company's normal operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013. Having regard to the nature of business being carried out by the Company, the Company has determined its operating cycle as twelve months for the purpose of current and non-current classification.

The functional currency of the Company is determined as the currency of the primary economic environment in which it operates. The Financial Statements are presented in Indian Rupees and all values are rounded off to the nearest two decimal lakhs except otherwise stated.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurements:

a) Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities.

b) Level 2 : Inputs other than quoted prices included in inputs that are observable, either directly or indirectly for the asset or liability.

c) Level 3 : Inputs for the asset or liability which are not based on observable market data.

The Company has an established control framework with respect to the measurement of fair value. This includes a finance team headed by Chief Financial Officer who has overall responsibility for overseeing all significant fair value measurements who regularly reviews significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

B. Property, Plant And Equipment (PPE)

Property, plant and equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose cost includes deemed cost which represents the carrying value of PPE (including Revaluation thereon) recognised as at 1st April 2015 measured as per previous generally accepted accounting principles (Previous GAAP) and comprises purchase price of assets or its construction cost including inward freight, duties and taxes (net of Cenvat availed) and other expenses related to acquisition or installation and any cost directly attributable to bringing the assets into the location and condition necessary for it to be capable of operating in the manner intended for its use.

Parts of an item of PPE having different useful lives and material value and subsequent expenditure on PPE arising on account of capital improvement or other factors are accounted for as separate components.

The cost of replacing part of an item of PPE is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of PPE are recognised in the statement of profit and loss when incurred. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Bearer plants comprising of mature tea bushes are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

Immature bearer plants, including the cost incurred for procurement of new seeds and maintenance of nurseries, are carried at cost less any recognized impairment losses under capital work-in-progress. Cost includes the cost of land preparation, new planting and maintenance of newly planted bushes until maturity. On maturity, these costs are classified under bearer plants. Bearer Plants are depreciated from the date when they are ready for commercial harvest.

The Company's leased assets comprises of land, building and plant and machinery and these have been separately shown/disclosed under PPE as Right of Use (ROU) Assets.

Costs incurred for infilling are generally recognized in the Statement of Profit and Loss.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/expenses.

Capital work in progress also includes Nurseries, young tea under plantation, Equipments to be installed, construction and erection costs and other costs incurred in relation thereto or attributable to the same. Such cost are added to the related items of PPE and are classified to the appropriate categories when completed and ready for its intended use.

C. Leases

The Company's lease asset classes primarily consist of leases for land, warehouse, office space, factory etc. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits

Notes to Financial Statements for the year ended 31st March, 2020

from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability where applicable for all lease arrangements, except for leases with a term of twelve months or less (short-term leases)and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options considered for arriving at ROU and lease liability when it is reasonably certain that they will be exercised.

The lease liability is initially measured at amortized cost at the present value of the future lease payments where applicable. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment, whether it will exercise an extension or a termination option. ROU asset are separately presented/disclosed under PPE. Lease liability obligations is presented separately under "Financial Liabilities" and lease payments are classified as financing cash flows.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

D. Depreciation

Depreciation on PPE except otherwise stated, is provided as per Schedule II of the Companies Act, 2013 on straight line method over the estimated useful lives. Depreciation on upgradation of Property, Plant and Equipment is provided over the remaining useful life of the entire component/ PPE.

Depreciation on PPE commences when the assets are ready for their intended use. Based on above, the estimated useful lives of assets for the current period are as follows:

Category	Useful life
Buildings	Upto 70 years
Roads	Upto 10 years
Plant and machinery	Upto 30 years
Bearer Plant	77 years
Computer equipment	3 to 6 years
Furniture and fixtures, Electrical Installation and Laboratory Equipments	10 Years
Office equipment	5 Years
Vehicles	
- Motor cycles, scooters and other mopeds	10 Years
- Others	8 Years

The useful life has been determined based on internal assessment and supported by an independent evaluation carried out by technical experts. The company believes that the useful life as given above represents the period over which the company expects to use the assets.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Machinery Spares which can be used in connection with an item of PPE and whose use are expected to be irregular, are amortised over the useful life of the respective PPE.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

E. Intangible Assets

i) Trademark

Separately acquired Trademark is shown at cost. It is amortised over expected useful life and is subsequently carried at cost less accumulated amortisation and impairment losses, if any. For this purpose, cost includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2015 measured as per the previous generally accepted accounting principles.

ii) Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

Accordingly, the Company amortises intangible assets with a finite useful life using the straight-line method over a period of 20 years in case of Trademark and 5 years in case of Computer Software.

Amortisation methods, useful lives and residual values are reviewed and adjusted as appropriate at each reporting date.

Notes to Financial Statements for the year ended 31st March, 2020

F. Derecognition Of Tangible And Intangible Assets

An item of PPE/ROU/Intangible assets is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of PPE/Intangible Assets is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

G. Impairment Of Tangible And Intangible Assets

Tangible, Intangible and ROU assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognized in the statement of profit and loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the higher of assets' fair value less cost to disposal and its value in use. In assessing value in use, the estimated future cash flows from the use of the assets are discounted to their present value at appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Statement of Profit and Loss. In such cases the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years that reflects current market assessments of the time value of money and the risk specific to the asset.

H. Non-Current Assets Held For Sale

Non-current assets held for sale are presented separately in the balance sheet when the following criteria are met:

- the Company is committed to selling the asset;

- the assets are available for sale immediately;

- an active plan of sale has commenced; and

- Sale is expected to be completed within 12 months.

Assets held for sale and disposal groups are measured at the lower of their carrying amount and fair value less cost to sell. Assets held for sale are no longer amortised or depreciated.

Non-current asset classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a Non-current asset classified as held for sale are presented separately from other liabilities in the balance sheet.

I. Financial Instruments

Financial assets and financial liabilities (financial instruments) are recognised when Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value Through Profit and Loss (FVTPL) or at Fair Value Through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

i) Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

ii) Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that discounts estimated future cash payments or receipts

Notes to Financial Statements for the year ended 31st March, 2020

(including all fees, transaction costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability.

iii) Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

iv) For the purpose of para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

v) Financial Assets or Liabilities at Fair value through profit or loss (FVTPL)

Financial Instruments which does not meet the criteria of amortised cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. These are recognised at fair value and changes therein are recognized in the statement of profit and loss.

vi) Equity Instruments

The Company measures all equity investments (except subsidiary and associate) at fair value through profit or loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on an investment in equity investments in other comprehensive income, the fair value changes thereof are taken to FVTOCI and there is no subsequent reclassification of such valuation gains and losses to profit or loss. These on derecognition are credited to retained earnings.

Investment in subsidiary and associate are carried at cost less accumulated impairment, if any.

vii) Derivative and Hedge Accounting

The company enters into derivative financial instruments such as foreign exchange forward contracts, Interest Rate Swap etc. to mitigate the risk of changes in foreign exchange rates in respect of financial instruments and forecasted cash flows denominated in certain foreign currencies. The Company uses hedging instruments which provide principles on the use of such financial derivatives consistent with the risk management strategy of the Company. The hedge instruments are designated and documented as hedges and effectiveness of hedge instruments is assessed and measured at inception and on an ongoing basis to reduce the risk associated with the exposure being hedged.

Any derivative that is either not designated as a hedge, or is so designated but is ineffective as per Ind AS 109 "Financial Instruments", is categorized as a financial asset/liability, at fair value through profit or loss. Transaction costs attributable to the same are also recognized in statement of profit and loss. Changes in the fair value of the derivative hedging instrument designated as a fair value hedge are recognized in the statement of profit and loss.

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity as cash flow hedging reserve to the extent that the hedge is effective

Hedging instrument which no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. Any gain or loss recognised in other comprehensive income and accumulated in equity remains therein till that time and thereafter to the extent hedge accounting being discontinued is recognised in Statement of Profit and Loss. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the statement of profit and loss.

viii) Impairment of financial asset

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

The company measures the loss allowance for a financial assets at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

Notes to Financial Statements for the year ended 31st March, 2020

In case of trade receivables or contract assets that result in relation to revenue from contracts with customers, the company measures the loss allowance at an amount equal to lifetime expected credit losses.

ix) Derecognition of financial instruments

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On derecognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to retained earnings as a reclassification adjustment.

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.

x) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counter party.

xi) Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

J. Inventories

Inventories are valued at lower of cost or net realisable value. Inventories comprises of Raw materials i.e. purchased and harvested tea leaves, stores and spare parts and finished goods.

Cost in case of harvested tea leaves represents fair value less cost to sell. Cost of Finished Goods comprise of direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also includes all costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average method. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

K. BIOLOGICAL ASSETS

Tea leaves growing on tea bushes are measured at fair value less cost to sell with changes in fair value recognised in Statement of Profit and Loss.

L. Foreign Currency Transactions

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the statement of Profit and Loss account.

M. Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

N. Provisions, Contingent Liabilities And Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it

Notes to Financial Statements for the year ended 31st March, 2020

is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognised and disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognized but disclosed in the financial statement by way of notes when inflow of economic benefit is probable.

O. Employee Benefits

Employee benefits are accrued in the year in which services are rendered by the employee.

Short-term Employee Benefits

Short term Employee benefits are recognised as an expense in the statement of profit and loss in the year in which services are rendered.

Bonus

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits consisting of Leave Encashment is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

Post-employment Benefit Plans

Contributions to Gratuity, Super annuation fund etc., under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

P. Revenue Recognition

i) Revenue From Sale Of Product

Revenue from Sales is recognised when control of the products has been transferred and/or the products are delivered to the customers. Delivery occurs when the product has been shipped or delivered to the specific location as the case may be, and control has been transferred and either the customer has accepted the product in accordance with the contract or the company has objective evidence that all criteria for acceptance has been satisfied.

Revenue is measured at the fair value of the consideration received or receivable net of returns, claims and discounts to customers. Goods and Service Tax (GST) and such other taxes collected on behalf of third party not being economic benefits flowing to the Company are excluded from revenue.

ii) Interest, Dividend And Claims

Dividend income is recognized when the right to receive payment is established. Interest has been accounted using effective interest rate method. Insurance claims/ other claims are accounted as and when admitted / settled.

iii) Export Benefits

Export incentives are accounted for in the year of export if the entitlements and realisability thereof can be estimated with reasonable accuracy and conditions precedent to claim is fulfilled.

Q. Borrowing Cost

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds.

Notes to Financial Statements for the year ended 31st March, 2020

All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

R. Research And Development

Research and development cost (other than cost of PPE acquired) are charged as an expense in the year in which they are incurred.

S. Government Grants

Government grants are recognized on systematic basis when there is reasonable certainty of realization of the same. Revenue grants including subsidy/rebates are credited to Statement of Profit and Loss Account under "Other Operating Income" or deducted from the related expenses for the period to which these are related. Grants which are meant for purchase, construction or otherwise to acquire non current assets are recognized as Deferred Income and disclosed under Non Current Liabilities and transferred to Statement of Profit and Loss on a systematic basis over the useful life of the respective asset. Grants relating to non-depreciable assets is transferred to Statement of Profit and Loss over the periods that bear the cost of meeting the obligations related to such grants.

T. Taxes on Income

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences with respect to carry forward of unused tax credits and any unused tax losses/depreciation to the extent that it is probable that taxable profits will be available against which these can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets include Minimum Alternative Tax (MAT) measured in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability and such benefits can be measured reliably and it is probable that such benefit will be realized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and adjusted to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

U. Earnings Per Share

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

V. Segment Reporting

Operating segments are identified and reported taking into account the different risk and return, organisation structure and the internal reporting provided to the chief-operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Segment manager who allocates resources and assess the operating activities, financial results, forecasts, or plans for the segment.

4. CRITICAL ACCOUNTING JUDGMENTS, ASSUMPTIONS AND KEY SOURCES OF ESTIMATION AND UNCERTAINTY

The preparation of the financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets

Notes to Financial Statements for the year ended 31st March, 2020

and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements have been disclosed below. The notes provide an overview of the areas that involved a high degree of judgement or complexity and of items which are likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant note together with information about basis of calculation of each affected line item in the financial statements. The key assumptions concerning the future and other key sources of estimation/assumptions at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities and related revenue impact within the next financial year are discussed below:

a) Depreciation / amortisation of and impairment loss on property, plant and equipment / intangible assets.

Property, plant and equipment, ROU and intangible assets are depreciated/amortized on straight-line basis over the estimated useful lives in accordance with Internal assessment and Independent evaluation carried out by technical expert/ Schedule II of the Companies Act, 2013, taking into account the estimated residual value, wherever applicable.

The company reviews its carrying value of its Tangible and Intangible Assets whenever there is objective evidence that the assets are impaired. The required level of impairment losses to be made is estimated by reference to the estimated value in use or recoverable amount. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted.

The assumptions for cash flows and fair valuation as required in this respect are based on the successful outcome of resolution plan which as dealt in Note no. 4(e) below are under evaluation and consideration of lenders and otherwise may have significant impact.

b) Arrangement contain leases and classification of leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any option to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the company's operations taking into account among other things, the location of the underlying asset and the availability of suitable alternatives. The lease terms and impact thereof are reassessed in each year to ensure that the lease term reflects the current economic circumstances.

c) Going Concern assumption

As stated in Note no. 58, the financial statements of the company have been prepared on going concern assumption based on managements assessment of the expected successful outcome of steps and measures taken by the company and approval of the resolution plan and other proposals currently under evaluation and consideration of the lenders followed by restructuring in sync with said plan. In the event of these measures and plan not being approved impact thereof, even though presently not determinable are expected to be material.

d) Fair valuation and Impairment of Loans

All financial instruments are required to be fair valued as at the balance sheet date, as provided in Ind AS 109 - Financial Instruments and Ind AS 113 - Fair Value Measurement. In this respect, judgement is exercised to determine the value at which such assets are to be recognised. This requires critical evaluation of the realisable value of assets based on estimation and judgements which may not turn out to be true and may lead to significant adjustments in value.

The above includes various loans and advances to companies which have been considered good and recoverable. This however is dependent upon the restructuring and other proposals under consideration of lenders and therefore recoverabilities and interest thereagainst and/or adjustments required as stated in Note no. 57 will be determinable on finalisation of resolution plan.

e) Fair Value of Biological Assets

The fair value of Biological Assets is determined based on recent transactions entered into with third parties or available market price.

Notes to Financial Statements for the year ended 31st March, 2020

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company.

f) Impairment loss on trade receivables

The Company evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment loss as a result of the inability of the debtors to make required payments. The Company bases the estimates on the ageing of the customers balance, their credit-worthiness and historical write-off experience.

g) Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes as the Company is engaged in agricultural activities. Also there are many transactions and calculations during the ordinary course of business for which the ultimate tax determination is uncertain. Further judgement is involved in determining the deferred tax position on the balance sheet date.

The Company has significant amount of unused tax losses and tax credits. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profit together with future tax planning strategies. The management has reviewed the rationale for recognition of Deferred Tax Assets and based on the likely timing and level of profitability in future and expected utilisation of deferred tax thereagainst such recognition of deferred tax assets has been carried out.

h) Provisions and Contingencies

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management uses in-house and external legal professional to make judgment for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Company as it is not possible to predict the outcome of pending matters with accuracy.

i) Defined benefit obligation (DBO)

The present value of the defined benefit obligations and long term employee benefits depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) include the discount rate. Any changes in these assumptions will impact the carrying amount of defined benefit obligations. The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the obligations. In determining the appropriate discount rate, the Company considers the interest rates of Government securities that have terms to maturity approximating the terms of the related defined benefit obligation. Other key assumptions for obligations are based on current market conditions.

Notes to Financial Statements for the year ended 31st March, 2020

5. PROPERTY, PLANT AND EQUIPMENT

As at 31st March 2019

(Rs. in Lakhs)

Particulars	GROSS AMOUNT							ACCUMULATED DEPRECIATION							
	As at 1st April 2018	Assets Held for Sale As at 1st April 2018	Additions during the year	Disposals during the year	Re-classi-fication	Assets Held for Sale as at 31st March 2019 [Note 53]	As at 31st March 2019	As at 1st April 2018	Assets Held for Sale As at 1st April 2018	Depreciation for the year	Disposals during the year	Re-classi-fication	Assets Held for Sale as at 31st March 2019 [Note 53]	Total As at 31st March 2019	As at 31st March 2019
Freehold	4,312.32	-	-	-	-	-	4,312.32	-	-	-	-	-	-	-	4,312.32
ROU Leasehold Land	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Buildings	48,543.47	-	3,828.51	14,029.35	-	3,714.44	34,628.19	7,910.52	-	2,462.28	2,612.46	-	942.53	6,817.81	27,810.38
ROU Building	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
ROU Tea Factory	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Plant and Equipment	34,649.85	-	1,493.96	9,946.39	-	2,736.76	23,460.66	6,313.94	-	2,016.06	1,995.98	-	698.46	5,635.56	17,825.10
Furniture and Fixtures	962.99	-	51.04	251.71	-	53.78	708.54	375.50	-	94.78	102.36	-	26.32	341.60	366.94
Vehicles	3,516.14	-	55.95	996.96	-	224.98	2,350.15	1,394.08	-	434.51	491.10	-	132.40	1,205.09	1,145.06
Office Equipment	101.47	-	5.90	29.92	-	6.61	70.84	67.73	-	14.40	20.29	-	6.34	55.50	15.34
Computer	329.51	-	28.88	66.99	-	19.30	272.10	177.04	-	45.48	39.11	-	13.62	169.79	102.31
Bearer Plants	88,448.88	-	938.87	20,428.87	-	7,925.78	61,033.10	5,751.13	-	1,564.41	1,526.67	-	607.84	5,181.03	55,852.07
Total	**1,80,864.63**	**-**	**6,403.11**	**45,750.19**	**-**	**14,681.65**	**1,26,835.90**	**21,989.94**	**-**	**6,631.92**	**6,787.97**	**-**	**2,427.51**	**19,406.38**	**1,07,429.52**

Notes to Financial Statements for the year ended 31st March, 2020

As at 31st March 2020

(Rs. in Lakhs)

Particulars	GROSS AMOUNT							ACCUMULATED DEPRECIATION							
	As at 1st April 2019	Assets Held for Sale As at 1st April 2019	Additions during the year	Disposals during the year	Re-class-ification	Assets Held for Sale as at 31st March 2020 [Note 53]	As at 31st March 2020	As at 1st April 2019	Assets Held for Sale As at 1st April 2019	Depreciation for the year	Disposals during the year	Re-class-ification	Assets Held for Sale as at 31st March 2020 [Note 53]	Total As at 31st March 2020	As at 31st March 2020
Freehold Land	4,312.32	-	-	4,026.68	-	-	285.64	-	-	-	-	-	-	-	285.64
ROU Leasehold Land	-	-	41.18	-	-	-	41.18	-	-	2.41	-	-	-	2.41	38.77
Buildings	34,628.19	3,714.44	211.68	3,735.23	-	-	34,819.08	6,817.81	942.53	2,346.42	818.46	-	-	9,288.30	25,530.78
ROU Building	-	-	1,124.27	-	417.73	-	1,542.00	-	-	322.78	-	-	-	322.78	1,219.22
Plant and Equipment	23,460.66	2,736.76	123.41	2,131.34	-	-	24,189.49	5,635.56	698.46	1,581.13	548.97	-	-	7,366.18	16,823.31
Furniture and Fixtures	708.54	53.78	-	128.65	-	-	633.67	341.60	26.32	73.83	93.79	-	-	347.96	285.71
Vehicles	2,350.15	224.98	-	255.60	-	-	2,319.53	1,205.09	132.40	312.57	156.67	-	-	1,493.39	826.14
Office Equipment	70.84	6.61	-	5.41	-	-	72.04	55.50	6.34	5.25	5.19	-	-	61.90	10.14
Computer	272.10	19.30	-	23.83	-	-	267.57	169.79	13.62	36.99	19.50	-	-	200.90	66.67
Bearer Plants	61,033.10	7,925.78	295.84	7,512.96	-	-	61,741.76	5,181.03	607.84	1,298.53	605.14	-	-	6,482.26	55,259.50
Total	**1,26,835.90**	**14,681.65**	**1,796.38**	**17,819.70**	**417.73**	**-**	**1,25,911.96**	**19,406.38**	**2,427.51**	**5,979.91**	**2,247.72**	**-**	**-**	**25,566.08**	**1,00,345.88**

3.1 Freehold Land includes cost of proportionate share of undivided land pertaining to certain portion of a office building. During the year, such land including Office building has been taken over by the Lenders as detailed in Note no. 54 and given to the company on Lease basis which has been accounted for in accordance with Ind AS 116.

3.2 "ROU Buildings" relates to building premises taken on lease and recognised as "Right of Use" in terms of Ind AS 116 on implementation with effect from 1st April 2019 (Refer Note no. 52).

3.3 "ROU Building" includes Tea Factory taken on lease. In absence of break-up value of lease rental against different items of Property, Plant and Equipment, so acquired on lease. The rental capitalised in terms of Ind AS 116 has been categorised and depreciated over the tenure of lease. The cost of upgradation of the said Tea Factory including installation of new Plant and Equipment has been classified under respective items of PPE and will be transferred to lessor at the residual value as agreed in terms of the agreement on expiry of lease term.

3.4 The Company has 31 tea estate land in State of Assam for which lease(patta) has been granted for carrying out the plantation activity against payment of Land Revenue. The company has 2 tea estates land taken on lease for 30 years on renewal basis from Government of West Bengal, has been recognised and disclosed as Right of Use Assets. The Company's Lease right for plantation is not for a specified lease term against lease payments (other than land revenue) and not expected to be withdrawn or discontinued in foreseeable future and as such perpetual in nature. Capitalisation of costs thereof as required in terms of Ind AS 116 and amortisation over the lease terms has therefore not considered in this respect.

3.5 Refer note No. 21 and 25 in respect of charge created against borrowings.

Notes to Financial Statements for the year ended 31st March, 2020

6. OTHER INTANGIBLE ASSETS

As at 31st March 2019 **(Rs. In Lakhs)**

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2018	Additions during the year	Disposals during the year	As at 31st March 2019	As at 1st April 2018	Amortisation for the year	Disposals during the year	As at 31st March 2019	As at 31st March 2019
Trade Mark [Brand]	2,437.50	-	-	2,437.50	750.00	250.00	-	1,000.00	1,437.50
Computer Software	528.21	1.40	-	529.61	460.26	39.81	-	500.07	29.54
Total	**2,965.71**	**1.40**	**-**	**2,967.11**	**1,210.26**	**289.81**	**-**	**1,500.07**	**1,467.04**

As at 31st March 2020 **(Rs. In Lakhs)**

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2019	Additions during the year	Disposals during the year	As at 31st March 2020	As at 1st April 2019	Amortisation for the year	Disposals during the year	As at 31st March 2020	As at 31st March 2020
Trade Mark	2,437.50	-	-	2,437.50	1,000.00	250.00	-	1,250.00	1,187.50
Computer Software	529.61	-	-	529.61	500.07	17.39	-	517.46	12.15
Total	**2,967.11**	**-**	**-**	**2,967.11**	**1,500.07**	**267.39**	**-**	**1,767.46**	**1,199.65**

6.1 Trade mark (Brand - WM logo), acquired in January 2005, is being amortised under straight line method over 20 years on prudent basis based on valuation by Independent Valuer.

6.2 Computer Software is being amortised under straight line method over 5 years.

7. NON CURRENT ASSETS HELD FOR SALE

(Rs. In Lakhs)

Particulars	Capital Work in Progress	Property, Plant & Equipment	Total
As at 1st April, 2018	-	-	-
Additions	465.25	12,254.14	12,719.39
Disposals	-	-	-
Transferred to Property, Plant and Equipment	-	-	-
As at 31st March, 2019	**465.25**	**12,254.14**	**12,719.39**
Additions	-	-	-
Disposals	396.63	10,606.59	11,003.22
Transferred to Property, Plant and Equipment	68.62	1,647.55	1,716.17
As at 31st March, 2020	-	-	-

7.1 Represents the net carrying amount of Property, Plant and Equipment including Capital Work in Progress held for Sale in terms of Memorandum of Understanding (MOU) with the buyer [Refer Note 5].

7.2 As per the MOU with the buyer, certain Specified Assets of Tea Estates were classified as Assets held for Sale. During the year certain tea estates were sold on 8th April 2020 as disclosed in Note no. 53(a). However, the sale of balance specified assets of Tea Estates could not be completed consequent to the temporary injunction imposed vide the order of Hon'ble NCLT, Kolkata. Accordingly, these assets have been transferred and reclassified as Property, Plant and Equipment and depreciation on the said assets has been provided based on the useful life of respective assets. The possibilities of sale etc, in this respect will be reviewed and considered based on necessary approval of resolution plan and consequential withdrawal of injunction by NCLT.

7.3 Also Refer Note no. 28.1 and 53(c).

Notes to Financial Statements for the year ended 31st March, 2020

8. NON-CURRENT INVESTMENTS

(Rs. in Lakhs)

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
	Investment in Equity Instruments			
	(Face Value of Rs 10 each fully paid, except otherwise stated)			
8A	**Investment in Subsidiary and Associate**			
	In Subsidiary (at cost unless stated otherwise)			
	Unquoted			
	Borelli Tea Holdings Limited - BTHL, (U.K.)	8A.3 and 8A.4		
	2,52,000 (31st March 2019: 362000) Shares of GBP 1/- each		15,967.18	22,936.98
	In Associate (at cost unless stated otherwise)			
	Unquoted			
	D. Wiiliamson Magor Bio Fuel Limited			
	72,81,201 (31st March 2019: 72,81,201) Shares , fully impaired		-	-
			15,967.18	**22,936.98**
	8A.1 Aggregate amount of unquoted investments		15,967.18	22,936.98
	8A.2 Aggregate amount of impairment in the value of investments		2,184.35	2,184.35
	8A.3 The Company has undertaken to hold 100% of the equity shares of Borelli Tea Holdings Limited (BTHL) in connection with the Term Loan obtained by BTHL (Balance outstanding as on 31st March 2020: Rs. 126.12 lakhs) against which these shares are pledged.			
	8A.4 In respect of Term Loan of Rs 10,000.00 lakhs from Standard Chartered Bank (Balance Outstanding as on 31st March 2020: Rs. 4,010.30 lakhs), the lender has exclusive charge by way of pledge of company's shareholding in BTHL.			
	8A.5 Details of Subsidiaries, Associates and Joint Ventures in accordance with Ind AS 112 "Disclosure of interests in other entities":			

			Proportion of ownership interest/ voting rights held by the Company	
	Name of the Company	**Country of Incorporation**	**As at 31st March 2020**	**As at 31st March 2019**
	Subsidiary			
	Borelli Tea Holdings Limited -BTHL	United Kingdom	100%	100%
	Associate			
	D1 Williamson Magor Bio Fuel Limited	India	34.30%	34.30%

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
8B	**Other Investments (at Fair Value through Other Comprehensive Income)**			
	Quoted			
	McNally Bharat Engineering Company Limited - MBECL	8B.5		
	30,52,295 (31st March 2019: 30,52,295) Shares		68.68	209.08
	Williamson Financial Services Limited			
	16,66,953 (31st March 2019: 16,66,953) Shares		98.18	308.39
	Eveready Industries India Limited	8B.7		

Notes to Financial Statements for the year ended 31st March, 2020

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
	16,63,289 (31st March 2019: 16,63,289) Shares of Rs. 5/- each		839.10	3,194.31
	Kilburn Engineering Limited			
	Nil (31st March 2019: 8,48,168) Shares	8B.9	-	373.19
	The Standard Batteries Limited			
	10,03,820 (31st March 2019: 10,03,820) Shares of Re. 1/- each	8B.8	41.76	60.33
	Kilburn Chemicals Limited			
	3,50,200 (31st March 2019: 3,50,200) Shares		32.50	90.70
	Kilburn Office Automation Limited			
	31,340 (31st March 2019: 31,340) Shares		0.34	1.83
	Unquoted			
	ABC Tea Workers Welfare Services Limited			
	11,067 (31st March 2019: 11,067) Shares		0.71	0.71
	Murablack India Limited			
	5,00,000 (31st March 2019: 5,00,000) Shares , fully impaired		-	-
	Suryachakra Seafood Limited			
	4,00,000 (31st March 2019: 4,00,000) Shares, fully impaired		-	-
			1,081.27	**4,238.54**

8. NON-CURRENT INVESTMENTS

(Rs. In Lakhs)

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
8B.1	Aggregate amount of Unquoted Investments		0.71	0.71
8B.2	Aggregate amount of Quoted Investments		1,080.56	4,237.83
8B.3	Aggregate market value of Quoted Investments		1,080.56	4,237.83
8B.4	Aggregate amount of Impairment in the value of Investments	8B.6	-	-
8B.5	In connection with a Term Loan from ICICI Bank Limited of Rs. 5,000.00 lakhs (31st March, 2019 – Rs. 5,000.00 lakhs) outstanding amount as on 31st March 2020 Rs. 499.66 lakhs (31st March, 2019 – Rs. 651.67 lakhs) taken by McNally Bharat Engineering Company Limited (MBECL), the Company has furnished a Non-Disposal Undertaking of its present and future holding of shares in MBECL, which will remain valid as long as the said amount remains due and unpaid by MBECL.			
8B.6	Amount is below the rounding off norm adopted by the Company.			
8B.7	Shares of Eveready Industries India Limited were pledged to Housing Development Finance Corporation Limited against short-term loan of Rs. 7,500 lakhs (Balance Outstanding as on 31st March 2020: Rs. Nil) (Refer Note no: 25) pending release of security by the lenders.			
8B.8	Shares of The Standard Batteries Limited are pledged to Aditya Birla Finance Limited against short-term loan of Rs. 1,000.00 lakhs (Balance Outstanding as on 31st March 2020: Rs. 550.00 lakhs).			
8B.9	During the period shares of Kilburn Engineering Limited has been sold by RBL Bank Limited on invocation of security and Rs. 247.67 lakhs has been adjusted against their outstanding amount of loan.			

Notes to Financial Statements for the year ended 31st March, 2020

9. LOANS

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
(Unsecured - considered good unless otherwise stated)					
Security Deposits		-	1,365.15	-	1,543.90
Loans to Bodies Corporate	57				
Considered Good		-	284,596.66	-	174,455.00
Credit Impaired		-	1,098.00	-	1,098.00
Less: Allowance for Doubtful Loans	9.2	-	(1,098.00)	-	(1,098.00)
Loan to Others	59	-	13.00	-	13.00
Loans and Advances to Employees					
Considered Good	9.1	751.08	-	13.49	-
Credit Impaired		-	9.56	-	9.56
Less: Allowance for Doubtful Loans	9.2	-	(9.56)	-	(9.56)
		751.08	**285,974.81**	**13.49**	**176,011.90**

9.1 Remuneration to the extent of Rs. 597.33 Lakhs (net of recovery thereagainst) paid to Managing Director for the period from 1st April 2016 to 31st March 2017 and 1st April 2018 to 31st March 2020 has become in excess of the limit laid down under the Companies Act, 2013, since required shareholders' approval could not be obtained. A part of the said remuneration has been recovered/refunded during the current year. However the excess amount paid is 'held in trust' (as per Section 197(9) of the Companies Act, 2013) and has been included under "Loans and Advances to Employees" pending recovery/adjustment or regularisation thereof in due course of time.

9.2 Movement of Impairment Allowances for doubtful balances

Particulars		Loans to Bodies Corporate		Loans to Employees	
		Year ended March 31, 2020	Year ended March 31, 2019	Year ended March 31, 2020	Year ended March 31, 2019
Balance at the beginning of the year		1,098.00	1,098.00	9.56	9.56
Recognised during the year		-	-	-	-
Reversal during the year		-	-	-	-
Balance at the end of the year		**1,098.00**	**1,098.00**	**9.56**	**9.56**

9.3 Refer Note no. 25 to the financial statements in respect of charge created against borrowings.

10. OTHER FINANCIAL ASSETS

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
Margin Money Deposit with banks	10.1 and 59	-	21.94	-	19.69
Receivable against Sale of specified assets of Tea Estates	10.2 and 59	-	1,828.61	-	2,432.07
Interest Accrued on Loans and Deposits	57				
Considered good		-	2,336.78	-	7,959.57
Credit Impaired	10.5	-	7,999.34	-	9,047.02

Notes to Financial Statements for the year ended 31st March, 2020

	Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
			Current	Non-Current	Current	Non-Current
	Less: Allowance for Doubtful Interest Receivable	10.6	-	(7,999.34)	-	(9,047.02)
	Interest Subsidies receivable from Government	10.3		579.35		579.35
	Receivable on account of claim/ disposal of assets	59 and 10.4	367.71	-	311.03	-
	Accrued duty draw back benefits pertaining to exports		720.83	-	331.80	-
	Subsidies receivable from Government		635.98	-	609.10	-
	Compensation receivable from Government	59	44.11	-	44.11	-
			1,768.63	**4,766.68**	**1,296.04**	**10,990.68**

10.1	Margin money deposits with banks represents the amount lying against bank guarantee issued by them under Non-Fund based facilities granted.
10.2	Receivable against Sale of specified assets of Tea Estates represents the amount receivable from buyers subject to fulfilment of conditions in terms of Sales Agreement including transfer of tea estate land in the name of the buyer.
10.3	Interest subsidy receivable represent the amount receivable under Interest Subsidy 1997 Scheme for the period from 2007-08 to 2008-10 against which the claims has been recommended by DIC district to DIC Guwahati but the subsidy has not released due to letter dated 18th June 2014 from DIPP, New Delhi stating that the said Scheme is available for incremental borrowing. The company had preferred an appeal before Hon'ble High Court at Delhi and the judgement has been delivered in favour of the company and therefore the amount has been considered good and recoverable. Pending finalisation of the matter and determination of the amount thereof, claim for interest thereagainst for the subsequent period has not been recognised.
10.4	Represents amount receivable from the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.
10.5	This includes Rs.1,051.99 lakhs, being the amount of tax deducted by the Bodies Corporate to whom Loans were granted and are yet to be deposited by them. Such amount have been fully provided for in the financial statement pending deposit of the amount deducted by respective companies.
10.6	Movement of Impairment Allowances for Interest Accrued on Loans and Deposits :

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Balance at the beginning of the year	9,047.02	1,149.60
Recognised during the year	514.37	7,897.42
Reversal during the year	(1,562.05)	-
Balance at the end of the year	**7,999.34**	**9,047.02**

10.7	Refer Note no. 25 to the financial statements in respect of charge created against borrowings.

Notes to Financial Statements for the year ended 31st March, 2020

11. OTHER NON-CURRENT ASSETS

(Rs. In Lakhs)

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
	Capital Advances	11.1	-	6,704.03
	Advances Other than Capital Advances:			
	Advances to Suppliers, Service Providers etc.		1,209.91	1,217.20
	Less : Allowance for Doubtful Advances	11.3	(1,209.91)	(1,217.20)
	Advance for Employee Benefit	41		
	- Superannuation Fund		1,088.36	494.36
	Prepaid Expenses		-	247.01
	Tax Payment under Protest	11.2	700.00	700.00
	Deposits with National Bank for Agriculture and Rural Development		387.15	387.15
			2,175.51	**8,532.55**
11.1	Includes Rs. Nil (31st March 2019: Rs. 6,600.00 lakhs) paid in earlier years to Williamson Magor & Company Limited towards purchase of certain portion of the office building. During the year such amount has been refunded subsequent to sale of said building to one of the Lender and adjustment of sale proceeds against their outstanding amounts (Refer Note no. 54).			
11.2	In connection with an overseas acquisition of a subsidiary in 2005, the Income Tax authority had raised a demand of Rs. 5,278.00 lakhs during the year 2009-10 on the Company on account of alleged non-deduction of tax at source and interest thereon pertaining to the transaction. The Company challenged the said demand before the appropriate authorities and the matter is pending as on this date. Further, the Company has obtained a stay against the said demand from the Hon'ble High Court of Calcutta. The Company deposited Rs. 700.00 lakhs during the year 2011-12 with Income Tax Authority under protest. This however should not have any impact on financial statements, since as per the related Share Purchase Agreement, Capital Gain or other taxes, if any, relating to sale of shares etc. is to be borne by the seller and not the Company.			
11.3	Movement of Impairment Allowances for doubtful balances:			

	Particulars	Year ended 31st March 2020
	Balance at the beginning of the year	1,217.20
	Recognised during the year	-
	Reversal during the year	7.29
	Balance at the end of the year	1,209.91

12. INVENTORIES

(Rs. In Lakhs)

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
	At lower of cost and net realisable value			
	Raw Materials (Green Leaf)	12.2	-	2.17
	Finished Goods (Stock of Tea)		3,187.52	5,734.46
	[Including in transit Rs. 317.80 lakhs (31st March 2019 - Rs Nil)]			
	Stores and Spares	12.1	2,672.43	3,615.01
			5,859.95	**9,351.64**
12.1	Stores and Spares is net of allowance for slow moving/obsolete inventory amounting to Rs. 81.93 lakhs (31st March 2019: Rs. 81.93 lakhs).			
12.2	Due to disruption of operations of tea estate on account of COVID- 19 pandemic, there was no inventory of usable green leaves as at 31st March 2020.			

Notes to Financial Statements for the year ended 31st March, 2020

12.3	Disclosure as per Ind AS 2 "Inventories"			
	Particulars		**Year ended 31st March, 2020**	**Year ended 31st March, 2019**
	a) Cost of Inventories recognised as Expense during the year		71,835.56	1,28,586.33
	b) (Increase)/Decrease in value of inventory due to variation in realisable value		(195.00)	281.82
12.4	Refer Note no. 25 to the financial statements in respect of charge created against borrowings			

13.	**BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS**			**(Rs. In Lakhs)**
	Particulars	**Refer Note no.**	**As at 31st March 2020**	**As at 31st March 2019**
	Fair Value of Biological Assets other than Bearer Plants (Unharvested Tea Leaves)		-	453.72
			-	453.72
13.1	Changes in Fair Value of Biological Assets Other Than Bearer Plants			
	Opening		453.72	516.11
	Increase due to harvest/physical changes		-	453.72
	Decrease due to harvest/physical changes		(453.72)	(516.11)
	Closing		-	453.72
13.2	Due to disruption of operations at tea estate on account of COVID 19 pandemic, unharvested tea leaves at the end of the year to be categorised as Biological Assets was not available for harvesting. Accordingly, Unharvested tea leaves on bushes as on 31st March 2020 was Nil (31st March 2019: 16.93 lakh kgs).			

14.	**TRADE RECEIVABLES**			**(Rs. In Lakhs)**
	Particulars	**Refer Note no.**	**As at 31st March 2020**	**As at 31st March 2019**
	Secured	59		
	- Considered Good	14.3	350.00	350.00
	- Credit Impaired		195.26	195.26
	Less: Allowance for Doubtful Debts	14.1	(195.26)	(195.26)
	Unsecured	59		
	- Considered Good		1,187.27	2,214.88
	- Credit Impaired		176.23	176.23
	Less: Allowance for Doubtful Debts	14.1	(176.23)	(176.23)
			1,537.27	**2,564.88**
14.1	**Movement of Impairment Allowances for doubtful debts**			
	Particulars		**Year ended 31st March 2020**	**Year ended 31st March 2019**
	Opening		371.49	340.90
	Recognised during the year		-	30.59
	Reversal during the year		-	-
	Closing		**371.49**	**371.49**
14.2	Transferred Receivables			
	In the normal course of business, the Company transfers its bills receivable to banks with recourse. Under arrangements with recourse, the Company is obligated to repurchase the uncollected financial assets, subject to limits specified in the agreement with the banks. Accordingly, in such cases the amounts received are recorded as liabilities in the statement of financial position and cash flows from financing activities.			

Notes to Financial Statements for the year ended 31st March, 2020

	The carrying value of trade receivables not de-recognised along with the associated liabilities is as below:			
	Particulars		**As at 31st March 2020**	**As at 31st March 2019**
	Total transferred receivables		**-**	**813.35**
	Associated payable [Refer Note 27]		**-**	**813.35**
14.3	Trade Receivable secured represents amount secured against value of building available as security from a customer. Such building has been disposed off by the Liquidator of the said customer in earlier years. The sale proceeds thereof have been withheld by the liquidator and is expected to be realised on resolution of various cases concerning legal ownership of said building.			
14.4	Refer Note no. 25 to the financial statements in respect of charge created against borrowings.			
15.	**CASH AND CASH EQUIVALENTS**			**(Rs. In Lakhs)**
	Particulars	**Refer Note no.**	**As at 31st March 2020**	**As at 31st March 2019**
	Balance with banks in Current Accounts	15.1	3,744.80	30,626.41
	Remittance in Transit		3.60	-
	Cash on hand		234.95	31.39
			-	-
			3,983.35	**30,657.80**
15.1	Includes Rs. Nil as on 31st March, 2020 (31st March, 2019- Rs. 120.30 lakhs) pertaining to bank accounts held in the name of Company but operated by buyers on sale of specified assets of certain Tea estates [Refer note 53(a)].			
15.2	Refer Note no. 25 to the financial statements in respect of charge created against borrowings.			
16.	**BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**			**(Rs. In Lakhs)**
	Particulars	**Refer Note no.**	**As at 31st March 2020**	**As at 31st March 2019**
	Earmarked Balance with banks:			
	- In Dividend Accounts	16.1	245.50	316.94
	- In Escrow Accounts	16.2	34.19	-
	- In Fixed Deposits		-	750.00
	- In Escrow Accounts/Fractional Share Sale Proceeds Account	16.1	0.16	0.16
			279.85	**1,067.10**
16.1	Amount is not due for transfer to Investor Protection Fund.			
16.2	The Company has entered into a Memorandum of Understanding with certain Tea Auction Brokers whereby the company receives advance against future sales which is repaid from the said bank account on realisation of sale proceed of Tea directly credited to the said account.			
16.3	Refer Note no. 25 to the financial statements in respect of charge created against borrowings.			
17.	**CURRENT TAX ASSETS (NET)**			**(Rs. In Lakhs)**
	Particulars	**Refer Note no.**	**As at 31st March 2020**	**As at 31st March 2019**
	Advance Tax - Agricultural Income Tax	30.1	6,699.70	6,699.70
	[Net of Provision Rs. 15,319.34 lakhs (31st March 2019: Rs 15,319.34 lakhs)]			
	Advance Tax - Fringe Benefit Tax		307.76	307.76
	[Net of Provision Rs. 273.20 lakhs (31st March 2019: Rs 273.20 lakhs)]			
			7,007.46	**7,007.46**

Notes to Financial Statements for the year ended 31st March, 2020

18. OTHER CURRENT ASSETS (Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Balance with Government Authorities - GST, etc.		1,765.19	1,097.34
Advances to Suppliers, Service Providers etc.	59		
Considered Good		2,548.58	2,342.64
Considered Doubtful		150.54	150.54
Less: Allowance for Doubtful Advances	18.1	(150.54)	(150.54)
Advance for Employee Benefits	41		
- Gratuity Fund		-	209.87
- Superannuation Fund		115.23	1,011.19
Advance to Employees		288.09	345.40
Recoverable from Director	9.1	-	263.01
Prepaid Expenses		330.57	719.22
		5,047.66	**5,988.67**

18.1 **Movement of Impairment Allowances for doubtful advances**

Particulars		Year ended 31st March 2020	Year ended 31st March 2019
Opening		150.54	150.54
Recognised during the year		-	-
Reversal during the year		-	-
Closing		**150.54**	**150.54**

19. EQUITY SHARE CAPITAL (Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Authorised			
12,00,00,000 (31st March 2019: 12,00,00,000) Equity Shares of Rs. 5/- each		6,000.00	6,000.00
Issued, subscribed and paid-up			
10,44,55,735 (31st March 2019: 10,44,55,735) Equity Shares of Rs. 5/- each fully paid up		5,222.79	5,222.79
		5,222.79	**5,222.79**

19.1 Reconciliation of number of Equity Shares outstanding (No of Shares)

Particulars		As at 31st March 2020	As at 31st March 2019
As at beginning of the year		104,455,735	109,455,735
Less: Buy back of shares		-	5,000,000
At the end of the year		104,455,735	104,455,735

19.2 Rights, preferences and restrictions attached to Shares

The Company has one class of shares referred to as Equity Shares having a par value of Rs. 5.00 each. Each Holder of Equity Shares is entitled to one vote per share. In the event of liquidation of the Company, the equity shareholders will be entitled to receive assets of the Company remaining after distribution of all preferential amounts, in proportion of their shareholding.

Notes to Financial Statements for the year ended 31st March, 2020

19.3	Buy Back of Shares
	On 30th May, 2018, the Board of Directors of the Company approved buy back of Company's equity shares for an amount not exceeding Rs. 10,000.00 lakhs (being less than 10% of the Equity share capital and free reserves of the Company as on 31st March 2018) from existing shareholders from open market through stock exchanges. The buy back was closed on 18th December, 2018. The Company has bought back 5,000,000 equity shares at Rs. 138.03 per share for an aggregate consideration of Rs. 6,901.28 Lakhs.

19.4 Shareholders holding more than 5% of the Equity Shares in the Company

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	(No. of Shares)	%	(No. of Shares)	%
Kamal Baheti (Trustee of Borelli Tea Holdings Limited, U.K.)	-	-	17,067,500	16.34
Ichamati Investments Limited	17,124,210	16.39	-	0.00
Williamson Magor & Company Limited	8,967,253	8.58	11,660,946	11.16
The Nomura Trust & Banking Co. Ltd as the Trustee of Nomura India Stock Mother Fund	-	-	6,475,220	6.20
Williamson Financial Services Limited	-	-	5,898,725	5.65
Edgbaston Asian Equity Trust	-	-	6,273,796	6.01
HDFC Small Cap Fund	-	-	6,437,496	6.16

Notes to Financial Statements for the year ended 31st March, 2020

20. OTHER EQUITY

(Rs. In Lakhs)

Particulars	Reserves and Surplus						Other Comprehensive Income		Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Revaluation Surplus	Other Reserve	Equity Investments through	Re-measurement of Defined Benefit Plan	
As at 1st April 2018	201.68	11,053.58	98,640.10	3,618.16	33,873.74	19,209.20	9,028.94	-	175,625.40
Profit/(Loss) for the year	-	-	-	(441.62)			-		(441.62)
Other Comprehensive Income	-	-	-	-	-	-	(5,371.52)	(449.26)	(5,820.78)
Total Comprehensive Income for the year	**-**	**-**	**-**	**(441.62)**	**-**	**-**	**(5,371.52)**	**(449.26)**	**(6,262.40)**
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	(6,651.28)		-	-	-	-	-	(6,651.28)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,435.85	-	-1435.85	-	-	-	-
Transfer to Retained Earnings	-	-	-	(449.26)		-	-	449.26	-
Dividend Paid	-	-	-	(537.12)	-	-	-		(537.12)
As at 31st March 2019	**201.68**	**4,402.30**	**100,075.95**	**2,190.16**	**32,437.89**	**19,209.20**	**3,657.42**	**-**	**162,174.60**
Profit/(Loss) for the year	-	-	-	1,227.56	-	-	-		1,227.56
Other Comprehensive Income	-	-	-	-	-	-	(2,909.61)	(1,550.00)	(4,459.61)
Total Comprehensive Income for the year	-	-	-	1,227.56	-	-	(2,909.61)	(1,550.00)	(3,232.05)
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	-	-	-	-	-	-	-	-
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment			1,433.71	-	(1,433.71)		-	-	-
Transfer to Retained Earnings	-	-	-	(1,338.38)	-	-	(211.62)	1,550.00	-
Dividend Paid	-	-	-	-	-	-	-		-
As at 31 March 2020	**201.68**	**4,402.30**	**101,509.66**	**2,079.34**	**31,004.18**	**19,209.20**	**536.19**	**-**	**158,942.55**

Nature and Purpose of Reserves

20.1 Capital Reserve

Represents the amount transferred from the transferor company pursuant to Scheme of Arrangement effected in earlier years.

20.2 Securities Premium

Securities Premium represents the amount received in excess of par value of securities and is available for utilisation as specified under Section 52 of Companies Act, 2013.

20.3 General Reserve

General reserve is a free reserve which is created by transfer of profits from retained earnings. As the general reserve is created by a transfer from one component to another and is not an item of Other Comprehensive Income, items included in the general reserve is generally not reclassified subsequently to Statement of Profit and Loss.

20.4 Other Reserves

Represents the balance amount of reserve which had arisen on transfer of Bulk Tea Division of Eveready Industries India Limited pursuant to Scheme of Arrangement.

20.5 Retained Earnings

Retained earnings generally represents the undistributed profit/ amount of accumulated earnings of the company. This includes Other Comprehensive Income of (Rs. 3,568.64 lakhs) (31st March 2019: (Rs. 2,018.54 lakhs)) relating to remeasurement of defined benefit plans (net of tax) which cannot be reclassified to Statement of Profit and Loss. The amount reported above are not distributable in entirety.

Notes to Financial Statements for the year ended 31st March, 2020

20.6 Revaluation Surplus

Represents differential arising on revaluation of Property, Plant and Equipment by the erstwhile Bulk Tea Division of Everready Industries Limited demerged to the company with effect from 1st April 2004 pursuant to the Scheme of Arrangement. The said reserve has been carried over being part of PPE, recognised at carrying value as per previous GAAP as deemed cost on the date of transition to Ind AS. The amount of depreciation attributable to the said revaluation is transferred from the said reserve to general reserve as per the practice followed in this respect.

20.7 Other Comprehensive Income

The company has elected to recognise changes in the fair value of non-current investments in Equity Instruments (other than Subsidiary and Associates) through OCI. This reserve represents the cumulative gains and losses arising on equity instruments measured at fair value. The company transfers amounts from this reserve to retained earnings when the relevant equity securities are disposed. This also includes gain/ losses on defined benefit obligations which is transferred to retained earnings as stated in Note 20.5 above.

21. NON-CURRENT BORROWINGS

(Rs. In Lakhs)

Particulars		Refer Note No.	As at 31st March 2020		As at 31st March 2019	
			Current	Non-Current	Current	Non-Current
SECURED						
Term Loans from Banks						
ICICI Bank Limited			737	-	1,996.39	999.42
a)	Nature of Security					
	Secured by first pari passu charge of certain tea estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.					
b)	Rate of Interest					
	Interest is payable on monthly basis at base rate plus 0.40% p.a.					
ICICI Bank Limited			993	3,000	1,082.64	4,948.26
a)	Nature of Security					
	Secured by first pari passu charge of certain tea estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.					
b)	Rate of Interest					
	Interest is payable on monthly basis at 1 year MCLR plus 1.70% p.a					
c)	Terms of Repayment					
	Repayable Rs. 130 lakhs in September, 2019 and 12 equal installments of Rs. 500 lakhs each from December, 2019.					
HDFC Bank Limited			2,300	-	2,297.05	-
a)	Nature of Security					
	Secured by extension of exclusive charge over certain tea estates.					
b)	Rate of Interest					
	Interest is payable on monthly basis at HDFC bank at 1 year MCLR plus 1.40% p.a.					
HDFC Bank Limited			3,000	1500	1,446.24	2,953.76
a)	Nature of Security					
	(i) Subservient charge on the entire present and future moveable fixed assets of the company.					
b)	Rate of Interest					
	Interest is payable on monthly basis at 3-month MCLR plus 3.00% p.a.					
c)	Terms of Repayment					
	Repayable in Four (31st March 2019: Twelve) equal quarterly instalments of Rs. 375 Lakhs each.					

Notes to Financial Statements for the year ended 31st March, 2020

Particulars		Refer Note No.	As at 31st March 2020		As at 31st March 2019	
			Current	Non-Current	Current	Non-Current
RBL Bank Limited			4,752.33495	-	3,940.06	1,994.22
a)	Nature of Security					
	Subservient charge by way of hypothecation/mortgage over moveable fixed assets of the Company both present and future.					
b)	Rate of Interest					
	Interest is payable on monthly basis at RBL Bank's 1 year MCLR plus 1.10%.					
Yes Bank Limited			4,375	-	1,219.62	3,092.95
a)	Nature of Security					
	(i) Subservient charge on all the Moveable Fixed assets of certain tea estates- both present and future.					
b)	Rate of Interest					
	Interest is payable on monthly basis at 1 year MCLR plus 1.15% per annum.					
	Term Loan from Others					
	Housing Development Finance Corporation Limited		1,352.51	768.91	1,026.32	1,823.71
a)	Rate of Interest					
	Interest is payable on monthly basis at HDFC CORP-PLR plus 2.10% p.a.					
b)	Terms of Repayment					
	Nine (31st March 2019: Thirty One) equated monthly instalments (including interest) of Rs. 108.46 Lakhs each.					
			17,509.83	**5,268.91**	**13,008.32**	**1,5812.32**

21.1 The company has been in default for the repayment of principal and interest to the lenders (banks & others). The period and amount of such default as on balance sheet date are as follows:

Particulars	Period of Default	Principal		Interest	
		As at 31st March 2020	As at 31st March 2019	As at 31st March 2020	As at 31st March 2019
Term Loans from Banks					
ICICI Bank Limited	June 2019 to March 31, 2020	-	-	949.96	-
HDFC Bank Limited	June 2019 to March 31, 2020	3,800.00	-	575.00	-
RBL Bank Limited	July 2019 to March 31, 2020	3,000.00	-	558.49	-
Yes Bank Limited	March 2019 to March 2020	4,375.00	-	424.57	-
Term Loan from Others					
Housing Development Finance Corporation Limited	January to March 2020	321.09	2,000.00	250.02	-
Short Term Loan from Banks					
Axis Bank Limited	July 2019 to March 31, 2020	25,000.00	-	2,666.76	-
RBL Bank Limited	July 2019 to March 31, 2020	23,500.00	-	2,707.13	-
HDFC Bank Limited	May 2019 to March 2020	17,901.97	-	1,570.74	-
Standard Chartered Bank	November 2019 to March 2020	4,010.30	-	272.93	-
IndusInd Bank Limited	December 2019 to March 2020	13,050.00	-	1,232.22	-

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Period of Default	Principal		Interest	
		As at 31st March 2020	As at 31st March 2019	As at 31st March 2020	As at 31st March 2019
Yes Bank Limited	May 2019 to March 2020	33,026.61	-	3,368.67	-
Short Term Loan from Others					
Techno Electric and Engineering Company Limited	March 2019 to March 2020	10,000.00	-	-	-
Aditya Birla Finance Limited	June 2019 to March 31, 2020	550.00	1,000.00	-	26.22
Ragini Finance Limited	October 2019 to March 2020	1,000.00	-	-	-
Digvijay Finlease Limited	October 2019 to March 2020	2,000.00	-	-	-
P D K Impex Private Limited	March 2020	1,000.00	-	-	-
Gloster Limited	December 2019 to March 2020	1,500.00	-	-	-
Cash Credit					
Axis Bank Limited	October 2019 to March 2020	2,464.27	-	-	-
HDFC Bank Limited	May 2019 to March 2020	7,760.41	-	-	-
State Bank of India Limited	June 2019 to March 2020	11,944.63	-	-	-
United Bank of India	February 2020 to March 2020	9,498.62	-	-	-
ICICI Bank Limited	June 2019 to March 2020	4,544.66	-	-	-
		180,247.56	**3,000.00**	**14,576.49**	**26.22**

21.2 During the year, Yes Bank Limited has recalled its entire loan outstanding including interest thereon. Accordingly, such loans though repayable after 31st March 2020 has been considered as Current.

21.3 In terms of agreement with lenders the above mentioned loans in certain cases were also required to be secured against equitable mortgage of specific tea estates of the company along with other lenders, pledge of entire equity shares of Mcleod Russel Uganda Limited (MRUL), Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700 019 and Pledge of entire equity shares of Phuben Tea Company Limited (PBTC), Vietnam. However, in view of pending resolution plan, Security as such could not be created.

21.4 The Security as disclosed above has been based on the charge documents filed with ROC. Further certain security has been disposed off by the lenders against repayments of their dues and accordingly such securities have not been disclosed herein above. As stated in Note no. 58, Resolution Plan for restructuring the borrowing are under consideration of lender and thereby terms and conditions thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

21.5 Also Refer Note no. 58 and 36.1.

22. EMPLOYEE BENEFIT OBLIGATIONS

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
Provision for Employee Benefits	41				
- Staff Pension		1,596.56	3,532.98	933.90	3,539.10
- Gratuity Fund		1,715.59	86.26	-	-
- Medical Benefit		291.38	1.61	180.40	141.67
- Expatriate Pension		4.52	10.20	3.84	12.34
- Leave		139.38	-	186.37	379.37
		3,747.43	**3,631.05**	**1,304.51**	**4,072.48**

Notes to Financial Statements for the year ended 31st March, 2020

23. DEFERRED TAX LIABILITIES (NET)

(Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Deferred Tax Liabilities		22,833.34	24,308.15
Deferred Tax Assets		10,399.50	7,119.22
		12,433.84	**17,188.93**

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2020 are given below:

Particulars	As at 1st April, 2019	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2020
Deferred Tax Assets:				
Expenses allowable on payment basis	2,141.62	(542.82)	(728.74)	3,413.18
Allowances for Doubtful Debts, Advances etc.	1,529.16	219.40	-	1,309.76
MAT Credit Entitlement	3,063.37	(2,091.08)	-	5,154.45
Others	385.07	(137.04)	-	522.11
Total Deferred Tax Assets	**7,119.22**	**(2,551.54)**	**(728.74)**	**10,399.50**
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment and other intangible assets	24,308.15	(1,474.81)	-	22,833.34
Others	-	-	-	-
Total Deferred Tax Liabilities	**24,308.15**	**(1,474.81)**	**-**	**22,833.34**
NET DEFERRED TAX (ASSETS)/ LIABILITIES	**17,188.93**	**(4,026.35)**	**728.74**	**12,433.84**

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2019 are given below:

Particulars	As at 1st April, 2018	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2019
Deferred Tax Assets:				
Expenses allowable on payment basis	2,502.70	572.31	(211.23)	2,141.62
Loss under Agricultural Income Tax	8,624.15	8,624.15	-	-
Allowances for Doubtful Debts, Advances etc.	1,448.08	(81.08)	-	1,529.16
MAT Credit Entitlement	3,063.37	-	-	3,063.37
Others	381.88	(3.19)	-	385.07
Total Deferred Tax Assets	**16,020.18**	**9,112.19**	**(211.23)**	**7,119.22**
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment and other intangible assets	29,540.05	(5,231.90)	-	24,308.15
Others	175.32	(175.32)	-	-
Total Deferred Tax Liabilities	**29,715.37**	**(5,407.22)**	**-**	**24,308.15**
NET DEFERRED TAX (ASSETS)/ LIABILITIES	**13,695.19**	**3,704.97**	**211.23**	**17,188.93**

23.1 The ultimate realisation of deferred tax assets, unused tax credit is dependent upon the future taxable income of the company. Deferred Tax Assets including MAT Credit entitlement has been recognised on management's assessment of reasonable certainty for reversal/utilisation thereof against future taxable income. Deferred tax assets in respect of unabsorbed losses pertaining to current year to be carried forward for set off against future taxable income amounting to Rs. 4,010.68 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognised.

Notes to Financial Statements for the year ended 31st March, 2020

24. OTHER NON-CURRENT LIABILITIES

(Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Deferred Revenue arising from Government Grants	24.1	474.29	503.21
		474.29	**503.21**

24.1 Deferred Income Comprises of Government Grants/Assistance in form of:

Particulars	Opening (Including Non-Current Portion)	Recognised during the year	Transferred to Statement of Profit and Loss	Closing (Including Non-Current Portion)
Financial Assistance under Tea Board Quality Upgradation and Product Diversification Scheme towards Capital expenditure incurred for Tea Plantation. The assistance received/receivable and credited to deferred income has been transferred to Statement of Profit and Loss proportionately based on useful lives of respective property, plant and equipment.	532.13	-	28.92	503.21

25. CURRENT BORROWINGS

(Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Secured Loans from Banks			
Cash Credit, Packing Credit and Demand Loans		53,497.03	9,222.77
(a) Nature of Security			
Secured by equitable first mortgage by way of deposit of title deeds of immovable properties of certain tea estates ranking pari passu and hypothecation of tea crop, movable properties and book-debts, present and future of the Company.			
Secured by second charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.			
Secured Loans - Short Term			
Axis Bank Limited		7,500.00	7,500.00
(a) Nature of security:			
Secured by first charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.			
Personal guarantee of Mr. Aditya Khaitan, Director.			
Axis Bank Limited		7,500.00	7,500.00
(a) Nature of security:			
Secured by second charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.			
RBL Bank Limited		23,500.00	11,000.00
(a) Nature of security:			
Subservient charge by way of hypothecation/mortgage over moveable fixed assets of the Company - both present and future.			

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Subservient charge over the current assets of the company both present and future.			
Standard Chartered Bank		4,010.30	6,000.00
(a) Nature of security:			
Exclusive charge by way of pledge of Company's shareholding in Borelli Tea Holdings Limited (BTHL).			
Personal guarantee of Mr. Aditya Khaitan, Director.			
IndusInd Bank Limited		13,050	3,500.00
(a) Nature of security:			
Subservient charge on all the Moveable Fixed assets, book debts and stock of certain tea estates- both present and future.			
Yes Bank Limited		9,636.61	14,000.00
(a) Nature of security:			
Subservient charge on all the Moveable Fixed assets of certain tea estates- both present and future.			
HDFC Bank Limited		17,901.97	18,000.00
Secured Loans from Others			
Housing Development Finance Corporation Ltd.		-	6,500.00
(a) Nature of security:			
(i) Secured by Company's share-holding in Eveready Industries India Limited, and additionally secured by certain shareholding of group-companies in Eveready Industries India Limited.			
(ii) Secured by pledge of 1.35 lakhs shares of the Company held by group-companies			
SREI Equipment Finance Limited		-	5,000.00
(a) Nature of Security			
(i) To be Secured by Exclusive charge on the equipment procured from the loan, pari-passu charge on moveable assets of certain tea-estates of the Company.			
(ii) Personal guarantee of Mr. Aditya Khaitan, Director.			
Techno Electric and Engineering Company Limited		10,000.00	10,000.00
(a) Nature of Security			
Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700019.			
Aditya Birla Finance Limited		550.00	1,000.00
(a) Nature of Security			
To be secured by Equitable Mortgage by way of exclusive charge over land with a single storied house constructed thereon at Guwahati, Ulbari, Dist-Guwahati.			

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Unsecured Loans - Short Term			
Unsecured Loans from Banks			
RBL Bank Limited		-	2,000.00
Yes Bank Limited		23,390.00	23,990.00
Axis Bank Limited		10,000.00	-
Unsecured Loans from Others			
Intercorporate Loans:			
- From Body Corporates		6,625.00	9,000.00
		1,87,160.91	**1,34,212.77**

25.1 Refer Note no. 21.1 in respect of default in borrowings

25.2 In terms of agreement with lenders the above mentioned loans in certain cases were also required to be secured against equitable mortgage of specific tea estates of the company along with other lenders, pledge of entire equity shares of Mcleod Russel Uganda Limited (MRUL), Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700 019, Pledge of entire equity shares of Phuben Tea Company Limited (PBTC), Vietnam and Personal guarantee of Mr. Aditya Khaitan, Director. However, in view of pending resolution plan, Security as such could not be created.

25.3 The Security as disclosed above has been based on the charge documents filed with ROC. Further certain security has been disposed off by the lenders against repayments of their dues and accordingly such securities have not been disclosed herein above. As stated in Note no. 58, Resolution Plan for restructuring the borrowing are under consideration of lender and thereby terms and conditions thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

25.4 Also refer Note no. 58 and 36.1

26. TRADE PAYABLES

(Rs. In Lakhs)

Particulars		Refer Note no.	As at 31st March 2020	As at 31st March 2019
Payable for Goods and Services				
a)	Total outstanding dues of micro enterprises and small enterprises	26.1	-	-
b)	Total outstanding dues other than micro enterprises and small enterprises		7,248.95	15,561.08
			7,248.95	**15,561.08**

26.1 Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, based on the confirmation and information available with the company regarding the status of suppliers.

27. OTHER FINANCIAL LIABILITIES

(Rs. In Lakhs)

Particulars	Refer Note no.	As at 31st March 2020		As at 31st March 2019	
		Non-Current	Current	Non-Current	Current
Current maturities of long-term debts-Secured	21 and 27.2	-	17,509.84	-	13,008.32
Interest accrued but not due on borrowings		-	-	-	30.28
Interest accrued and due on borrowings	21.1 and 27.2	-	14,576.49	-	794.36
Unpaid Dividends	27.1	-	245.50	-	316.94
Unclaimed Fractional Share Sale Proceeds	27.1	-	0.16	-	0.16
Deposits Received from Agents/ Customers		-	118.29	-	108.09

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note no.	As at 31st March 2020		As at 31st March 2019	
		Non-Current	Current	Non-Current	Current
Employee Benefits Payable		-	10,971.52	-	12,871.25
Capital Liabilities		-	-	-	972.83
Payable for Bill Discounting	14.2	-	-	-	813.35
Derivative instrument fair valued through profit and loss		-	94.89	-	807.29
Payable against Fair Trade Premium		-	93.70	-	88.79
Lease Liability	52	554.70	420.62	-	-
Payable pertaining to Sold Tea Estates (Net)	27.3 and 59	-	1,517.01	-	2,766.81
		554.70	**45,548.02**	**-**	**32,578.47**

27.1 There are no amounts due for payment to the Investor Education and Protection Fund as at the year end.

27.2 The liability in relation to borrowings have been stated based on the provisions and appropriations stated in Note no. 36.1, pending finalisation of resolution plan and confirmation/reconciliation of balances etc. by the lender (Refer Note no. 58(b)).

27.3 Represents amount payable to the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.

28. OTHER CURRENT LIABILITIES

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Advances from Customers / Selling Agents	59	5,374.76	6,212.97
Advance from subsidiary against buy-back of Shares	55	-	8,390.62
Statutory Payables (including Provident Fund and Tax deducted at Source)		1,546.21	987.00
Advances against Sale of Fixed Assets	28.1 and 59	1,764.43	550.00
Deferred Revenue arising from Government Grants	24.1	28.92	28.92
		8,714.32	**16,169.51**

28.1 The company had received advance of Rs. 1,413.87 lakhs related to Sale of Specified Assets of Boroi Tea Estates and Assam Valley School (Net book Value: Rs. 3,363.44 lakhs). However pursuant to the injunction as stated in Note no. 7.2 such transaction could not materialise and as such have been disclosed under Advance against Sale of Fixed Assets. Pending this, the related assets remain included and have been disclosed under respective heads of Property, Plant and Equipment.

29. PROVISIONS

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Provision for Tax on Proposed Dividend	29.1	344.77	344.77
Provision for Other Retirement Benefits	29.2	662.35	516.00
Provision for Other	29.3	-	114.46
		1,007.12	**975.23**

29.1 The Hon'ble Supreme Court vide its judgement dated 20th September 2017 held that the provisions of Rule 8 of Income Tax Act, 1961 is not applicable while making payment of dividend distribution tax as per section 115-O of the Income Tax Act, 1961. No fresh proceedings/ demands has been initiated/raised by the tax authorities in response to the aforesaid judgement passed by the Hon'ble Court. However, the Company has made full provision in the financial statements in earlier years.

29.2 Shortfall in value of investments held by Employee Provident Fund Trust covered under defined benefit plan, as estimated by the management has been provided for in the financial statements.

29.3 The amount estimated to be payable in respect of alleged inappropriate withdrawal of Electricity by one of the Tea Estate from Assam Power Distribution Company Limited has been provided for in the financial statements and an equivalent amount has been deposited against demand raised (Refer Note no. 43(a)).

Notes to Financial Statements for the year ended 31st March, 2020

29.4 Movement in the Provisions are as follows:

Particulars	Provision for Tax on Proposed Dividend	Provision for Other Retiral Benefits	Provision for Other
Opening	344.77	516.00	114.46
Provided during the Year	-	146.35	-
Reversed/Adjusted/Transferred during the year	-	-	114.46
Closing	**344.77**	**662.35**	**-**

30. CURRENT TAX LIABILITIES (NET)

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Provision for Income Tax		3,068.11	1,696.36
[Net of Advance Tax Rs. 19,597.09 lakhs (31st March 2019 - Rs 20,356.51 lakhs)]			
		3,068.11	**1,696.36**

30.1 Provision for taxation and advance payment thereagainst are reviewed and adjusted on assessment by the tax authorities. Unresolved matters contested unprovided for are disclosed as contingent liabilities depending upon the past trend, judicial pronouncements and amount involved therein.

31. REVENUE FROM OPERATIONS

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Sale of Products - Tea	31.2	83,265.12	1,28,473.50
Other Operating Revenues			
Consultancy Fees		75.67	250.01
Government Grants	31.1		
- Subsidy on Orthodox Tea		34.50	139.94
- Replantation Subsidy		118.12	260.79
- Transport Subsidy		159.99	251.25
- Subsidy- Capital Items	24.1	28.92	28.92
- Accrued duty exemption entitlement and other benefits relating to exports		1,256.14	1,493.97
Liabilities no Longer Required Written Back		428.00	177.20
Profit on Compulsory acquisition of Leasehold Land by Government	31.3	195.27	94.16
Scrap sales and other income from operations		78.68	149.25
		85,640.41	**1,31,318.99**

31.1 Government grant relates to incentives and assistances provided against replantation, production of orthodox tea, duty exemption, transportation and other export benefits made available to Tea Industry under various Tea Development and promotion Schemes by Government of India. There are no unfulfilled conditions or other contingencies attached to these grants. The Company did not benefit directly from any other forms of government assistance.

Notes to Financial Statements for the year ended 31st March, 2020

31.2 **Disaggregate Revenue**

The Revenue has been recognised based on point of sale. The break up with respect to from geographical location revenue stream of the Company are as follows:

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Sale of Tea		
Within India	59,524.26	94,902.80
Outside India	23,591.16	33,279.55
Tea Wate Sales	149.70	291.15
	83,265.12	**1,28,473.50**

31.3 Profit on compulsory acquisition of leasehold land by government relates to certain portion of undivided land of certain tea estates acquired by the government for highway projects and is being accounted for on determination of amount thereof.

32. OTHER INCOME

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Interest on Financial assets carried at amortised cost			
Deposits with banks		129.51	1,624.45
Loans	32.3	-	12,736.76
Others		23.19	231.27
Interest on Tax Refunds		142.80	275.49
Dividend from subsidiary company		6,669.89	8,081.62
Dividend on other Non-Current Investments		-	33.43
Insurance Claims		102.02	149.39
Provision no longer required written back	10.5	1,569.62	95.00
Derivative Instruments at Fair Value through Profit and Loss		582.41	-
Sundry Income	32.1 and 32.2	127.10	7,985.04
		9,346.54	**31,212.45**

32.1 Sundry Income includes Rs. Nil (31st March 2019: Rs. 640.00 lakhs) being the recoveries made against amount written in earlier years by erstwhile companies amalgamated with the company.

32.2 Financial compensation of Rs. Nil (31st March 2019: 6,781.86 lakhs) for delayed start of projects received from contractors.

32.3 During the year, the company has received request from various bodies corporate whom Loans were given and outstanding as on March 31, 2020 for waiver of Interest. Interest on unsecured loan given to various companies as given in Note no. 57(a), considering the uncertainty with respect to recoverability thereof and also that companies have requested to waive the interest pending finalisation of terms thereof has not been accrued during the year. Such interest at the rate applicable for the previous year works out to be Rs. 34,276.23 lakhs. As stated in Note no. 57(a), terms and conditions for repayment of loans including interest thereon will be decided in line with the resolution plan under consideration with lenders and interest as decided will be accrued and recovered on determination of amount. Further, in respect of interest of Rs. 9,284.13 lakhs accrued in the previous year and outstanding as on 31st March 2020, provision of Rs.6,947.35 lakhs has been made and adjustments if any needed in this respect will be given effect to on finalisation of the resolution plan.

Notes to Financial Statements for the year ended 31st March, 2020

33. COST OF MATERIALS CONSUMED

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Green Leaf (Consumed)	33.1	1,443.36	15,887.01
		1,443.36	**15,887.01**

33.1 Cost of materials consumed includes green leaf purchased from third parties

34. CHANGES IN INVENTORIES OF FINISHED GOODS

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Stock of Tea at the beginning of the year		5,734.46	5,274.04
Less: Stock of Tea at the end of the year		(3,187.52)	(5,734.46)
(Increase)/Decrease		**2,546.94**	**(460.42)**

35. EMPLOYEE BENEFITS EXPENSE

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Salaries, Wages and Bonus etc.		40,626.00	59,548.26
Contribution to Provident and Other Funds	41	5,077.13	7,428.98
Staff Welfare Expenses		5,042.49	7,564.36
		50,745.62	**74,541.60**

36. FINANCE COSTS

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Interest Expense			
On financial liabilities measured at amortised cost	36.1 and 36.2	20,946.42	28,321.44
Other borrowing cost		494.71	4,343.80
		21,441.13	**32,665.24**

36.1 Pending completion of debt restructuring process , Interest on borrowings have been provided as stated in Note no. 58(b).

36.2 Interest on Inter Corporate Deposits taken has not been recognised to the extent of Rs. 2,182.40 lakhs pending finalisation of resolution plan as stated in Note no. 58.

37. DEPRECIATION AND AMORTISATION EXPENSE

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Depreciation on Property, Plant and Equipment	5	5,979.91	6,631.92
Amortisation of Other Intangible Assets	6	267.39	289.81
		6,247.30	**6,921.73**

38. OTHER EXPENSES

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Consumption of Stores and Spare Parts		2,503.67	4,579.95
Consumption of Packing Materials		820.54	1,349.45
Power and Fuel		10,964.40	16,664.00

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Electricity Charges		257.20	162.90
Rent	52	14.50	58.65
Lease Rent		-	88.13
Repairs to			
- Buildings		528.76	914.43
- Machinery		1,861.76	2,601.50
- Others		949.75	1,204.40
Insurance		488.39	797.59
Rates and Taxes		272.09	646.94
Cess on Tea		0.47	0.01
Green Leaf Cess		2.41	925.00
Travelling		536.10	776.77
Legal and Professional Fees		1,038.34	771.76
Freight, Shipping and Selling Expenses		3,379.56	6,211.05
Brokerage on Sales		476.02	758.30
Loss on Disposal of PPE (net)		179.43	360.76
Selling Agents' Commission		-	54.89
Corporate Social Responsibility	38.1	-	12.00
Provision for Doubtful Interest Receivable		-	7,454.80
Provision for Doubtful Receivable/Advance/ Claims etc.		-	77.44
Provision against TDS deducted but not deposited by parties	10.6	514.37	537.62
Bad Debts/ Sundry balances written off		-	41.84
Net Loss on Foreign Currency Transaction and Translation		45.05	894.31
Derivative Instrument fair valued through Profit and Loss		-	197.78
Changes in Fair Value of Biological Assets	13.1	453.72	62.39
Director's Fees		12.40	18.00
Miscellaneous Expenses	38.2 and 38.3	1,831.74	2,794.31
		27,130.67	**51,016.97**

38.1 The Company had in earlier years constituted Corporate Social Responsibility (CSR) Committee to prescribe CSR policies and its implementation as per section 135 of Companies Act, 2013. The total amount spent under the CSR for the period under consideration is Rs. Nil (31st March 2019: Rs. 12.00 Lakhs).

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
a) Gross amount required to be spent by the company during the year	-	-
b) Amount Spend during the year on:		
(i) Construction/ acquisition of any assets		
- In Cash	-	-
- Yet to be paid in Cash	-	-
Total		
(ii) On purpose other than (i) above		
- In Cash	-	12.00
- Yet to be paid in Cash	-	-
Total	**-**	**12.00**

Notes to Financial Statements for the year ended 31st March, 2020

38.2 Expenditure on Research and Development Rs. 171.97 lakhs (31st March 2019: Rs. 193.21 lakhs) represent subscription to Tea Research Association.

38.3 Miscellaneous Expenditure includes Payment to Auditor (Including Payment to Previous Auditors (Refer Note no. 38.3.1).

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
As Auditors - Audit Fees	40.00	63.00
For Other Services:		
Tax Audit Fees	11.00	18.00
Certification etc.	26.00	38.75
For Reimbursement of expenses		
Out of Pocket Expenses	-	3.66

38.3.1 Auditor remuneration for the previous year ended 31st March 2019 represents amount paid/payable to Previous Statutory Auditor.

38.4 The company had entered into an agreement with Borelli Tea Holdings Limited for payment of Royalty @1% of the tea exported/ deemed to be export to any country outside India for a period of 10 years against usage of Trade Mark registered with them. During the year, the company had requested for waiver of such payment which has been accepted by BTHL and therefore no provision in this respect has been considered necessary.

39. EXCEPTIONAL ITEMS

(Rs. In Lakhs)

Particulars	Refer Note No.	Year ended 31st March 2020	Year ended 31st March 2019
Profit on Sale of Specified Assets of the Tea Estates	53(a)	4,003.96	18,040.90
Loss on Sale of Other Fixed Assets	54	(237.21)	-
Profit on buyback of shares by subsidiaries	55	8,002.53	-
		11,769.28	**18,040.90**

40. SCHEMES OF AMALGAMATION/SCHEME OF ARRANGEMENT GIVEN EFFECT TO IN EARLIER YEARS

Pending completion of the relevant formalities of transfer of certain assets and liabilities acquired pursuant to the Schemes, such assets and liabilities remain included in the books of the Company under the name of the transferor companies (including other companies which were amalgamated with the transferor companies from time to time).

41. EMPLOYEE BENEFITS

I. **Defined Contribution Plan**

Provident Fund:

The Company makes contributions to Provident Fund and Pension Scheme for eligible employees. Under the schemes, the Company is required to contribute a specified percentage / fixed amount of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the respective fund set up by the government authority. Contributions towards provident funds are recognised as an expense for the year. Further, the Company has also set up Provident Fund Trusts in respect of certain categories of employees which is administered by Trustees. Both the employees and the Company make monthly contributions to the Funds at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Company.

The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the balance sheet date as per the principle laid down in Ind AS19 issued by Ministry of corporate affairs and guidelines GN26 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regard to interest rate obligation of the Company as at the balance sheet date. Further during the year, the Company's contribution of Rs. 189.56 lakhs (31st March 2019 – Rs. 344.40 lakhs) to the Provident Fund Trust has been expensed under the 'Contribution to Provident and Other Funds'.

Notes to Financial Statements for the year ended 31st March, 2020

Expense recognised for Defined Contribution Plans for the year is as under:

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Employer's Contribution to Provident and Pension Fund	4,203.66	5,734.97

II. Post Employment Defined Benefit Plans:

The Post Employment defined benefit scheme are managed by Life Insurance Corporation of India Limited/Trust is a defined benefit plan. The present value of obligation is determined based on independent actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Details of such fund are as follows:

a) Gratuity (Funded)

The Company's gratuity scheme, a defined benefit plan is as per the Payment of Gratuity Act, 1972, covers the eligible employees and is administered through certain gratuity fund trusts. Such gratuity funds, whose investments are managed by insurance companies/trustees themselves, make payments to vested employees or their nominees upon retirement, death, incapacitation or cessation of employment, of an amount based on the respective employee's salary and tenure of employment subject to a maximum limit of Rs. 20.00 lakhs. Vesting occurs upon completion of five years of service. The amount of gratuity payable is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

b) Superannuation (Funded)

The Company's Superannuation scheme, a Defined Benefit plan, is administered through trust funds and covers certain categories of employees. Investments of the funds are managed by insurance companies /trustees themselves. Benefits under these plans had been frozen in earlier years with regard to salary levels then prevailing. Upon retirement, death or cessation of employment, Superannuation Funds purchase annuity policies in favour of vested employees or their spouses to secure periodic pension. Such superannuation benefits are based on respective employee's tenure of employment and salary.

c) Staff Pension – (Unfunded)

The Company's Staff Pension Scheme, a Defined Benefit plan, covers certain categories of employees. Pursuant to the scheme, monthly pension is paid to the vested employee or his/her nominee upon retirement, death or cessation of service based on the respective employee's salary and tenure of employment subject to a limit on the period of payment in case of nominee. Vesting occurs upon completion of twenty years of service.

d) Medical Insurance Premium Re-imbursement (Unfunded)

The Company has a scheme of re-imbursement of medical insurance premium to certain categories of employees and their surviving spouses, upon retirement, subject to a monetary limit. The scheme is in the nature of Defined Benefit plan.

e) Expatriate Pension (Unfunded)

The Company has an informal practice of paying pension to certain categories of retired expatriate employees and in certain cases to their surviving spouses. The scheme is in the nature of Defined Benefit plan.

The following tables set forth the particulars in respect of aforesaid Defined Benefit plans of the Company for the year ended 31st March 2020 and corresponding figures for the previous year:

(Rs. In Lakhs)

		Particulars	For the year ended 31st March, 2020				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
I	**Components of Defined Benefit Cost**						
	- Recognised in Profit or Loss						
	1	Current Service Cost	887.01	-	821.20	-	-
	2	Past Service Cost	-	-	-	-	-
	3	Interest Cost	761.59	37.70	288.17	20.20	0.77
	4	Expected return on plan assets	(899.62)	(186.01)	-	-	-
	5	**Total expense recognised in the Statement of Profit and Loss**	**748.98**	**(148.31)**	**1,109.37**	**20.20**	**0.77**

Notes to Financial Statements for the year ended 31st March, 2020

Particulars			For the year ended 31st March, 2020				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
- Re-measurements recognised in Other Comprehensive Income							
	6	Return on plan assets (excluding amounts included in Net interest cost)	(584.85)	82.98	-	-	-
	7	Effect of changes in demographic assumptions	-	-	-		-
	8	Effect of changes in financial assumptions	1,335.45	219.17	280.26	0.28	1.49
	9	Changes in asset ceiling (excluding interest income)	-	-	-	-	-
	10	Effect of experience adjustments	1,327.38	148.10	(519.39)	(17.45)	5.31
	11	**Total re-measurements included in Other Comprehensive Income**	**2,077.98**	**450.25**	**(239.13)**	**(17.17)**	**6.80**
	12	**Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)**	**2,826.96**	**301.94**	**870.24**	**3.03**	**7.57**

(Rs. In Lakhs)

Particulars			For the year ended 31st March, 2019				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
I	**Components of Defined Benefit Cost**						
	- Recognised in Profit or Loss						
	1	Current Service Cost	851.06	-	813.46	-	-
	2	Past Service Cost	-	-	-	-	-
	3	Interest Cost	769.20	97.39	401.21	33.77	0.66
	4	Expected return on plan assets	(945.21)	(206.09)	-	-	-
	5	**Total expense recognised in the Statement of Profit and Loss**	**675.05**	**(108.70)**	**1,214.67**	**33.77**	**0.66**

- Re-measurements recognised in Other Comprehensive Income

Particulars			For the year ended 31st March, 2019				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	6	Return on plan assets (excluding amounts included in Net interest cost)	(316.29)	5.73	-	-	-
	7	Effect of changes in demographic assumptions	-	-	-	-	-
	8	Effect of changes in financial assumptions	189.41	4.80	18.18	3.59	1.35
	9	Changes in asset ceiling (excluding interest income)	-	-	-	-	-
	10	Effect of experience adjustments	2,975.64	(88.07)	(1,996.63)	(151.70)	14.48
	11	**Total re-measurements included in Other Comprehensive Income**	**2,848.76**	**(77.54)**	**(1,978.45)**	**(148.11)**	**15.83**
	12	**Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)**	**3,523.81**	**(186.24)**	**(763.78)**	**(114.34)**	**16.49**

Notes to Financial Statements for the year ended 31st March, 2020

(Rs. In Lakhs)

		Particulars	As on 31st March, 2020				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
II	**Net Asset/(Liability) recognised in Balance Sheet**						
	1	Present Value of Defined Benefit Obligation	13,969.11	364.79	5,129.55	292.98	14.74
	2	Fair Value of Plan Assets	12,167.24	1,568.40	-	-	-
	3	Status [Surplus/(Deficit)]	(1,801.87)	1,203.61	(5,129.55)	(292.98)	(14.74)
	4	Restrictions on Asset Recognised	-	-	-	-	-

(Rs. In Lakhs)

		Particulars	As on 31st March, 2019				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
II	**Net Asset/(Liability) recognised in Balance Sheet**						
	1	Present Value of Defined Benefit Obligation	13,420.76	1,182.44	4,473.00	322.07	16.18
	2	Fair Value of Plan Assets	13,630.63	2,687.99	-	-	-
	3	Status [Surplus/(Deficit)]	209.87	1,505.55	(4,473.00)	(322.07)	(16.18)
	4	Restrictions on Asset Recognised	-	-	-	-	-

(Rs. In Lakhs)

		Particulars	For the year ended 31st March, 2020				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
III	**Change in Defined Benefit Obligation (DBO)**						
	1	Present Value of DBO at the beginning of the year	13,420.76	1,182.44	4,473.00	322.07	16.18
	2	Current Service Cost	887.01	-	821.20	-	-
	3	Past Service Cost	-	-	-	-	-
	4	Interest Cost	761.59	37.70	288.17	20.20	0.77
	5	**Remeasurement gains / (losses):**					
	a.	Effect of changes in demographic assumptions	-	-	-	-	-
	b.	Effect of changes in financial assumptions	1,335.45	219.17	280.26	0.28	1.49
	c.	Changes in asset ceiling (excluding interest income)	-	-	-	-	-
	d.	Effect of experience adjustments	1,327.38	148.10	(519.39)	(17.45)	5.31
	6	Curtailment Cost / (Credits)	-	-	-	-	-
	7	Settlement Cost / (Credits)	-	-	-	-	-
	8	Liabilities assumed in business combination	-	-	-	-	-
	9	Exchange difference on foreign plans	-	-	-	-	-
	10	Benefits Paid	(3,763.08)	(1,222.62)	(213.69)	(32.12)	(9.01)
	11	Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
	12	**Present Value of DBO at the end of the year**	**13,969.11**	**364.79**	**5,129.55**	**292.98**	**14.74**

Notes to Financial Statements for the year ended 31st March, 2020

(Rs. In Lakhs)

		Particulars	For the year ended 31st March, 2019				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
III	**Change in Defined Benefit Obligation (DBO)**						
	1	Present Value of DBO at the beginning of the year	16,810.00	1,441.00	6,151.92	464.23	17.94
	2	Current Service Cost	851.06	-	813.46	-	-
	3	Past Service Cost	-	-	-	-	-
	4	Interest Cost	769.20	97.39	401.21	33.77	0.66
	5	**Remeasurement gains / (losses):**					
	a.	Effect of changes in demographic assumptions	-	-	-	-	-
	b.	Effect of changes in financial assumptions	189.41	4.80	18.18	3.59	1.35
	c.	Changes in asset ceiling (excluding interest income)	-	-	-	-	-
	d.	Effect of experience adjustments	2,975.64	(88.07)	(1,996.63)	(151.70)	14.48
	6	Curtailment Cost / (Credits)	-	-	-	-	-
	7	Settlement Cost / (Credits)	(2,500.66)	-	-	-	-
	8	Liabilities assumed in business combination	-	-	-	-	-
	9	Exchange difference on foreign plans	-	-	-	-	-
	10	Benefits Paid	(3,241.25)	(260.30)	(225.32)	(27.82)	(18.25)
	11	Transfer to buyers of specified assets of certain Tea Estates	(2,432.64)	(12.38)	(689.82)	-	-
	12	**Present Value of DBO at the end of the year**	**13,420.76**	**1,182.44**	**4,473.00**	**322.07**	**16.18**

IV	Best Estimate of Employers' Expected Contribution for the next year		(Rs. In Lakhs)	
		Particulars	As at 31st March, 2020	As at 31st March, 2019
		- Gratuity	1,502.46	2,775.74
		- Superannuation	-	-

		Particulars	For the year ended 31st March, 2020				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
V	**Change in Fair Value of Assets**						
	1	Plan Assets at the beginning of the year	13,630.63	2,687.99	-	-	-
	2	Asset acquired in Business Combination	-	-	-	-	-
	3	Interest Income	899.62	186.01	-	-	-
	4	Remeasurement Gains / (Losses) on plan assets	584.85	(82.98)	-	-	-
	5	Actual Company Contributions	815.22	-	-	-	-
	6	Benefits Paid	(3,763.08)	(1,222.62)	-	-	-
	7	Settlement Cost	-	-	-	-	-
	8	Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
	9	**Plan Assets at the end of the year**	**12,167.24**	**1,568.40**	**-**	**-**	**-**

Notes to Financial Statements for the year ended 31st March, 2020

(Rs. In Lakhs)

		Particulars	For the year ended 31st March, 2019				
			Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
V	**Change in Fair Value of Assets**						
	1	Plan Assets at the beginning of the year	17,689.99	2,850.39	-	-	-
	2	Asset acquired in Business Combination	-	-	-	-	-
	3	Interest Income	945.21	206.09	-	-	-
	4	Remeasurement Gains / (Losses) on plan assets	316.29	(5.73)	-	-	-
	5	Actual Company Contributions	3,007.62		-	-	-
	6	Benefits Paid	(3,241.25)	(260.30)	-	-	-
	7	Settlement Cost	(2,500.66)		-	-	-
	8	Transfer to buyers of specified assets of certain Tea Estates	(2,586.57)	(102.46)	-	-	-
	9	**Plan Assets at the end of the year**	**13,630.63**	**2,687.99**	**-**	**-**	**-**

		Particulars	As at 31st March, 2020		As at 31st March, 2019	
VI	**Actuarial Assumptions**					
			Discount Rate (%)	Return on Plan Assets (%)	Discount Rate (%)	Return on Plan Assets (%)
	1.	Gratuity	6.60	6.60	7.50	7.50
	2.	Superannuation	6.60	6.60	7.50	7.50
	3.	Staff Pension	6.60	-	7.50	-
	4.	Medical Benefit Liability	6.60	-	7.50	-
	5.	Expatriate Pension	6.60	-	7.50	-

The estimates of future salary increases, considered in actuarial valuations take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

		Particulars	As at 31st March, 2020		As at 31st March, 2019	
VII	**Major Category of Plan Assets as a % of the Total Plan Assets**					
			Amount (Rs. In Lakhs)	%	Amount (Rs. In Lakhs)	%
	1	Government Bonds	26.65	0.19	45.17	0.28
	2	Investment with Life Insurance Corporation of India	213.93	1.56	199.69	1.22
	3	Investment with Other Insurance Companies	13,450.74	97.93	16,034.77	98.26
	4	Cash and Cash Equivalents	44.31	0.32	38.99	0.24
		Total	**13,735.62**	**100.00**	**16,318.62**	**100.00**

Plan assets represent investment in various categories. The return on amounts invested with LIC is declared annually by them. Return on amounts invested with Insurance companies, other than LIC, is mostly by way of Net Asset Value declared on units purchased, with some schemes declaring returns annually. Investment in Bonds and Special Deposit carry a fixed rate of interest. The expected return on plan assets is determined after taking into consideration composition of the plan assets held, assessed risk of asset management and other relevant factors.

VIII Sensitivity Analysis

The sensitivity analysis below is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Notes to Financial Statements for the year ended 31st March, 2020

Particulars		Impact on Defined Benefit Obligations As on 31st March, 2020				
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
		%	%	%	%	%
	Increase in Assumption of:					
1	Discount Rate by 0.50%	(3.99)	(2.22)	(1.91)	(0.05)	(1.47)
2	Salary Growth Rate by 10%	4.38	-	0.30	-	-
3	Attrition Rate by 0.50%	0.06	-	2.09	0.06	-
	Decrease in Assumption of:					
1	Discount Rate by 0.50%	4.31	2.38	2.17	0.07	1.43
2	Salary Growth Rate by 10%	(4.08)	-	(0.30)	-	-
3	Attrition Rate by 0.50%	(0.06)	-	(2.01)	(0.06)	-

Particulars		Impact on Defined Benefit Obligations As on 31st March, 2019				
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
		%	%	%	%	%
	Increase in Assumption of:					
1	Discount Rate by 0.50%	(3.49)	(1.69)	(2.14)	(0.74)	(1.58)
2	Salary Growth Rate by 10%	3.88	-	0.30	-	-
3	Attrition Rate by 0.50%	0.17	-	2.35	0.07	-
	Decrease in Assumption of:	-	-	-	-	-
1	Discount Rate by 0.50%	3.74	1.79	2.21	0.79	1.55
2	Salary Growth Rate by 10%	(3.64)	-	0.30	-	-
3	Attrition Rate by 0.50%	(0.17)	-	(2.29)	(0.07)	-

IX	**Risk Exposure**
	Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:
	Asset volatility:
	The plan liabilities are calculated using a discount rate set with reference to bond yields: if plan assets underperform this yield, this will create a deficit. The plan asset investments is in bonds, special deposit, LIC and other insurance companies. The Company has a risk management strategy where the aggregate amount of risk exposure on a portfolio is maintained at a fixed range. Any deviation from the range are corrected by rebalancing the portfolio. The Company intends to maintain the above investment mix in the continuing years.
	Changes in yields : A decrease in yields will increase plan liabilities.
	Life Expectancy:
	The pension and medical plan obligations are to provide benefits for the life of the member, so increases in life expectancy will result in the increase in the plans liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.
	The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

Notes to Financial Statements for the year ended 31st March, 2020

X	The average duration of liabilities for all the funds is as follows :		
			No. of Years
	Particulars	**As at 31st March 2020**	**As at 31st March 2019**
	Defined benefit obligation		
	Gratuity Fund (Funded)		
	McLeod Russel India Limited Employees Gratuity Fund	15	15
	George Williamson (Assam) Limited Employees Group Gratuity Fund	17	16
	The Bisnauth Tea Company Limited Employees Group Gratuity fund	17	17
	Superannuation Fund (Funded)		
	George Williamson (Assam) Limited Superannuation Fund	8	3
	Williamson Magor & Company Limited Superannuation Fund	6	5
	McLeod Russel India Limited Superannuation Fund	8	5
	Staff Pension Fund (Unfunded)		
	McNeil & Magor and McLeod Russel Group	6	7
	Medical Benefit Liability (Unfunded)		
	McLeod Russel India Limited	4	5
	Expatriate Pension (Unfunded)		
	McLeod Russel India Limited	5	5

IX The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

(Rs. In Lakhs)

	Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
	As at 31st March 2020					
	Defined benefit obligation					
	Gratuity Fund (Funded)	3,089.68	1,053.89	3,612.48	25,077.46	32,833.51
	Superannuation Fund (Funded)	118.98	68.97	134.89	208.12	530.96
	Staff Pension Fund (Unfunded)	1,648.41	625.37	1,516.59	3,254.14	7,044.51
	Medical Benefit Liability (Unfunded)	194.92	183.34	389.91	529.55	1,297.71
	Expatriate Pension (Unfunded)	4.67	3.52	7.78	4.13	20.10
		5,056.66	**1,935.09**	**5,661.65**	**29,073.40**	**41,726.79**
	As at 31st March 2019 **Defined benefit obligation**					
	Gratuity Fund (Funded)	1,801.78	1,362.72	3,560.40	21,027.38	27,752.28
	Superannuation Fund (Funded)	1,011.18	55.42	213.55	279.35	1,559.50
	Staff Pension Fund (Unfunded)	968.27	625.50	1,422.23	2,957.53	5,973.53
	Medical Benefit Liability (Unfunded)	187.04	175.01	423.61	585.32	1,370.98
	Expatriate Pension (Unfunded)	3.97	2.97	6.10	5.29	18.33
		3,972.24	**2,221.62**	**5,625.89**	**24,854.87**	**36,674.62**

Notes to Financial Statements for the year ended 31st March, 2020

42. COMMITMENTS

(a) Capital Commitments

Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) is as follows: **(Rs. In Lakhs)**

Particulars	As at 31st March 2020	As at 31st March 2019
(I) Property, Plant and Equipment		
Commitment (Gross)	162.58	9,511.12
Advances against above commitments[Refer Note 11]	-	6,704.03
Commitment (Net)	162.58	2,807.09

(b) Other Commitments

Particulars	As at 31st March 2020	As at 31st March 2019
I) Derivative Contracts		
Interest Rate Swap		
USD/INR	USD 27,58,267	USD 57,95,444
INR/USD	INR 36,30,00,000	INR 61,30,00,000

43. CONTINGENT LIABILITIES (to the extent not provided for) in respect of:

(a) Various show cause notices/ demands issued/ raised, which in the opinion of the management are not tenable and are pending with various forums / authorities: **(Rs. In Lakhs)**

Particulars	As at 31st March 2020	As at 31st March 2019
Electricity Dues- Inappropriate Electricity Withdrawal by the Tea Estates from Assam Power Distribution Company Limited (Refer Note no. 29.3)	53.38	53.38
Excise Duty- Availment of refund was erroneous and to be recovered under Sec. 11A of the Central Excise Act, 1944	42.99	42.30
Income Tax- Defination of Composite Income before apportionment in terms of Rule 8 of Income Tax Rules, 1962	72.44	72.44
Service Tax- Demand of Service tax under reverse charge mechanism for royalty, license fee and consultancy fees	583.72	564.62
Land Revenue- Fine for Encroachment of Land declared and finalised as Ceiling Surplus in 2010	9.65	9.65

(b) Guarantees given on behalf of a subsidiary in order to secure the loan availed by them outstanding amount as on 31st March 2020 Rs. 126.12 lakhs (31st March 2019 – Rs. 5,641.87 lakhs).

(c) The Company has given a Corporate Guarantee for Rs.2,500 lakhs to secure a part of the loan of Rs. 5,000.00 lakhs given by Luxmi Townwhip & Holdings Limited to Williamson Magor & Company Limited outstanding amount as on 31st March 2020 Rs. 5,000.00 lakhs (31st March 2019: Rs. 5,000.00 lakhs).

(d) The Company has issued various “Letter of Comfort” to lenders against loans taken by promoter Group Companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March 2020 is Rs. 1,46,099.78 Lakhs (31st March, 2019 - Rs. 1,46,099.78 Lakhs) (Refer Note no. 51(D) for details).

(e) The Company’s pending litigations comprises of claim against the company and proceedings pending with Taxation/ Statutory/ Government Authorities. The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, and disclosed contingent liabilities, where applicable, in its financial statements. The company does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows, if any is dependent upon the outcome of judgments / decisions which is not practicable for the Company pending resolution of the same.

Notes to Financial Statements for the year ended 31st March, 2020

44. RELATED PARTY DISCLOSURES

Related party disclosure as identified by the management in accordance with the Ind AS 24 on 'Related Party Disclosures' are as follows:		
(a)	**Subsidiaries**	
	Borelli Tea Holdings Limited (BTHL)	
(b)	**Step Down Subsidiaries**	
	Phu Ben Tea Company Limited (PBTCL)	
	McLeod Russel Uganda Limited (MRUL)	
	McLeod Russel Middle East DMCC (MRME)	
	McLeod Russel Africa Limited (MRAL)	
	Gisovu Tea Company Limited (GTCL) (disinvested fully on 26th March 2019 of 60% shareholding by BTHL)	
	Pfunda Tea Company Limited (PTCL) (90% holding till 26th March 2019 and balance 45% holding till 4th May 2019)	
(c)	**Associate**	
	D1 Williamson Magor Bio Fuel Limited	
(d)	**Key Management Personnel**	
	Mr. Brij Mohan Khaitan (BMK)	Non-Executive Director [Deceased on 1st June 2019]
	Mr. Aditya Khaitan (AK)	Managing Director and Chairman
	Mr. Rajeev Takru (RT)	Wholetime Director upto 9th September 2019
	Mr. Azam Monem (AM)	Wholetime Director
	Mr. Kamal Kishore Baheti (KKB)	Wholetime Director upto 19th July 2019
	Mr. Amritanshu Khaitan (AAK)	Non-Executive Director
	Dr. Raghavachari Srinivasan (RAS)	Non-Executive Director upto 19th July 2019
	Mr. Ranabir Sen (RS)	Non-Executive Director upto 19th July 2019
	Mr. Utsav Parekh (UP)	Non-Executive Director upto 30th May 2019
	Mrs. Ramni Nirula (RN)	Non-Executive Director upto 30th May 2019
	Mr. Ashok Bhandari (AB)	Non-Executive Director [Resigned on 29th April 2019]
	Mr. Jyoti Ghosh (JG)	Non-Executive Director [Resigned on 13th May 2019]
	Mr. Bharat Bagoria (BB)	Non-Executive Director [Resigned on 12th February 2019]
	Mr. Padam Kumar Khaitan (PKK)	Non-Executive Director [Resigned on 12th February 2019]
	Ms. Arundhuti Dhar (AD)	Non-Executive Director w.e.f. 30th May 2019
	Mr. Suman Bhowmik (SB)	Non-Executive Director w.e.f. 19th July 2019
	Mr. Raj Vardhan (RV)	Non-Executive Director w.e.f. 19th July 2019
	Mr. Pradip Bhar (PB)	Chief Financial Officer
(e)	**Relatives of Key Management Personnel with whom transactions took place during the year.**	
	Mr. Brij Mohan Khaitan (BMK)	Father of Mr. Aditya Khaitan
	Mrs. Kavita Khaitan (KK)	Wife of Mr. Aditya Khaitan
	Mrs. Zubeena Monen (ZM)	Wife of Mr. Azam Monem
	Mrs. Isha Khaitan (IK)	Wife of Mr. Amritanshu Khaitan
	Miss Vanya Khaitan (VK)	Daughter of Mr. Amritanshu Khaitan

Notes to Financial Statements for the year ended 31st March, 2020

(f)	**Employee's Trust**
	The Bishnauth Tea Company Limited Employees Group Gratuity Fund (BTCGF)
	George Williamson (Assam) Limited Employees Gratuity Fund (GWLGF)
	McLeod Russel India Limited Employees Gratuity Fund (MRILGF)
	McLeod Russel (India) Limited Staff Provident Fund (MRILPF)
	Doom Dooma Tea Management Employees Pension Fund (DDTMPF)
	George Williamson (Assam) Limited Superannuation Fund (GWLSF)
	Williamson Magor & Company Limited Superannuation Fund (WMCLSF)
	McLeod Russel (India) Limited Staff Superannuation Fund (MRILSF)
(g)	**Transactions with Key Management Personnel:**
	(i) Key Management Personnel Compensation: **(Rs. In Lakhs)**

Particulars	Year ended 31st March 2020	Excess Recover-able (Refer Note no. 9.1)	Net	Year ended 31st March 2019	Excess Recover-able (Refer Note no. 9.1)	Net
Short- term employment benefits						
AK	321.89	597.33	(275.44)	360.43	263.01	97.42
RT	101.50	-	101.50	147.50	-	147.50
AM	177.44	-	177.44	147.14	-	147.14
KKB	77.19	-	77.19	146.37	-	146.37
	678.02	**597.33**	**80.69**	**801.44**	**263.01**	**538.43**
Post-employment benefits						
AK	27.00	-	27.00	27.00	-	27.00
RT	4.77	-	4.77	10.80	-	10.80
AM	10.80	-	10.80	10.80	-	10.80
KKB	3.25	-	3.25	10.80	-	10.80
	45.82	**-**	**45.82**	**59.40**	**-**	**59.40**
Long- term employment benefits						
AK	-	-	-	-	-	-
RT	80.00	-	80.00	-	-	-
AM	-	-	-	-	-	-
KKB	80.00	-	80.00	-	-	-
	160	**-**	**160**	**-**	**-**	**-**
Total compensation	**883.84**	**597.33**	**286.51**	**860.84**	**263.01**	**597.83**

(ii) Dividends paid to Key Management Personnel **(Rs. In Lakhs)**

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
BMK	-	0.18
AK	-	0.09
RT	-	*
AM	-	*
KKB	-	*
Total	**-**	**0.27**

*Amount is below the rounding off norm adopted by the Company.

Notes to Financial Statements for the year ended 31st March, 2020

(h) Transactions / Balances with subsidiaries:

(i) Sales and purchases of goods and services: **(Rs. In Lakhs)**

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
MRME		
Sale of tea	-	69.26
BTHL		
Royalty Expenses (Gross) (Refer Note no. 38.4)	-	341.90
MRUL		
Consultancy Income	-	215.44
PBTCL		
Consultancy Income	75.67	34.57

(ii) Other transactions:

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
BTHL		
Dividend received	6,669.89	8,081.62
Dividend Paid	-	85.34
Sale Proceeds from Buy-back	6,581.41	8,390.93

(iii) Expenses Incurred on behalf of the subsidiaries:

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
At the beginning of the year		
MRUL	-	-
PBTCL	3.32	3.32
MRME	4.15	1.85
BTHL	0.69	-
MRAL	4.53	-
GTC	-	-
PTCL	-	-
	12.69	**5.17**
Incurred during the year		
MRUL	17.16	38.87
BTHL	-	0.69
MRAL	-	4.53
MRME	32.53	3.77
GTC	6.93	7.51
PTCL	-	7.24
	56.62	**62.61**
Reimbursements Received		
MRUL	-	38.87
PBTCL	-	-
MRME	32.53	1.47
GTC	6.93	7.51
PTCL	-	7.24
	39.46	**55.09**

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
At the end of the year		
BTHL	0.69	0.69
PBTCL	3.32	3.32
MRAL	4.53	4.53
MRME	4.15	4.15
MRUL	17.16	-
	29.85	**12.69**

(iv) Outstanding balances:

The following balances are outstanding at the end of the reporting period in relation to transactions with subsidiaries/step down subsidiaries: **(Rs. In Lakhs)**

Particulars	As at 31st March 2020	As at 31st March 2019
MRUL		
Receivables (Consultancy fees)	153.21	140.03
PBTCL		
Receivables (Consultancy fees)	108.86	31.12
BTHL		
Royalty Payable	649.39	679.42
Guarantee Commission receivable	-	53.18

(v) Balance of investment at year end

Particulars	As at 31st March 2020	As at 31st March 2019
BTHL	15,967.18	22,936.98

(i) Transactions / Balances with associate:

Balance of investment at year end	-	-

*(Cost - Rs.2,184.35 lakhs, fully impaired)

(j) Transactions with relatives of Key Management Personnel:

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Dividend Paid		
YK	-	0.36
KK	-	0.01
IK	-	0.04
VK	-	0.03

(k) Transactions with Non-Executive Directors:

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Sitting Fees		
BMK	-	0.40
AAK	0.80	2.20
RAS	1.40	2.40
BB	-	2.20
RS	1.80	4.40
UP	0.20	1.80
RN	-	2.00

Notes to Financial Statements for the year ended 31st March, 2020

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
PKK	-	0.40
AB	-	1.80
JG	-	0.40
AD	4.00	-
SB	2.80	-
RV	1.40	-
	12.40	**18.00**

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Sitting Fees payable		
AAK	-	0.40
UP	-	0.20
	-	**0.60**
Dividend Paid		
AAK	-	0.08
BB	-	0.01
RS	-	*
PKK	-	0.01
	-	**0.10**

* Amount is below the rounding off norm adopted by the Company.

(k) Transactions with Trust

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Contribution to Funds		
BTCGF	328.42	519.44
GWLGF	375.90	615.05
MRILGF	110.90	1,873.13
MRILPF	564.60	346.91
DDTMPF	-	6.87
	1,379.82	**3,361.40**
Closing Payable		
BTCGF	752.65	-
GWLGF	548.63	330.56
MRILGF	500.57	-
MRILPF	14.72	17.95
DDTMPF	5,129.54	4,472.99
	6,946.11	**4,821.50**
Closing Receivable		
BTCGF		184.75
MRILGF		355.70
GWLSF	314.14	507.95
WMCLSF	413.46	338.15
MRILSF	475.99	659.42
	1,203.59	**2,045.97**

Notes to Financial Statements for the year ended 31st March, 2020

Note :
1. The above related party information is as identified by the management and relied upon by the auditor.
2. All transactions from related parties are made in ordinary course of business. For the year ended 31st March 2020, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year by reviewing the financial position of the related party and the market in which the related party operates.
3. In respect of above parties, there is no provision for doubtful debts as on 31st March 2020 and no amount has been written back or written off during the year in respect of debts due from/ to them.
4. Post-Employee benefits and other long-term employee benefits have been disclosed/paid on retirement/resignation of services but does not include provision made on actuarial basis as the same is available for all the employees together.

45 EARNINGS PER SHARE

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Earnings per share (EPS) has been computed as under:		
(a) Net profit after taxes as per Statement of Profit and Loss (Rs. in lakhs)	1,227.56	(441.62)
(b) Computation of Weighted Average Number of Shares		
Number of equity shares outstanding as on 31st March	1,04,455,735	1,09,455,735
Less: Buy Back of Shares	-	5,000,000
Number of equity shares outstanding as on Closing	1,04,455,735	1,04,455,735
(b)Weighted average number of Equity shares outstanding for the purpose of basic and diluted earnings per share	1,04,455,735	1,06,610,774
(c) Earnings per share on profit for the year [Face Value Rs. 5.00 per share]	1.18	(0.41)
Basic and Diluted EPS [(a)/(b)](Rs.)		

46 SEGMENT INFORMATION

(a) The Company is primarily engaged in the business of cultivation, manufacture and sale of tea across various geographical location. In term of Ind AS 108 "Operating Segment", the Company has one business segment i.e. Manufacturing and Selling of Tea. Further, in terms of Indian Accounting Standard (Ind AS) 108 on 'Operating Segment' notified in the Act, segment information has been presented in the Consolidated Financial Statements, prepared pursuant to Ind AS 110 on 'Consolidated Financial Statements' and Ind AS 28 on 'Investments in Associates and Joint Ventures' notified in the Act, included in the Annual Report for the year.

(b) Geographical Information

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
1. Revenue from external Customers		
- Within India	61,973.58	97,797.72
- Outside India	23,666.83	33,529.56
Total	**85,640.41**	**1,31,327.28**

(Rs. In Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
2. Non Current Assets*		
Within India	1,07,909.44	1,36,135.13
- Outside India	-	-
Total	**1,07,909.44**	**1,36,135.13**

*excludes financial assets, deferred tax assets, post-employment benefit assets.

(c) The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

Notes to Financial Statements for the year ended 31st March, 2020

47 FAIR VALUE MEASUREMENTS

The accounting classification of each category of financial instruments, their carrying amount and fair values as follows:

(Rs. In Lakhs)

Particulars	As at 31st March 2020					As at 31st March 2019				
	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value	FVTPL	FVTOCI	Amortised Cost	Total Carry-ing Value	Total Fair Value
Financial assets (Current and Non-Current)										
Investments										
- Equity Instruments	-	1,081.27	-	1,081.27	1,081.27	-	4,238.54	-	4,238.54	4,238.54
Trade Receivables	-		1,537.27	1,537.27	1,537.27	-	-	2,564.88	2,564.88	2,564.88
Loans	-	-	2,116.23	2,116.23	2,116.23	-	-	1,557.39	1,557.39	1,557.39
Inter-Corporate Deposits	-	-	2,84,609.66	2,84,609.66	2,84,609.66			1,74,468.00	1,74,468.00	1,74468
Cash and Cash Equivalents	-	-	3,983.35	3,983.35	3,983.35	-	-	30,657.80	30,657.80	30,657.80
Other Bank Balances	-	-	279.85	279.85	279.85	-	-	1,067.10	1,067.10	1,067.10
Interest Receivable	-	-	2,336.78	2,336.78	2,336.78	-	-	7,959.57	7,959.57	7,959.57
Other Financial Assets	-	-	4,198.53	4,198.53	4,198.53	-	-	4,327.15	4,327.15	4,327.15
Derivative- not designated as hedging instruments-Interest Rate Swap	-	-	-	-	-	-	-	-	-	0
Total Financial assets	0	1,081.27	2,99,061.67	3,00,142.94	3,00,142.94	0	4,238.54	2,22,601.89	2,26,840.43	2,26,840.43
Financial liabilities (Current and Non-Current)										
Long Term Borrowings	-	-	22,778.75	22,778.75	22,778.75	-	-	28,820.64	28,820.64	28820.64
Short Term Borrowings	-	-	1,87,160.91	1,87,160.91	1,87,160.91			1,34,212.77	1,34,212.77	1,34,212.77
Interest Accrued on Bor-rowings	-	-	14,576.49	14,576.49	14,576.49	-	-	824.64	824.64	824.64
Trade payables	-	-	7,248.95	7,248.95	7,248.95	-	-	15,561.08	15,561.08	15,561.08
Lease Liabilities	-	-	975.32	975.32	975.32			-	-	0
Other Financial Liabilities	-	-	12,946.18	12,946.18	12,946.18	-	-	17,938.22	17,938.22	17,938.221
Derivative- not designated as hedging instruments-Interest Rate Swap	94.89	-	-	94.89	94.89	807.29	-	-	807.29	807.29
Total Financial liabilities	94.89	0	2,45,686.60	2,45,781.49	2,45,781.49	807.29	0	1,97,357.35	1,98,164.64	1,98,164.64

(i) FAIR VALUATION TECHNIQUES:

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

a) The fair value of cash and cash equivalents, current trade receivables and payables, current financial liabilities and assets and short term borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The management considers that the carrying amounts of financial assets and financial liabilities recognised at cost in the financial statements approximate their fair values.

b) The Company's long-term debt has been contracted at floating rates of interest. Fair value of variable interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost. In respect of fixed interest rate borrowings, fair value is determined by using discount rates that reflects the present borrowing rate of the company.

c) The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc. The said valuation has been carried out by the counter party with whom the contract has been entered with. Management has evaluated the credit and non-performance risks associated with the counterparties and found them to be insignificant and not requiring any credit adjustments.

d) The fair value of Inter-Corporate deposits based on management evaluation related to the credit and non-performance risks associated with the counterparties and found them to be insignificant and not requiring any credit adjustments. Such evaluation has been supported with the group level restructuring in progress which will ultimately lead to realisation of value.

(ii) FAIR VALUE HIERARCHY

(a) Financial Instruments

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value (b) measured at amortised cost and for which fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value. The Company has classified its financial instruments into the three levels prescribed under the Indian Accounting Standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

There are no transfers between level 1, level 2 and level 3 during the year.

Notes to Financial Statements for the year ended 31st March, 2020

Financial assets and liabilities measured at fair value through profit or loss/ Other Comprehensive Income recurring fair value measurements as at 31st March 2020

(Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	8B	1,080.56	-	-	1,080.56
UnQuoted Equity Investments	8B			0.71	0.71
Total Financial Assets		1,080.56	-	0.71	1,081.27
Financial liabilities					
Derivatives not designated as hedges	27	94.89	-	-	94.89
Total Financial Liabilities		**94.89**	**-**	**-**	**94.89**

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2020

(Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	9 and 57			2,84,609.66	2,84,609.66
Total Financial assets		-	-	2,84,609.66	2,84,609.66
Financial liabilities					
Borrowings (including interest accrued)	21, 25, 27 and 58	-	2,24,516.15	-	2,24,516.15
Lease Liabilities	27		975.32	-	975.32
Total Financial liabilities		-	**2,25,491.47**	-	**2,25,491.47**

Note: The fair value considered for Inter Corporate Deposits and Borrowings are subject to final determination of amount thereof on approval of resolution plan as stated in Note no. 58.

Financial assets and liabilities measured at fair value through profit or loss/Other Comprehensive Income recurring fair value measurements as at 31st March 2019

(Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	8B	4,237.83	-	-	4,237.83
UnQuoted Equity Investments	8B			0.71	0.71
Total Financial Assets		**4,237.83**	**-**	**0.71**	**4,238.54**
Financial liabilities					
Derivatives not designated as hedges	27	-	807.29	-	807.29
Total Financial Liabilities		-	**807.29**	-	**807.29**

Notes to Financial Statements for the year ended 31st March, 2020

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2019

(Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	9 and 57	-	-	1,74,468.00	1,74,468.00
Total Financial assets		-	-	1,74,468.00	1,74,468.00
Financial liabilities					
Borrowings (including interest accrued)	21, 25, 27 and 58	-	1,63,858.05	-	1,63,858.05
Lease Liabilities	27	-	-	-	-
Total Financial liabilities		**-**	**1,63,858.05**	**-**	**1,63,858.05**
(b) Biological assets other than bearer plants					

This section explains the judgements and estimates made in determining the fair values of the biological assets other than bearer plants that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its biological assets other than bearer plants into level 2 in the fair value hierarchy, since no significant adjustments need to be made to the prices obtained from the local markets.

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2020 (Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	13	-	-	-	-
Total		**-**	**-**	**-**	**-**

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2019 (Rs. In Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	13	-	453.72	-	453.72
Total		**-**	**453.72**	**-**	**453.72**

48 FINANCIAL RISK MANAGEMENT

The company's activities exposed it to a variety of financial risks. The key financial risks include Market risk, Credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors review and approves policy for managing these risks. The risks are governed by appropriate policies and procedures and accordingly financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. This however does not take into account the possible effect of prevailing pandemic due to outbreak of COVID-19 being based on future development and currently not determinable as dealt with in Note no. 56. Further, as stated in Note no. 58(a), the company has defaulted in repayment of borrowings including interest accrued thereon due to mismatch with respect to amount recoverable in respect of ICD's given by the company and resolution plan is under progress being under consideration of lenders. The company expects to restructure it's borrowings and mitigate the related financial risk.

(A) Credit risk

Credit risk refers to the risk of financial loss arising from default / failure by the counterparty to meet financial obligations as per the terms of contract. The Company is exposed to credit risk for receivables, cash and cash equivalents, financial guarantees and derivative financial instruments. Loans to group companies given has lead to material concentration of credit risks due to non-recoverability of amount thereagainst including accrued interest.

Credit risk on trade receivables is minimum since sales through different mode (eg. auction, consignment, private - both domestic and export) are made after judging credit worthiness of the customers, advance payment or against letter of credit by banks. The history of defaults has been minimal and outstanding receivables are regularly monitored. For credit risk on the loans to parties since recoverability thereagainst has been a matter of concern due to non-performance of group and other companies to whom amounts have been lent and for which restructuring as given in Note no. 58(a) is under consideration. The Company is expecting to control the risk involved therein in due course of time.

For derivative and financial instruments, the Company manage its credit risks by dealing with reputable banks and financial institutions.

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company establishes an allowance for impairment that represents its estimate of losses in respect of trade and other receivables. Receivables are reviewed/evaluated periodically by the management and appropriate provisions are made to the extent recovery there against has been considered to be remote.

The carrying value of the financial assets (net of impairment losses) represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note no. 47.

Notes to Financial Statements for the year ended 31st March, 2020

Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

Financial assets that are past due but not impaired

Trade receivables and Inter-Corporate Loans which are past due at the end of the reporting period, no credit losses there against are expected to arise.

(B) Liquidity risk

Liquidity risk refers to the risk that the Company fails to honour its financial obligations in accordance with terms of contract. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions.

Management monitors rolling forecasts of the company's liquidity position (including the undrawn credit facilities extended by banks and financial institutions) and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans. The Company had during the previous year granted loans to Group Companies which created a mismatch in servicing its debt obligations. In this regards necessary debt restructuring process is in progress as detailed in Note no. 58(a) to make these debt sustainable so that the liquidity required in the system does not get affected materially.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

i all non-derivative financial liabilities, and

ii derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. The amount has been computed on the basis stated in Note no. 58(b).

Contractual maturities of financial liabilities as at 31st March 2020 **(Rs. In Lakhs)**

Particulars	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	2,21,184.42	2,331.73	1,000.00	-	2,24,516.15
Lease Liabilities	420.62	381.74	172.96	-	975.32
Trade Payables	7,248.95	-	-	-	7,248.95
Other financial liabilities	12,946.18	-	-	-	12,946.18
Total non-derivative financial liabilities	**2,41,800.17**	**2,713.47**	**1,172.96**	**-**	**2,45,686.60**
Derivatives					
Interest rate swaps	94.89	-	-	-	94.89
Total derivative financial liabilities	**94.89**	**-**	**-**	**-**	**94.89**

Contractual maturities of financial liabilities as at 31st March 2019 **(Rs. In Lakhs)**

Particulars	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	1,47,904.66	8,926.82	7,026.57	-	1,63,858.05
Trade Payables	15,561.08	-	-	-	15,561.08
Other financial liabilities	17,938.22	-	-	-	17,938.22
Total non-derivative financial liabilities	**1,81,403.96**	**8,926.82**	**7,026.57**	**-**	**1,97,357.35**
Derivatives					
Interest rate swaps	807.29	-	-	-	807.29
Total derivative financial liabilities	**807.29**	**-**	**-**	**-**	**807.29**

(C) Market risk

(i) Foreign currency risk

Notes to Financial Statements for the year ended 31st March, 2020

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD, EUR and GBP. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The Company, as risk management policy, hedges foreign currency transactions to mitigate the risk exposure and reviews periodically to ensure that the results from fluctuating currency exchange rates are appropriately managed.

The following table sets forth information relating to foreign currency exposure as at 31st March 2020. **(Rs. In Lakhs)**

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	-	-	8.95	8.95
Trade Receivable	819.81	-	-	819.81
Other Financial Assets	337.74	-	53.87	391.61
	1,157.55	**-**	**62.82**	**1,220.37**
Financial Liabilities (b)				
Trade Payable	-	-	649.39	649.39
	-	-	649.39	649.39
Net Exposure in Foreign Currency (a-b)	**1,157.55**	**-**	**(586.57)**	**570.98**

10% appreciation / depreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Company would result in increase / decrease in the Company's profit before tax by approximately Rs. 122.04 lakhs for financial assets and decrease / increase in the Company's profit before tax by approximately Rs.64.94 lakhs for financial liabilities. **(Rs. In Lakhs)**

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	-	-	5.95	5.95
Trade Receivable	1,045.94	-	5.98	1,051.92
Other Financial Assets	-	-	53.18	53.18
	1,045.94	**-**	**65.11**	**1,111.05**
Financial Liabilities (b)				
Trade Payable	-	-	679.42	679.42
	-	-	679.42	679.42
Net Exposure in Foreign Currency (a-b)	**1,045.94**	**-**	**(614.31)**	**431.63**

10% appreciation / depreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Company would result in increase / decrease in the Company's profit before tax by approximately Rs. 111.11 lakhs for financial assets and decrease / increase in the Company's profit before tax by approximately Rs.67.94 lakhs for financial liabilities.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets bear fixed rates of interest, wherever applicable.Therefore,there is no risk of interest rate volatility.

The Company's main interest rate risk arises from short term and long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. The Company's policy is to maintain most of its borrowings at fixed rate using interest rate swaps to achieve this when necessary. During 31st March 2020 and 31st March 2019, the Company's borrowings at variable rate were mainly denominated in INR.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The exposure of the Company's financial assets and financial liabilities as at 31st March 2020 and 31st March 2019, to interest rate risk is as follows:

(Rs. In Lakhs)

Particulars	As at 31st March 2020		As at 31st March 2019	
	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate
Financial Assets		2,84,609.66	-	1,74,468.00
Financial Liabilities	1,93,314.66	16,625.00	1,44,033.41	19,000.00
	1,93,314.66	**3,01,234.66**	**1,44,033.41**	**1,93,468.00**

Notes to Financial Statements for the year ended 31st March, 2020

Increase/ decrease of 50 basis points (holding all other variables constant) in interest rates at the balance sheet date would result in an impact (decrease/(increase) in case of net income) of Rs. 1,049.70 lakhs and Rs. 815.17 lakhs on profit before tax for the year ended 31 March 2020 and 31 March 2019 respectively.

(iii) Price risk

The Company is not an active investor in equity markets; it continues to hold certain investments in equity for long term strategic purpose which are accordingly measured at fair value through Other Comprehensive Income. The value of investments in such equity instruments as at 31st March,2020 is Rs 1,081.27 lakhs (31st March 2019- Rs. 4,238.54 lakhs).Accordingly, fair value fluctuations arising from market volatility is recognised in Other Comprehensive Income.

(D) Agricultural Risk

Cultivation of tea being an agricultural activity, there are certain specific financial risks. These financial risks arise mainly due to adverse weather conditions, logistic problems inherent to remote areas, and fluctuation of selling price of finished goods (tea) due to increase in supply/availability.

i. Sufficient inventory levels of agro chemicals, fertilizers and other inputs are maintained so that timely corrective action can be taken in case of adverse weather conditions.

ii. Slightly higher level of consumable stores viz packing materials, coal and HSD are maintained in order to mitigate financial risk arising from logistics problems.

iii. Forward contracts are made with overseas customers as well as domestic private customers, in order to mitigate the financial risk in fluctuation of selling price of tea.

iv. Sufficient liquidity kept in the system through fund arrangements from banks etc. in such a way that cultivation, manufacture and sale of tea is not adversely affected even in times of adverse conditions. The Resolution Plan as stated in Note no. 58(a) is under consideration and outcome thereof as expected is for ensuring sustainability of core agricultural operations of the company.

49. CAPITAL MANAGEMENT

(a) Risk Management

The primary objective of the Company's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximize shareholder value. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stakeholders. The Company is focused on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the Company.

Net debt implies total borrowings of the Company as reduced by Cash and Cash Equivalent and Equity comprises all components attributable to the owners of the Company.

The following table summarises the Net Debt, Equity and Ratio thereof subject to final determination of amount thereof on approval of resolution plan as stated in Note no. 58(a): **(Rs. In Lakhs)**

Particulars	Note	As at 31st March 2020	As at 31st March 2019
(i) **Total Debt**			
Borrowings - Non-Current	21	5,268.91	15,812.32
- Current	25	1,87,160.91	1,34,212.77
Current Maturities of Long Term Debt	27	17,509.84	13,008.32
Interest accrued but not due on borrowings	27	-	30.28
Interest accrued and due on borrowings	**27**	**14,576.49**	**794.36**
		2,24,516.15	**1,63,858.05**
Less : Cash and Cash Equivalents	15	**3,983.35**	30,657.80
Net Debt		**2,20,532.80**	**1,33,200.25**
(ii) Equity attributable to Shareholders	19 and 20	1,64,165.34	1,67,397.39
(iii) Net debt to equity ratio		**1.34**	**0.80**

Under the terms of the major borrowing facilities, the Company has not complied with some of the financial covenants as imposed by the bank and financial institutions.

Notes to Financial Statements for the year ended 31st March, 2020

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2020 considering expected outcome of the resolution plan under consideration of lenders (Refer Note no. 58(a)).

(b) Dividend

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
(i) Equity Shares		
Final dividend paid for the year ended 31st March 2019 Nil (31st March 2018 - Rs 0.50/-) per fully paid share	-	537.12
(ii) Dividends not recognised at the end of the reporting period	-	-
Due to inadequacy of profits, the Board of Directors has not recommended any dividend for the financial year ended 31st March, 2020 and 31st March 2019.		

50. DETAILS OF LOANS, INVESTMENTS AND GUARANTEES GIVEN COVERED UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013

A) Details of Investments are disclosed in Note no. 8A & 8B of the financial Statements.

B) The Company has given Interest bearing Loans (ranging from 12% to 15% per annum)to following parties for their corporate purposes, which are repayable on demand as detailed below:

(Rs. In Lakhs)

Name of Parties	Amount Outstanding as on 31st March 2019	Additions	Deductions	Amount Outstanding as on 31st March 2020
Williamson Magor & Co. Limited	20,785.00	7,692.00	7,692.00	20,785.00
Babcock Borsig Limited	14,710.00	-	185.00	14,525.00
Williamson Financial Services Limited	22,450.00	-	250.00	22,200.00
Seajulie Developers & Finance Limited	88,006.00	46,490.44	-	1,34,496.44
Woodside Parks Limited	28,504.00	64,959.00	872.78	92,590.22
Vinod Enterprises	13.00	-	-	13.00
	1,74,468.00	**1,19,141.44**	**8,999.78**	**2,84,609.66**

Note: Loan was given @12%. However, during the year the company has not recognised interest income for reasons stated in Note no. 32.3 and 57(a). All such amounts are repayable at call. Further, additions during the year represents amounts even though received at previous year end date pursuant to short term arrangement, have been given back and shown as recoverable from said parties.

C) Details of Corporate Guarantees given by the Company are as follows.

(Rs. In Lakhs)

Name of the Borrower Company	Amount of Loan Outstanding	Issued in favour of	Amount of Guarantees as on 31st March 2019	Addition	Deduction	Amount of Guarantees as on 31st March 2020
Borelli Tea Holdings Limited	126.12	ICICI Bank	22,819.50	2,151.60	-	24,971.10
Williamson Magor & Co. Limited	5,000.00	Luxmi Townwhip & Holdings Limited	5,000.00	-	-	5,000.00
	5,126.12		**27,819.50**	**2,151.60**	**-**	**29,971.10**

Notes to Financial Statements for the year ended 31st March, 2020

D) The Company has issued various "Letter of Comfort" to lenders against loans taken by promoter Group and other Companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March, 2020 is Rs. 1,46,099.78 Lakhs (31st March, 2019- 1,46,099.78).

(Rs. In Lakhs)

Name of the Borrower Company	Amount Outstanding	Issued in favour of	Amount as on 31st March 2019	Addition	Deduction	Amount as on 31st March 2020
McNally Bharat Engineering Company Limited	-	Aditya Birla Finance Limited	6,999.80	-	-	6,999.80
McNally Bharat Engineering Company Limited	-	IL&FS Financial Services Limited	9,999.98	-	-	9,999.98
Kilburn Engineering Limited	9,500.00	RBL Bank Limited	9,500.00	-	-	9,500.00
Woodside Parks Limited	-	Yes Bank Limited	20,000.00	-	-	20,000.00
Seajulie Developers & Finance Limited	3,000.00	IndusInd Bank Limited	3,000.00	-	-	3,000.00
Seajulie Developers & Finance Limited	5,500.00	RBL Bank Limited	15,000.00	-	-	15,000.00
McNally Bharat Engineering Company Limited	499.66	ICICI Bank Limited	11,000.00	-	-	11,000.00
Williamson Magor & Co. Limited	10,000.00	IL&FS Financial Services Limited	10,000.00	-	-	10,000.00
Babcock Borsig Limited	15,000.00	IL&FS Financial Services Limited	15,000.00	-	-	15,000.00
Williamson Financial Services Limited	10,194.37	Aditya Birla Finance Limited	13,000.00	-	-	13,000.00
McNally Bharat Engineering Company Limited	12,600.00	Axis Bank Limited	12,600.00	-	-	12,600.00
Williamson Magor & Co. Limited	10,000.00	KKR India Financial Services Private Limited	10,000.00	-	-	10,000.00
Williamson Financial Services Limited	10,000.00	KKR India Financial Services Private Limited	10,000.00	-	-	10,000.00
	86,294.03		**1,46,099.78**	**-**	**-**	**1,46,099.78**

Notes to Financial Statements for the year ended 31st March, 2020

51. INCOME TAX EXPENSE

This note provides an analysis of the Company's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items.

(a) Income Tax Expense

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Current Tax		
Current tax for the year	-	682.12
Interest u/s 234B and 234C	-	28.03
Total Current Tax (A)	**-**	**710.15**
Provisions relating to earlier years written back (net)		
Provisions for tax relating to earlier years written back	-	(3,973.29)
Total provision written back relating to earlier years (net) (B)	**-**	**(3,973.29)**
Deferred tax for the year	(4,026.35)	3,704.97
Total Deferred Tax (C)	**(4,026.35)**	**3,704.97**
Grand Total (A+B+C)	**(4,026.35)**	**4,415.12**

(b) Amount recognised in other comprehensive income

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Deferred Tax		
Income tax relating to items that will not be classified to profit or loss	728.74	211.23
Total	**728.74**	**211.23**

(c) Reconciliation of effective tax rate:

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Profit before tax	(2,798.79)	0.21
Income tax expense calculated @ 34.944% (31st March 2019- 34.944%)	-	0.07
Effect of expenses that are not deductible in determining taxable profit	390.00	2,931.61
Effect of additional deduction under Income tax Act'1961	(45.07)	(15.34)
Effect of income that is exempt from taxation	(3,859.00)	(6,484.61)
Effect of adjustment in respect of different tax rates*	968.08	570.66
Effect of different tax rate on certain incomes	(1,172.87)	(1,530.16)
MAT Credit Recognition	(2,090.73)	-
Non-Recognition/(Reversal) of previously recognised tax loss to increase deferred tax expense	1,401.49	8,624.15
Others	381.75	318.74
	(4,026.35)	**4,415.12**

Notes:

(i) The tax rate used in the corporate tax rate payable on taxable profits under the Income Tax Act'1961.

(ii) The Company's agriculture income is subject to lower tax rates @ 30% under the respective state tax laws.

Notes to Financial Statements for the year ended 31st March, 2020

(iii) The Company has not exercised the option for paying income tax at concessional rates in accordance with the provisions/conditions as specified under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 as there are unutilised MAT Credit and other entitlement including 33AB and also the Debt Resolution Process is under active consideration and impact thereof are presently not ascertainable. Necessary decision in this respect will be taken in subsequent period.

52. DISCLOSURE AS PER IND AS 116

(i) Following are the changes in the carrying value of right of use assets for the year ended March 31, 2020:

(Rs. In Lakhs)

Particulars	Building	Leasehold Land	Total
As at 1st April 2019	-	0	-
Reclassification of Leasehold prepayments (current and non-current assets)	417.73	0	417.73
Addition	1,124.27	41.18	1,165.45
Deletion	0	0	0
Depreciation	322.78	2.41	325.19
As at 31st March 2020	1,219.22	38.77	1,257.99

(ii) The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31st March 2020
Current lease liabilities	420.62
Non-Current lease liabilities	554.70
	975.32

(iii) The following is the movement in lease liabilities:

Particulars	Year ended 31st March 2020
As at 1st April 2019	-
Additions	1,165.45
Finance cost accrued during the period	234.95
Deletions	-
Payment of lease liabilities	(425.08)
	975.32

(iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31st March 2020
Not later than one year	465.78
Later than one year and not more than five years	603.41
Later than five years	-
	1,069.19

(v) Further to above, the Company has certain operating lease arrangements for office, transit houses, etc. on short-term leases. Expenditure incurred on account of rental payments under such leases during the year and recognized in the Profit and Loss account amounts to Rs. 14.50 lakhs.

(vi) On transition, the adoption of the new standard resulted in recognition of 'Right-of-Use assets' of Rs. 1,583.18 lakhs including reclassification of prepayment with a corresponding lease liability of Rs. 417.73 lakhs. Ind AS 116 resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments. Consequent to the application of this standard, rental expenses for the year was lower by Rs. 388.79 lakhs, depreciation and interest is higher by Rs. 325.19 lakhs and Rs. 234.95 lakhs respectively and Profit before taxes is lower by Rs. 171.35 lakhs.

53. Sale of Specified Assets of certain Tea Estates

On August 09, 2018, the shareholders of the Company approved to sell specified assets of certain tea estates. In continuation of the steps initiated in this respect in earlier years, during the year:

Notes to Financial Statements for the year ended 31st March, 2020

a) The company sold specified assets of 3 Tea Estates for an aggregate consideration of Rs 15,045.00 Lakhs. Profit on sale of such assets amounting to Rs. 4,003.96 Lakhs has been included under Exceptional items for year ended 31st March 2020.

b) The specified assets of one another tea estate had been identified and approved for sale. Memorandum of Understanding/ Term sheet with the proposed buyer for an aggregate consideration of Rs. 2,815.00 Lakhs, subject to due diligence and necessary approvals, etc. had also been entered by the company. Pending final binding agreement and completion of the transaction, such sales has not been recognised. Advance of Rs 550.00 Lakhs received from the proposed buyer against sale consideration has been shown under 'Other Financial Liabilities'.

c) The Company has received advances against sale of estates and certain other assets amounting to Rs. 1,764.43 lakhs (including Rs. 550.00 lakhs dealt in (b) above) which could not crystalise on account of stay imposed by Hon'ble NCLT. Accordingly, such assets pending final decision of Hon'ble NCLT has been included under Property, Plant and Equipment (PPE) rather than as "Assets held for Sale" and have been depreciated in accordance with other items of PPE.

54. Sale of Other Assets

During the year, part of a building belonging to the Company was sold to a financial institution at a consideration of Rs. 4,477.00 Lakhs, which was adjusted against their outstanding dues. Loss of Rs. 237.21 Lakhs arising in this respect has been shown under exceptional items for the year ended 31st March, 2020.

55. Buyback of Shares by Subsidiary

During the year ended 31st March 2019, the company's subsidiary Borelli Tea Holdings Limited (UK) (BTHL) had agreed to buy back 60,000 shares (out of total 3,62,000 shares held by the company) for an aggregate consideration of GBP 93,00,000, and Rs. 8,390.93 Lakhs received in this respect had been shown as advance from subsidiaries. During the year, the said buy-back after obtaining necessary clearances and completion of related formalities has been given effect to and profit of Rs. 4,440.21 Lakhs arising in this respect has been included under exceptional items.

Further, BTHL vide it's Board Resolution dated 1st July 2019 has agreed to buy back 50,000 shares for a consideration of GBP 77,50,000 (Rs. 6,581.41 Lakhs). This transaction has also been concluded during the year and profit of Rs 3,562.32 Lakhs arising in this respect has been included under exceptional items.

56. COVID 19

Consequent to the outbreak of COVID-19, which has been declared as a pandemic by World Health Organisations (WHO), Government of India has declared a lock down effective from 24th March, 2020. The Company's operation have been affected due to loss of more than a month's production due to the suspension of the operation, disruption in supply chain and non-availability of personnel during lock down. Though the garden operation have resumed in the first week of May 2020, additional costs for upkeep, skiffing of unwanted produce, manuring and other related costs for up bringing of the leaves for plucking has to be incurred. However, the production due to continuing problem with respect to availability and deployment of manpower, etc. and other logistic support is yet to be normalised. Operations especially at gardens and warehouses are still affected and expected to be normalised over the period of time.

The Company has taken steps towards rationalising it's employee related and other fixed cost. The prices of tea and realisation there against have improved due to supply mismatch in the current situation. Accordingly, the company has revised it's business projections based on internal and external information and possible assumptions and estimates in the given situation and circumstances. The company has assessed the potential impact of COVID-19 on its capital and financial resources, profitability, liquidity position, supply chain and demand for its products and on the carrying value of various current and non-current assets and no material impact on the financial results are expected to arise. The actual impact of the global health pandemic may be different from that which has been estimated. The Company will continue to closely monitor the situation and any variation due to the changes in situations will then be taken into consideration.

57. Inter-corporate loans given

a) In respect of Inter-Corporate Deposits (ICDs) given to Promoter group and certain other companies as given in Note no. 50(B), the amount outstanding aggregates to Rs. 2,84,609.66 Lakhs as at 31st March 2020 (net of provision of Rs. 1,098.00 Lakhs). This includes Rs. 1,10,624.00 lakhs given in earlier year and even though repaid back at the end of the previous year under short term arrangement has been again given back in the beginning of this year and shown as recoverable from these parties as on 31st March 2020. Interest accrued upto 31st March 2019 and remaining unpaid as on March 31, 2020 aggregates to Rs. 2,336.78 Lakhs (net of provision of Rs. 6,947.35 Lakhs). Interest on such ICDs as stated in Note no. 32.3 pending determination of the amount has not been accrued during the period. Over and above, the company has issued corporate guarantee and letter of comfort to these companies as given in Note no. 50(C) and (D). Steps are being taken to restructure the borrowings

Notes to Financial Statements for the year ended 31st March, 2020

and related financial obligations of the company as well as of various group companies and necessary resolution plan as stated in Note no. 58(a) in this respect is under consideration of the lenders. The company expects to workout a plan for restructuring the amount of loan given and interest thereon including reducing/liquidating such outstanding amount and other obligations in sync with the proposed restructuring of borrowing in terms of the resolution plan under consideration of lenders as stated herein above. The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/ adjusted. Necessary compliances in this respect concerning provisions of Companies Act, 2013 will be ensured in due course of time and no further provision is required at this stage and any adjustments required consequent to finalisation of resolution plan will be given effect to on determination of the amount thereof.

b) Inter-Corporate Deposits to companies as dealt herein above in Note no. 57(a) include amounts reported upon by predecessor auditor including Rs. 77,575.00 lakhs which were considered by the predecessor auditor in the nature of book entries. These even though were in excess of the limit prescribed under Section 186 of the Companies Act, 2013 ('the Act') further amounts as given in Note no. 57(a) above have been given during the year. This includes amounts given to group companies whereby applicability of Section 185 and related non-compliances, if any could not be ascertained and commented upon by them. The above Loans as and when given are as required could not be approved by the shareholders under Section 186 of the Act. The issues raised are also being examined by relevant authorities including Registrar of Companies, outcome of which are awaited as on this date. Information required by the authorities have been provided and directions, if any received on conclusion of the proceedings will be dealt with appropriately to ensure necessary compliances.

58. Going Concern and Default in Borrowings

a) Operational earnings and performance of the company even though has improved over the period, the Company's financial position has continued to be under stress. The Inter-Corporate Deposits (ICDs) given to various group companies to provide them funds for strategic reasons for meeting their various obligations along with interest to the extent applicable are outstanding as on this date. These have resulted in mismatch of company's current resources vis-à-vis it's commitments and obligations and liquidity constraints, causing hardship in servicing the short term and long-term debts and meeting other liabilities. One of the banker has issued a notice of default and recalled the amount granted under various facilities and has commenced the proceeding before Debt recovery Tribunal (DRT) for realisation of their debt to the company. The said banker and one other lender have filed petitions under Insolvency and Bankruptcy Code, 2016 (IBC) with Hon'ble National Company Law Tribunal, Kolkata (NCLT). These petitions are however yet to be admitted by NCLT. Further, certain lenders including those concerning another group company have obtained injunction against disposal of the Company's assets, pending settlement of their dues. The company has taken various measures to overcome the financial constraints, which inter-alia include reduction in operational costs, monetising the Company's/group's assets including holding of other group companies and also proposal for restructuring/reducing the borrowings so that to make them sustainable and rationalising the costs thereof and infusing liquidity in the system over a period of time."

The Resolution process of stressed assets vide circular dated 7th June, 2019 issued by the Reserve Bank of India has been initiated by the lenders. The lenders have appointed an Independent professional for carrying out Techno Economic Viability (TEV) study and valuers for carrying out the valuation of the company. Further SBI Capital Markets Limited, one of the leading investment banker and adviser has been appointed by the lender to work out and recommend resolution plan and possible course of action on the matter. The professionals and experts so appointed have submitted their reports including the Draft Resolution Plan which is pending before lenders for their consideration and decision.

The management is confident that with the lenders support in restructuring their debt and related and other cost reductions, etc. and other ameliorative measures taken, the company will be able to restructure/reduce its outstanding amount of loan receivable in line with the same and generate sufficient cashflow to meet it's obligations and strengthen it's financial position over a period of time. Considering that these measures are under implementation and/or under active consideration as on this date, the financial statements have been prepared on going concern basis."

b) Pending completion of debt restructuring process and consequential adjustment in this respect as per Note No. 58(a) above, Interest on borrowings have been provided on simple interest at the rates specified in term sheet or otherwise stipulated/ advised from time to time and penal/compound interest if any has not been considered. Further, pending such restructuring, amount repaid to lenders and/or recovered by them by execution of securities etc. have been adjusted against principal of their outstanding amount. The amount payable to the lenders in respect of outstanding amount including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of final decision to be arrived at in this respect. Adjustments, if any required in this respect will be recognised on determination thereof and given effect to on finalisation of resolution plan.

Notes to Financial Statements for the year ended 31st March, 2020

c) The Forensic Audit concerning utilisation of the Funds borrowed by company in the previous year as required by the lender is being conducted by an Independent firm of Chartered Accountant appointed by them. Necessary report in this respect will be submitted to the lender for further course of action and remedial measures as envisaged and dealt herein above.

59. Certain debit and credit balances other than borrowings dealt with in Note no. 58(b)including inter-unit and other clearing balances, trade and other receivables/Payables, advances from customers, loans and advances (excluding Inter Corporate Deposits to group companies), other current assets and certain other liabilities including those relating to tea estates are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.

60. In view of Sale of Specified Assets pertaining to Tea Estates in the previous year as well as in current period (Note no. 53), figures of the previous year are not comparable with those of the current year. Figures for the previous year have however, been regrouped/ rearranged, wherever necessary.

61. These financial statements have been approved by the Board of Directors of the Company on 31st July 2020, for issue to the shareholders for their adoption.

As per our report of even date

For Lodha & Co
Chartered Accountants

For and on behalf of the Board of Directors

R.P. Singh
Partner

Aditya Khaitan
Chairman and Managing Director
(DIN No: 0000023788)

Azam Monem
Director
(DIN No: 0000023799)

Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata
Dated: 31st July 2020

Independent Auditor's Report

To The Members of
McLeod Russel India Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Adverse Opinion

We have audited the accompanying consolidated financial statements of McLeod Russel India Limited (hereinafter referred to as the "Company" or "Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its associate, which comprise the consolidated balance sheet as at March 31, 2020, the consolidated statement of profit and Loss, consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below due to the significance of the matters described in the Basis for Adverse Opinion section below, the aforesaid consolidated financial statements do not give the information required by the Companies Act, 2013 ("the Act") in the manner so required and also does not give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, and their consolidated loss,consolidated other comprehensive income, consolidated cash flow and their consolidated changes in equity for the year ended on that date.

Basis for Adverse Opinion

Attention is invited to the following notes of the Consolidated financial statements

(a) Note no. 56(a) dealing with Inter Corporate Deposits (ICDs) aggregating ₹ 2,86,946.44 lakhs given by the Parent and outstanding as on March 31, 2020 (including Interest of ₹ 2,336.78 lakhs accrued till March 31, 2019)are doubtful of recovery. These loans are in excess of the limit specified in Section 186 of the Companies Act, 2013 and pending such compliances and considering recover ability etc., are prejudicial to the interest of the Parent and in turn to the Group and it's associate. In absence of provision there against, the loss for the year is understated to that extent. Impact in this respect have not been ascertained by the management and recognised in the consolidated financial statements.

(b) The Parent had given advance in earlier year to a body corporate aggregating to ₹ 1,400 lakhs (Included in Note no. 18 under "Advances to Suppliers, Service Providers etc.") which are outstanding as on March 31, 2020. In absence of appropriate audit evidence and status thereof, we are unable to comment on the validity and recover ability of such advances

c) Note No. 36.2 regarding non-recognition of Interest of ₹ 2,182.40 lakhs on Inter Corporate Deposits taken by the Parent and thereby the loss for the year is understated to that extent. Further, as stated in Note no. 57(b), penal/compound interest and other adjustments in respect of borrowings from banks/financial institution have not been recognised and amount payable to banks and financial institutions as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount in this respect, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;

d) Note no 58 regarding non reconciliation of certain debit and credit balances in case of Parent with individual details and confirmations etc. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us;and

e) As stated in Note no. 56(b) of the consolidated financial statements, the predecessor auditor in respect of loans given by the Parent included under paragraph (a) above have reported these to be in excess of the limit specified in Section 186 of the Companies Act, 2013 and as stated these include amounts given to Promoter/Group companies whereby applicability of Section 185 could not be ascertained and commented upon by them. They have not been able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/or are prejudicial to the interest of the Parent. These amounts are outstanding as on this date and status thereof have remained unchanged and uncertainty and related concerns including being prejudicial to the interest of the company are valid for current year also. As represented by the management, the parties involved are not related parties requiring disclosure in terms of said accounting standard and provisions of Companies act 2013 and concerns expressed as above are not relevant and as such inconsequential to the Parent. The matter as reported is under examination and pending before regulatory authorities. Further, as stated in Note no. 57(c) forensic audit undertaken at the behest of lenders with respect to utilisation of funds borrowed by the Parent is also under progress. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the consequential impact thereof.

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the Code of Ethics and provisions of the Companies Act, 2013 that are relevant to our audit of the consolidated financial statements in India under the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics and the requirements under the Companies act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our adverse opinion.

Material Uncertainty Related to Going Concern

Attention is drawn to Note no. 57(a) of the consolidated financial statements dealing with going concern assumption for preparation of the accounts of the Parent. The Parent's current liabilities exceeded its current assets. The matters forming part of and dealt with under Basis for Adverse Opinion Section of our report may have significant impact on the net worth of the Parent. Funds obtained by borrowing and utilized for providing funds to other companies have become unserviceable primarily due to non-repayment of outstanding amounts by those companies. This has resulted in insufficiency of Parent's resources for meeting its obligations. These conditions indicate the existence of a material uncertainty about the Parent's ability to continue as a going concern which may have significant impact on the affairs of the Group and it's associate. However, the financial statement of the Parent due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome of the steps and measures including those concerning rationalization of costs, restructuring/reduction of borrowings and interest thereon in terms of resolution plan under considerations of lenders and restructuring of outstanding loans receivables in sync with said plan and other proposals under evaluation as on this date. In the event of the said plan not being approved and the management's expectation and estimation etc., becoming inconsistent, possible impact on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be ascertained and commented upon by us. Our opinion is not modified in respect of this matter.

Emphasis of Matter

Attention is drawn to Note no. 55 of the consolidated financial statements dealing with the management's evaluation of impact of COVID-19 and uncertainty thereof on the assumptions and estimates concerning the financial statement as well as future performance of the Parent. Our opinion is not modified in respect of the above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were 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 these matters. In addition to the matter described in the Basis for Adverse Opinion section of our report, we have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statement section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedure designed to respond to our assessment of the risk of material misstatement of the consolidated financial statement. The result of audit procedures performed by us and by other auditors of component not audited by us, as reported by them in their Auditors' Report furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements. However, the below mentioned key audit matters pertains to Parent as the other auditors of the component have not given any key audit matters in their reports.

Key Audit Matter	Addressing the key audit matters
Valuation of Biological Assets and Agricultural produce (Note 4(e) of the consolidated financial statements)	
Biological assets of the Group include unharvested green tea leaves and the Group's agricultural produce comprising of harvested green leaves. These are valued at fair value less cost to sell at the point of harvest. Finished goods produced from agricultural produce i.e. Black Tea are valued at lower of cost arrived at by adding the cost of conversion to the fair value of agricultural produce and the net realisable value. For harvested or unharvested green leaves, since there is no active market for own leaves, estimates are used by management in determining the valuation. The principal assumptions and estimates in the determination of the fair value include assumptions about the yields, prices of green leaf purchased from third party and the stage of transformation. These assumptions and estimates require careful evaluation by management. Given the nature of Industry these assets and valuation thereof are significant to the operation of the Group.	Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of valuation includes the following: • Obtaining an understanding of the fair value measurement methodologies used and assessing the reasonableness and consistency of the significant assumptions used in the valuation; • Evaluating the design and implementation of Parent's controls concerning the valuation of biological assets and agricultural produce; • Assessing the basis, reasonableness and accuracy of adjustments made to prices of green leaves purchased from outside suppliers considering the quality differential of the Parent's production. • Assessing the yields to analyse the stage of transformation considered for the fair valuation of biological assets; • Assessed the Impact of lockdown amidst COVID-19 resulting in unusable Green Leaves being discarded and becoming unusable for production of Black Tea; • Due to lock-down amidst COVID-19 it was not possible to participate in the physical verification of inventory in case of the Parent and therefore, the following alternate procedures confirming the year end determination of Inventory were applied: In respect of the stock of Black Tea held at tea estates, which have been subsequently dispatched to third party, warehouses etc. roll back procedures have been performed; For stocks held at third party warehouses and own warehouses such stock were verified through subsequent dispatches and applying roll back procedure for arriving at the stock as at the year end; and Reliance has been placed on managements representation and evidences produced for subsequent dispatches and collections thereagainst. • Due recognition of principle of materiality considering the current volume of inventory have been applied.
Impairment of Property, Plant and Equipment (PPE), Capital Work in Progress (CWIP) and Intangible Assets (Note no. 4(a) of the consolidated financial statements)	
Evaluation of the impairment of the Parent involves assessment of value in use of the Cash Generating Units (CGUs) and requires significant judgements and assumptions about the forecast for cash flows, production, volume of operations, prices and discount rate. This exercise has gained significant considering the available indicators under the current situation and circumstances amidst management's expected outcome of the resolution plan under consideration of the lenders and other conditions under which the parent is operating.	Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of Impairment includes the following: • Critical evaluation of internal and external factors impacting the entity and indicators of impairment (or reversal thereof) in line with Ind AS 38; • Reviewing the valuation report by an independent technical consultant for arriving at value in use and fair value of various tea estates and other assets less cost to sale and this being a technical matter, reliance has been placed on management contention and technical advices in this respect; • Review of impairment valuation models used in relation to CGU to determine the recoverable amount by analysing the key assumptions used by management in this respect including: Management's contention for restructuring the debt to make it sustainable and recoverability/restructuring of amount of loan given to various companies; Consistency with respect to forecast for arriving at the valuation and assessing the potential impact of any variances; Price assumptions used in the models; and The assumptions/estimation for the weighted average cost of capital and rate of discount for arriving at the value in use. • Reliance has been placed on management's assumption for possible outcome vis-à-vis resolution plan under consideration of lenders.

<table>
<tr><th>Key Audit Matter</th><th>Addressing the key audit matters</th></tr>
<tr><td colspan="2">Recognition of Deferred Tax Assets (Note no. 23 of the Consolidated financial statements)</td></tr>
<tr><td>Deferred tax Asset include MAT Credit Entitlement of ₹ 5,106.21 lakhs (including ₹ 2,042.84 lakhs recognised by the Parent during the year) being carried forward in the Consolidated financial statements as at March 31, 2020.

Further, Deferred Tax Assets relating to unabsorbed losses amounting to ₹ 4,010.68 lakhs have not been recognized by the Parent in the Consolidated financial statements.</td><td>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of the accounting effect and disclosures of the Deferred Tax Assets include the following:

• Utilisation of Deferred tax assets have been tested on the basis of internal forecasts prepared by the Parent and probability of future taxable income;

• Critical review of the underlying assumptions for consistency for arriving at reasonable degree of probability on the matters;

• Due consideration of principle of prudence especially amidst the Debt restructuring process and other group level restructuring and related uncertainties; and

• Requirement of Ind AS 12 “Income Taxes” and application thereof and disclosures made in the financial statement for ensuring the compliances on the matter.</td></tr>
<tr><td colspan="2">Going Concern Assumption (Note no. 57 of the consolidated financial statements)</td></tr>
<tr><td>The Parent’s current liabilities exceeded current assets by ₹ 2,30,259.63 lakhs as on March 31, 2020. Funds obtained by borrowing and utilized for providing funds to other companies have become unserviceable primarily due to non-repayment of outstanding amounts by those companies. Further, adjustments arising in respect of the matters dealt with under Basis of Adverse Opinion Section may have significant impact on the net worth of the Parent. The Parent was unable to discharge its obligations for repayment of loans and settlement of financial and other liabilities.

The availability of sufficient fund and the testing of Parent’s ability to continue meeting it’s obligations under the financing covenants and otherwise as and when falling due for payment are important for the going concern assumption and, as such, significant aspect of our audit.</td><td>Our audit procedures included testing management’s assumptions on the appropriateness of the going concern assumptions and reasonableness of the assumptions used, focusing in particular the business projections of Parent restructuring of borrowing and ICD’s given by the Parent and other sources of funding and among others, following procedures were applied in this respect:

• Review of the Debt Restructuring process and steps so far taken by lenders in this respect which inter-alia includes appointment of professional for Techno Economic Viability (TEV) study, Valuations of the Parent for working out and recommending a resolution plan. This includes review of:
Core operations of the Parent and management’s expectation of sustainability thereof;
Minutes of the meetings of the Parent with the consortium of lenders;
Compliances vis-a-vis debt covenants associated with loans obtained;
Consistency with respect to the possible valuation of the business and tea estates and system and operating results and efficiencies and management’s forecast and outlook in this respect; and
Management’s report to gain an understanding of the inputs and related costs and realisations supporting the cash flow projections of the company and sustainability thereof.
• Placing reliance on management’s assumptions and expectation of possible outcome of resolution plan under consideration of lenders.
• Review of disclosures made by the management in the consolidated financial statement to ensure compliances in this respect.</td></tr>
</table>

Information Other than the Financial Statements and Auditor's Report Thereon

The Parent's Board of Directors is responsible for the other information. The other information comprises the Report of the Directors and the annexures thereto (namely Management Discussion and Analysis, Corporate Governance Report, annual Report on CSR Activities, Business Responsibility Report, Form MGT–9, Conservation of energy, technology absorption, foreign exchange earnings and outgo and remuneration and other specified particulars of employees) but does not include the Consolidated financial statements and our auditors' report thereon. The other information as stated above is expected to be made available to us after the date of this Auditors' Report.

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 identified above when it becomes available, compare with financial information of the subsidiaries audited by other auditors, to the extent it relates to those entities and, in doing so, place reliance on the work of other auditors and 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. Other information as it relates to subsidiaries is traced from other financial information audited by other auditors.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance comprising of consolidated profit/loss and other comprehensive income and consolidated cash flows of the Group including its Associates 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 of its associates 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; the 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 Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates 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.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management; and
- 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 auditors' report to the related disclosures in the consolidated financial statements of which we are the Independent Auditors. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the Parent of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

OTHER MATTERS

a) We did not audit the financial statements of the subsidiary company, whose consolidated financial statements reflect total assets as at March 31, 2020, total revenue and net cash flow/ (outflow) for the year ended as on that date, considered as under in the consolidated financial statements based on audited financial statements by other auditor:

(₹ in Lakhs)

Name of the Subsidiary	Total Assets as at March 31, 2020	Total Revenue for the year ended March 31, 2020	Net Cash Inflow/ (Outflow) for the year ended March 31, 2020
Borelli Tea Holdings Limited (Consolidated)	5,05,26.22	2,91,98.15	(27,77.75)

These consolidated financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

b) We did not audit the financial statement of an associate whose financial result reflect Group Group's share of net profit after tax of ₹ 40 lakhs and total comprehensive income of ₹ 40 lakhs for the year ended March 31, 2020 as considered in the consolidated financial results based on audited financial statements by other auditor.

These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the Associate in so far as it relates to the aforesaid Associate is based solely on the reports of the other auditors.

c) We did not audit the financial statements/ information of one overseas office included in the consolidated financial Statement of the Parent whose financial statements/financial information comprising of expenses to the extent of ₹ 2.68 lakhs has been incorporated therein based on Statement of Accounts audited by an Independent firm of Chartered Accountants. The impact in this respect is not material and reflect total assets of ₹ 8.95 lakhs as at March 31, 2020 and the total revenue of Rs. Nil for the year ended on that date. Our opinion in so far as it relates to the amounts and disclosures included in respect of said office is based solely on the report of Chartered Accountant.

d) The other Auditors of the aforesaid components have not reported Key Audit Matters in their Auditors' Report. In absence of which we are unable to incorporate the matters for the Group and accordingly these matters have been reported for the Parent Company only.

e) Our opinion on the consolidated financial statement and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to reliance on the work done and the report of other auditor. Our opinion is not modified in respect of these matters.

f) The comparative financial information of the Group for the year ended March 31, 2019 have been taken from the consolidated financial statements for the year ended on that date which were audited by the predecessor auditor who expressed an adverse opinion on these consolidated financial statements. The matters dealt with under Basis for Adverse Opinion Section of our report include matters stated in Para (e) of said section of this report. We have placed reliance on the report dated June 29, 2019 given by the predecessor auditor for the purpose of these consolidated financial statement and our report thereupon.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As regards to the matters to be inquired by the auditors interms of Section 143(1) of the Act, we report that Inter Corporate Deposits as stated in Para (a) of Basis for Adverse Opinion Section of this report due to the reasons stated therein are prejudicial to the interest of the company. This includes:

   a) ICDs aggregating to ₹ 77,575.00 Lakhs (included under Para of Basis for Adverse Opinion Section) as reported by the predecessor auditor which were initially given by Parent as capital advances in the previous year and were subsequently converted to ICDs and had been considered by them to be in the nature of book entries and prejudicial to the interest of the Parent. These amounts are outstanding as on March 31, 2020. The matter as stated in Para (e) of Basis for Adverse Opinion Section of this report is under examination by relevant authorities and final outcome thereof is awaited as on this date.

2. As required by Section 143(3) of the Act, based on our we report, to the extent applicable that:

   a) We have sought and except for the effects/ possible effects of the matters described in the Basis for Adverse Opinion section above and under Para vii(a) of Annexure "B" to the report on Standalone Financial Statement on matter reported regarding non-availability of information from certain tea estates sold by the Parent, 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) Except for the effects/ possible effects of the matters described in the Basis for Adverse Opinion section above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept by the Parent so far as it appears from our examination of those books, returns and the reports of the other auditors;

   c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

   d) Due to the significance of the matters described in the Basis for Adverse Opinion section above, in our opinion, the aforesaid consolidated financial statements do not comply with the requirement and provisions of Ind As specified under Section 133 of the Act;

   e) The matters described in the Basis for Adverse Opinion section above especially that relating to non-provision of Inter-corporate Deposits as stated in Para (a) and (e) of that section, provision of interest on borrowings on the basis stated in Para (c) of Basis for Adverse Opinion Section of this report pending confirmation of lenders and Material Uncertainty Related to Going Concern assumption pending approval of resolution plan, in our opinion, may have an adverse effect on the functioning of the Group;

   f) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors of the Parent, none of the directors of the Group Companies incorporated in India are disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

   g) The adverse remarks relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Adverse Opinion section above; and

   h) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' report of the Parent company since the subsidiaries and associates considered for consolidation are incorporated outside India. Our report expresses qualified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of the Parent's internal financial controls with reference to consolidated financial statements.

3. With respect to the other matters to be included in the Auditors' 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 Group has disclosed the impact of pending litigations on its consolidated financial position of the Group – Refer Note no.43 to the Consolidated financial statements;

   ii. The Group has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note no. 47 to the Consolidated financial statements; and

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent.

4. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors is within the limit and provisions of Section 197 of the Act except in case of remuneration paid to Managing Director as given in Note no. 9.1 being in excess of the limit has been held by him under Trust.

For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No. 301051E

R.P. Singh
Partner
Membership No. 52438
UDIN : 20052438AAAACD1566

Place: Kolkata
Date: July 31, 2020

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 2(h) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Group and it's associates as of and for the year ended March 31, 2020, we have audited the internal financial controls with reference to consolidated financial statements of **McLeod Russel India Limited** (hereinafter referred to as "the Parent") being the company incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the Parent being the company incorporated in India is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Parent considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("the 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 Parent'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 Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Parent's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Parent Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls 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.

BASIS FOR QUALIFIED OPINION

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the Parent's internal financial controls with reference to consolidated financial statements as at March 31, 2020:

- The Parent did not have an appropriate internal control system in relation to granting of loans and advances/ other advances to promoter group companies and/or other companies, including ascertaining economic substance and business rationale of the transactions, establishing segregation of duties and determining credentials of the counter parties;
- With respect to inter Corporate Deposits (ICDs), the Parent did not have appropriate system to evaluate the credit worthiness of the parties and recoverability of monies given including interest thereon and also ensuring the compliances with respect to provisions of the Companies Act, 2013 so that these not considered to be prejudicial to the interest of the Parent;
- In case of Parent, certain individual details of debit and credit balances and reconciliation thereof with control balances of receivable/payable/stock including supporting evidences for movement thereof as given in Note no. 58 of the consolidated financial statements were not available. IT Control systems and procedures needs strengthening in terms of framework for Internal Control over financial reporting with reference to financial statements taking into account related controls and procedures as stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India so that to facilitate required reconciliations and provide details for documentation with respect to internal financial controls in the respective areas.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Parent's annual or interim financial statements will not be prevented or detected on a timely basis.

QUALIFIED OPINION

In our opinion, to the best of our information and according to the explanations given to us, except for the effects/possible effects of the material weaknesses described in Basis for Qualified Opinion paragraph above on the achievement of the objectives of the control criteria, the Parent has maintained, in all material respects, adequate and effective internal financial controls with reference to the consolidated financial statements as of March 31, 2020, based on the internal control over financial reporting criteria established by the Parent 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'.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated financial statements of the Group and it's associate for the year ended March 31, 2020, and these material weaknesses have affected our opinion on the said consolidated financial statements of the Group and we have issued an adverse opinion on the consolidated financial statements of the Group.

For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No. 301051E

R.P. Singh
Partner
Membership No. 52438
UDIN : 20052438AAAACD1566

Place: Kolkata
Date: July 31, 2020

Consolidated Balance Sheet

As at 31st march, 2020 (Rs. in Lakhs)

Particulars	Note	As at 31st March, 2020	As at 31st March, 2019
ASSETS			
Non-Current Assets			
a)Property, Plant and Equipment	5	1,21,085.96	1,25,920.54
b) Capital Work-in-Progress		9,265.27	8,942.60
c) Goodwill on consolidation	5A	19,937.43	19,746.66
d) Other Intangible Assets	6	1,534.31	1,849.18
e) Financial Assets			
(i) Investments	8		
- Investment in Associate	8A	-	5,909.14
- Other Investments	8B	1,081.27	4,238.54
(ii) Loans	9	2,87,710.55	1,76,013.48
(iii) Other Financial Assets	10	4,793.98	10,990.68
f) Other Non-Current Assets	11	2,242.59	8,604.98
Total Non-Current Assets		**4,47,651.36**	**3,62,215.80**
Current Assets			
a) Inventories	12	19,430.36	22,610.08
b) Biological Assets other than bearer plants	13	78.73	568.39
c) Financial Assets			
(i) Trade Receivables	14	3,451.75	3,949.79
(ii) Cash and Cash Equivalents	15	5,161.92	34,614.12
(iii) Bank Balances other than (ii) above	16	279.85	1,067.10
(iv) Loans	9	751.08	13.49
(v) Other Financial Assets	10	1,497.82	2,637.39
d) Current Tax Assets (Net)	17	8,355.01	8,269.51
e) Other Current Assets	18	6,866.35	7,272.45
Total Current Assets		**45,872.87**	**81,002.32**
Non Current Assets held for Sale	7		12,719.39
TOTAL ASSETS		**4,93,524.23**	**4,55,937.51**
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	19	5,222.79	4,369.41
b) Other Equity	20	1,80,219.39	1,97,052.42
Equity attributable to Owners' of the Parent		**1,85,442.18**	**2,01,421.83**
Non-controlling interests		-	-
Total Equity		**1,85,442.18**	**2,01,421.83**
Liabilities			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	21	18,576.62	22,269.78
(ii) Other Financial Liabilities	27	554.70	-
b) Provisions			
Employee Benefit Obligations	22	4,265.31	4,601.29
c) Deferred Tax Liabilities (Net)	23	13,865.08	19,019.57
d) Other Non-Current Liabilities	24	474.29	503.21
Total Non-Current Liabilities		**37,736.00**	**46,393.85**
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	25	1,94,905.67	1,42,579.33
(ii) Trade Payables	26		
(a) Total outstanding dues of Micro and Small Enterprises		-	-
(b) Total outstanding dues of creditors other than Micro and Small Enterprises		8,932.27	17,423.83
Other Financial Liabilities	27	49,415.73	36,038.02
Other Current Liabilities	28	8,964.99	8,029.72
Provisions			
Employee Benefit Obligations	22	3,851.49	1,311.70
Other Provisions	29	1,007.12	975.23
Current Tax Liabilities (Net)	30	3,268.78	1,764.00
Total Current Liabilities		**2,70,346.05**	**2,08,121.83**
Total Liabilities		**3,08,082.05**	**2,54,515.68**
TOTAL EQUITY AND LIABILITIES		**4,93,524.23**	**4,55,937.51**

Significant accounting policies and other accompanying notes (1 to 62) form an integral part of the Consolidated Financial Statements

AS per our report of even date
For **Lodha & Co**
Chartered Accountants

R.P. Singh
Partner

Place : Kolkata
Dated : 31st July,2020

For and on behalf of the Board of Directors

Aditya Khaitan (DIN No: 0000023788) - Chairman and Managing Director

Azam Monem (DIN No: 0000023799) - Director

Pradip Bhar - Cheif Financial Officer

Alok Kumar Samant - Company Secretary

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2020

(Rs. in Lakhs)

	Note	Year ended 31st March, 2020	Year ended 31st March, 2019
Revenue from Operations	31	1,14,271.95	1,72,292.35
Other Income	32	3,167.59	23,730.67
Total Income		**1,17,439.54**	**1,96,023.02**
Expenses:			
Cost of Materials Consumed	33	8,734.44	26,765.45
Purchase of Tea		3,792.07	4,969.82
Changes in Inventories of Finished Goods	34	2,079.74	(1,730.19)
Employee Benefits Expense	35	56,946.45	81,995.22
Finance Costs	36	22,669.21	33,757.02
Depreciation and Amortisation Expenses	37	7,794.98	8,412.20
Other Expenses	38	38,777.26	64,725.23
Total Expenses		**1,40,794.15**	**2,18,894.75**
Profit/(Loss) before Share of Associate, Exceptional Items and Tax		**(23,354.61)**	**(22,871.73)**
Share of Profit of Associate		**40.00**	-
Profit/(Loss) before Exceptional Items and Tax		**(23,314.61)**	**(22,871.73)**
Exceptional Items	39	4,398.04	28,940.42
Profit/(Loss) before Tax		**(18,916.57)**	**6,068.69**
Tax expense:	51		-
Current Tax		364.58	2,136.89
Provisions for tax relating to earlier years written back		-	(3,973.29)
Deferred Tax		(4,502.18)	4,023.59
Profit/ (Loss) for the Year		**(14,778.97)**	**3,881.50**
Other Comprehensive Income			
A) i) Items that will not be reclassified to profit or loss			
Remeasurements of post employment defined/benefit plans		(2,366.33)	(747.40)
Change in fair value of Equity instruments through other comprehensive income		(2,909.61)	(5,371.52)
ii) Income Tax relating to items that will not be reclassified to profit or loss	52	755.02	237.30
b) (i) Items that will be reclassified to profit or loss			
Exchange differences on translation of foreign operations		915.56	(5,264.23)
Other Comprehensive Income (Net of taxes)		**(3,605.36)**	**(11,145.85)**
Total Comprehensive Income for the year (Comprising of Profit/(Loss) and Other Comprehensive Income for the year)		**(18,384.33)**	**(7,264.35)**
Profit/(Loss) for the year attributable to:			
Owners' of the Parent		**(14,778.97)**	**3,184.54**
Non-Controlling interests		-	696.96
Other Comprehensive Income for the year attributable to:			
Owners' of the Parent		(3,605.36)	(11,145.85)
Non-Controlling Interests		-	-
Total Comprehensive Income for the year attributable to:			
Owners' of the Parent		**(18,384.33)**	**(7,961.31)**
Non-controlling interests		-	696.96
Earnings per Equity Share: [Face Value per share : Rs. 5/-]			
- Basic		**(14.15)**	**4.44**
- Diluted		**(14.15)**	**4.44**

Significant accounting policies and other accompanying notes (1 to 62) form an integral part of the Consolidated Financial Statements.

As per our report of even date
For **Lodha & Co**
Chartered Accountants

R.P. Singh
Partner

Place : Kolkata
Dated : 31st July,2020

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 0000023788)
Azam Monem - Director
(DIN No: 0000023799)
Pradip Bhar - Cheif Financial Officer
Alok Kumar Samant - Company Secretary

Consolidated Statement of Changes In Equity

For the year ended 31st march, 2020

A. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

Particulars	Refer Notes No.	Amount
As at 1st April, 2018		4,619.41
Changes in Equity Share Capital during the year (Equity shares bought back and cancelled)	19.3	(250.00)
As at 1st April, 2019	19	**4,369.41**
Shares held through trust sold by Boroelli Tea Holdings Limited (Subsidiary of the Parent)	**19.5**	**853.38**
As at 31st March, 2020	19	5,222.79

B. OTHER EQUITY

(Rs. in Lakhs)

	Reserves and Surplus					Other Comprehensive Income					Non-Controlling	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Equity Investments at FVTOCI	Re-measurement of defined benefit plan	Foreign Currency Translation Reserve	Total Equity		
Balance as at 1st April 2018	**201.68**	**11,053.58**	**98,640.10**	**43,192.76**	**19,209.20**	**33,873.74**	**8,904.14**	-	**(2,958.41)**	**2,12,116.79**	**2,336.74**	**2,14,453.53**
Profit/(Loss) for the year	-	-	-	3,184.54	-	-	-	-	-	3,184.54	696.96	**3,881.50**
Other Comprehensive Income	-	-	-	-	-	-	(5,371.52)	(510.10)	(5,264.23)	(11,145.85)	-	**(11,145.85)**
Total Comprehensive Income for the year	-	-	-	3,184.54	-	-	(5,371.52)	(510.10)	(5,264.23)	(7,961.31)	696.96	**(7,264.35)**
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	(6,651.28)	-	-	-	-	-	-	-	(6,651.28)	-	**(6,651.28)**
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,435.85	-	-	(1,435.85)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(510.10)				510.10	-	-	-	-
Adjustment on account of disinvestment (Refer Note no. 60(e))	-	-	-	-	-	-	-	-	-	-	(3033.70)	**(3,033.70)**
Adjustment on account of dividend	-	-	-	85.34	-	-	-	-	-	85.34	-	**85.34**
Dividend Paid	-	-	-	(537.12)	-	-	-	-	-	(537.12)	-	**(537.12)**
Balance as at 31st March 2019	**201.68**	**4,402.30**	**1,00,075.95**	**45,415.42**	**19,209.20**	**32,437.89**	**3,532.62**	-	**(8,222.64)**	**1,97,052.42**	-	**197,052.42**
Profit/(Loss) for the year	-	-	-	(14,778.97)	-	-	-	-	-	(14,778.97)	-	(14,778.97)
Other Comprehensive Income	-	-	-	-	-	-	(2,909.61)	(1,611.31)	915.56	(3,605.36)	-	(3,605.36)
Total Comprehensive Income for the year	-	-	-	(14,778.97)	-	-	(2,909.61)	(1,611.31)	915.56	(18,384.33)	0	**(18,384.33)**

Consolidated Statement of Changes In Equity (Cont.)

For the year ended 31st march, 2020

(Rs. in Lakhs)

	Reserves and Surplus					Other Comprehensive Income					Non-Controlling	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Equity Investments at FVTOCI	Re-measurement of defined benefit plan	Foreign Currency Translation Reserve	Total Equity		
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	-	-	-	-	-	-	-	-	-	-	-
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,433.71	-	-	(1,433.71)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(1,399.59)	-	-	(211.72)	1,611.31	-	-	-	-
On Sale of Parent's Share held by BTHL [Refer Note no. 19.5]	-	-	-	1,551.30	-	-	-	-	-	1,551.30	-	1,551.30
Dividend Paid	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March 2020	**201.68**	**4,402.30**	**1,01,509.66**	**30,788.16**	**19,209.20**	**31,004.18**	**411.29**	**-**	**(7,307.08)**	**1,80,219.39**	**-**	**1,80,219.39**

Refer Note no. 20 for nature of Reserves

Significant accounting policies and other accompanying notes (1 to 62) form an integral part of the Consolidated Financial Statements

As per our report of even date
For **Lodha & Co**
Chartered Accountants

R.P. Singh
Partner

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 0000023788)
Azam Monem - Director
(DIN No: 0000023799)
Pradip Bhar - Cheif Financial Officer
Alok Kumar Samant - Company Secretary

Place : Kolkata
Dated : 31st July,2020

Consolidated Statement of Cash Flow

For the year ended 31st march, 2020

(Rs. in Lakhs)

	Year Ended 31st March, 2020		Year Ended 31st March, 2019	
A. Cash Flow from operating activities				
Net Profit/ (Loss) Before Tax		(18,916.57)		6,068.69
Adjustments to reconcile profit for the year to net cash generated from operating activities:-				
Finance Costs	22,669.21		33,757.02	
Depreciation and Amortisation Expense	7,794.98		8,412.20	
Exceptional Items	(4,398.04)		(28,940.42)	
Deffered Income	(28.92)		(28.92)	
Interest Income on loans, deposits, overdue debts etc.	(553.08)		(15,059.41)	
Provision/ Liabilities no longer required written back	(2,002.39)		(272.20)	
Profit on Compulsory acquisition of Land by Govt.	(195.27)		(94.16)	
Changes in fair value of Biological Assets	495.64		(96.25)	
Dividend on Long Term Trade Investments	-		(33.43)	
Bad Debts/advances written off	-		452.10	
Provision for Doubtful Debts /Advances/Interest receivable	-		7,799.49	
Provision against TDS not deposited by parties	514.37		537.62	
(Profit) / Loss on disposal of Property, Plant and Equipment	232.53		381.91	
Net Unrealised (Gain)/Loss on foreign currency translation and Derivative at Fair Value through Profit and Loss	(884.74)	23,644.29	(5,132.53)	1,875.52
Operating Profit before Working Capital Changes		**4,727.72**		**7,944.21**
Adjustment for:				
(Increase) / Decrease in Loans, Other Financial Assets	(2,138.55)		3,613.04	
(Increase) / Decrease in Trade Receivables	(46.50)		2,651.26	
(Increase) / Decrease in Inventories	4,236.90		751.05	
Increase / (Decrease) in Other non-financial Liabilities and provisions	200.61		(1,171.86)	
(Increase) / Decrease in Other Current and Non-Financial Assets	10,223.54		1,848.22	
Increase / (Decrease) in Trade Payables and other financial Liabilities	(9,275.32)	3,200.68	13,604.92	21,296.63
Cash Generated/(Used) from operations		**7,928.40**		**29,240.84**
Income Taxes (Paid)/ Refund		479.23		(1,225.86)
Net Cash from/(Used) in Operating Activities		**8,407.63**		**28,014.98**
B. Cash Flow from Investing Activities				
Purchase of Property, Plant and Equipment and movement in Capital Work in Progress	(3,868.59)		(6,053.26)	
Repayment of Capital Advances	6,500.00		-	
Proceeds from Sale of Property, Plant and Equipment	18,787.08		58,421.07	
Interest Received	7,480.54		12,203.87	
(Increase) / decrease in Bank Balances other than Cash and cash equivalents	784.99		(96.89)	
Dividend on Long Term Trade Investments	-		33.43	
(Purchase)/ Sale of Non-Current Investments (Net)	6,415.88		12,942.50	
(Increase) / Decrease in Inter-Corporate Deposits	(1,10,141.66)		(1,09,787.55)	
Net cash generated/(used) in Investing Activities		**(74,041.76)**		**(32,336.83)**
C. Cash flows from financing activities				
Long Term Borrowings-Receipts/(Repayments)[Net]	1,030.46		(18,146.51)	
Short Term Borrowings-Receipts/(Repayments)[Net]	52,326.34		90,293.57	
Interest Paid	(9,642.77)		(32,775.15)	
Payment on Buy-back of Shares	-		(6,901.28)	
Payment of Lease Liabilities	(476.72)		-	
Dividends (including Corporate Dividend Tax)	(7,057.12)		(486.47)	
Net cash from/(used) in Financing Activities		**36,180.19**		**31,984.16**
Net Increase/ (decrease) in Cash and Cash Equivalents		(29,453.94)		27,662.31
Unrealised (Loss)/Gain on foreign Currency Cash and Cash Equivalent		1.75		0.01
Opening Cash and Cash Equivalents		34,614.12		6,951.80
Closing Cash and Cash Equivalents		5,161.93		34,614.12

Notes:

1. The above Cash Flow Statement has been prepared under the “indirect method” as set out in the Ind AS 7 on Statement of Cash Flows.

Consolidated Statement of Cash Flow (Cont.)

For the year ended 31st march, 2020

(Rs. in Lakhs)

2. Components of Cash and Cash Equivalents

Particulars		As at 31st March,2020		As at 31st March,2020
Cash On Hand		382.05		79.10
Balances with Banks				
In Current Account		4,776.28		34,535.02
Remittance in Transit		3.60		-
Cash and Cash Equivalents (Note-5)		**5,161.93**		**34,614.12**

3. Change in Group's liabilities arising from financing activities:

Particulars	As at 31st March, 2019	Cash flows*	Non-Cash Flows	As at 31st March, 2020
Non-current borrowings [Refer Note no. 21]	22,269.78	4,295.36	(7,988.52)	18,576.62
Current maturities of long term debt [Refer Note no. 27]	16,375.38	(3,264.90)	7,988.52	21,099.00
Short Term borrowings [Refer Note no. 25]	1,42,579.33	52,326.34	-	1,94,905.67
Lease Liabilities [Refer Note no. 52]	-	(476.72)	1,410.86	975.32
Interest accrued on borrowings [Refer Note no. 27]	794.36	(794.36)	14576.49	14576.49

* Includes cash flow on account of both principal and interest

Significant accounting policies and other accompanying notes (1 to 62) form an integral part of the Consolidated Financial Statements

As per our report of even date
For **Lodha & Co**
Chartered Accountants

R.P. Singh
Partner

Place : Kolkata
Dated : 31st July,2020

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 0000023788)

Azam Monem - Director
(DIN No: 0000023799)

Pradip Bhar - Cheif Financial Officer

Alok Kumar Samant - Company Secretary

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

1. CORPORATE INFORMATION

McLeod Russel India Limited ('MRIL' or 'the Parent') is a Public Company Limited by shares incorporated in India with its registered office at 4, Mangoe Lane in the State of West Bengal and engaged in cultivation and manufacturing of tea. The Consolidated Financial Statements relate to the Parent and its Subsidiaries (hereinafter referred to as 'Group') and its associate. The Parent is one of the largest plantation presently consisting of 33 tea estates located in Assam and West Bengal. The tea produced is sold in domestic as well as international market including United Kingdom and Europe. Its facility also includes two bulk blending unit that can blend both 'Orthodox' and Crushed, torn and curled (CTC) tea varieties. The subsidiary companies are also engaged in cultivation and manufacturing of Tea in the countries like Vietnam and Uganda. Further one of the subsidiary is engaged in manufacturing of tea through purchase of leaves from farmers. The shares of the Parent are listed in National Stock Exchange (NSE), BSE Limited (BSE) and Calcutta Stock Exchange Limited (CSE).

2. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL

i. Statement of Compliance

The Consolidated financial statement of Parent, its Subsidiaries and Associate have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") and the Group has complied with Ind AS issued, notified and made effective till the date of authorisation of the consolidated financial statements.

Accounting Policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

Application of new and revised standards:

a)**Ind AS 116, LEASES** Effective 1st April 2019, the Group has adopted Ind AS 116 "Leases" and applied the standard to its leasehold assets under modified retrospective approach with cumulative effect of initial recognition being given effect to on the date of application. Consequently, such assets have been recognised as "Right of Use" and have been amortised over the term of lease. Further, finance cost in respect of lease liability has been measured and considered in these consolidated financial statements. Previously charge on account of this was recognised as lease rent in terms of the agreement. The said standard has further been modified on 24th July, 2020 to provide for treatment on account of concession in rent consequent to COVID'19 pandemic which does not have any impact in the consolidated financial statements of the Group. Impact on implementation of Ind AS 116 has however been disclosed in Note no. 52.

b) Appendix C, 'Uncertainty over Income Tax Treatments', to Ind AS 12, 'Income Taxes' have also been revised with effect from the said date. Revision in these standard also did not have any material impact on the Consolidated financial statements.

ii. Recent accounting pronouncements

On 24th July, 2020, Ministry of Corporate Affairs ("MCA") has issued Companies (Indian Accounting Standards) Amendment Rules, 2020 notifying amendment to existing Ind AS 1 'Presentation of Financial Statements', Ind AS 8 'Accounting Policies, Changes in Estimates and Errors', Ind AS 10 'Events after the Reporting Period', Ind AS 34 'Interim Financial Reporting', Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets', Ind AS 103 'Business Combinations', Ind AS 107 'Financial Instruments: Disclosures', Ind AS 109 'Financial Instruments'. These amendments have been effective for the period beginning on or after 1st April, 2020.

Ind AS 1 has been modified to redefine the term 'Material' and consequential amendments have been made in Ind AS 8, Ind AS 34 and Ind AS 37.

Ind AS 103 dealing with 'Business Combination' has defined the term 'Business' to determine whether a transaction or event is a business combination. Amendment to Ind AS 107 and 109 relate to exception relating to hedging relationship directly affected by Interest Rate Benchmark reforms.

Presently, the Group is evaluating the impact with respect to above, as these Amendments are either not applicable or not likely to have any material impact on Consolidated financial statement of the Group."

iii. BASIS FOR CONSOLIDATION

The Consolidated financial statements have been prepared in accordance with principles laid down in Ind AS 110 on "Consolidated Financial Statements" and Ind AS 28 on "Accounting for Investments in Associates and Joint Ventures". Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group members' financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial statements of all entities used for the purpose of consolidation have been drawn up to same reporting date as that of the Parent, i.e., year ended on 31st March except for the Financial Statements of the Step-down subsidiaries which have been prepared upto the reporting date of December 31, 2019. The financial statements of step down subsidiaries have been consolidated with the subsidiary company having the reporting period ending on 31st March and have been audited by another firm of chartered accountant and the said consolidated financial statements has been considered for these consolidated financial statements.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Subsidiaries

Subsidiaries are entities over which the Group has control. The Group controls an entity when the group is exposed to, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through it's:

a) Power over the investee or holding more than 51% of investee's paid up share capital.

b) Exposure, or rights to variable returns from its involvement with the investee.

c) The ability to use its power over the investee to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

i. Subsidiaries are consolidated from the date control over the subsidiary is acquired and they are discontinued from the date of cessation of control. The acquisition method of accounting is used to account for business combinations by the Group.

ii. The Group combines the financial statements of the Parent and its subsidiaries based on a line-by-line consolidation by adding together the book value of like items of assets and liabilities, revenue and expenses as per the respective financial statements. Intra group balances, intra group transactions and the unrealised profits on stocks arising out of intra group transaction have been eliminated.

iii. The consolidated financial statements are prepared using uniform accounting policies for similar material transactions and other events in similar circumstances unless otherwise stated elsewhere.

iv. The difference between the costs of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the consolidated financial statements as Goodwill or Capital reserve as the case may be. The said goodwill is not amortised, however it is tested for impairment at each balance sheet date and impairment loss, if any is recognised in the consolidated financial statements.

v. Share of Non-controlling interest's in net profit/(loss) of subsidiaries for the year is identified and adjusted against the revenue of the Group in order to arrive at the net revenue attributable to the owners of the Parent. The excess of loss for the year over the non-controlling interest is adjusted in owner's interest.

vi. Non-controlling interest's share of net assets of subsidiaries is identified and presented in the consolidated Balance Sheet separate from liabilities and the equity of the Parent's shareholders.

Non-controlling Interest

Non-controlling interests represent the proportion of income, other comprehensive income and net assets in subsidiaries that is not attributable to the Parent's owners.

Non-controlling interests are initially measured at proportionate share on the date of acquisition of the recognised amounts of the acquiree's identifiable net assets. Subsequent to the acquisition, the carrying amount of the non-controlling interests is the amount of the interest at initial recognition plus the proportionate share of subsequent changes in equity.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Balance Sheet respectively.

Investment in Associate

Associate is an entity over which the group has significant influence but no control or joint control. The Group's investments in its associates are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. If the Group's share of the net fair value of the investee's identifiable assets and liabilities exceeds the cost of the investment, any excess is recognised directly in Equity as capital reserve in the period in which the investment is acquired. Goodwill, if any, relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

The Consolidated Statement of Profit and Loss reflects the Group's share of the results of operations of the associate. Any change in OCI of investee is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the Consolidated Statement of Changes in Equity. Unrealised gains and losses resulting from transactions between the Group and the associates are eliminated to the extent of the interest in the associate.

If the Group's share of losses of associates equals or exceeds its interest in the associates (which includes any long term interest that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associates. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of associates is shown on the face of the Consolidated Statement of Profit and Loss.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each balance sheet date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group estimates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and recognises the loss as 'Share of profit/loss of associates' in the Consolidated Statement of Profit and Loss.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

3. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Preparation

The Consolidated Financial Statements have been prepared under the historical cost convention on accrual basis except for:

i) Certain financial instruments that are measured in terms of relevant Ind AS at fair value/amortised cost at the end of each reporting period;

ii) Certain Class of Property, Plant and Equipment carried at deemed cost based on Previous GAAP carrying value (including revaluation surplus) as on 1st April 2015;

iii) Defined benefit plans – plan assets measured at fair value;

iv) Biological assets (including un plucked green leaves) – measured at fair value less cost to sell.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services

All the assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013. Having regard to the nature of business being carried out by the Group, the Group has determined its operating cycle as twelve months for the purpose of current and non-current classification.

The functional currency of the Group is determined as the currency of the primary economic environment in which it operates. The Consolidated Financial Statements are presented in Indian Rupees and all values are rounded off to the nearest two decimal lakhs except otherwise stated.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Group categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurements:

a) Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

b) Level 2: Inputs other than quoted prices included in inputs that are observable, either directly or indirectly for the asset or liability.

c) Level 3: Inputs for the asset or liability which are not based on observable market data.

Each member in the Group has an established control framework with respect to the measurement of fair value. This includes a finance team headed by Chief Financial Officer who has overall responsibility for overseeing all significant fair value measurements who regularly reviews significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

B. PROPERTY, PLANT AND EQUIPMENT (PPE)

Property, plant and equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose cost includes deemed cost which represents the carrying value of PPE (including Revaluation thereon) recognised as at 1st April 2015 measured as per previous generally accepted accounting principles (Previous GAAP) and comprises purchase price of assets or its construction cost including inward freight, duties and taxes (net of Cenvat availed) and other expenses related to acquisition or installation and any cost directly attributable to bringing the assets into the location and condition necessary for it to be capable of operating in the manner intended for its use.

Parts of an item of PPE having different useful lives and material value and subsequent expenditure on PPE arising on account of capital improvement or other factors are accounted for as separate components.

The cost of replacing part of an item of PPE is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of PPE are recognised in the statement of profit and loss when incurred. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Bearer plants comprising of mature tea bushes are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

Immature bearer plants, including the cost incurred for procurement of new seeds and maintenance of nurseries, are carried at cost less any recognized impairment losses under capital work-in-progress. Cost includes the cost of land preparation, new planting and maintenance of newly planted bushes until maturity. On maturity, these costs are classified under bearer plants. Bearer Plants are depreciated from the date when they are ready for commercial harvest.

The Group's leased assets comprises of land, building and plant and machinery and these have been separately shown/disclosed under PPE as Right of Use (ROU) Assets.

Costs incurred for infilling are generally recognized in the Consolidated Statement of Profit and Loss.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/expenses.

Capital work in progress also includes Nurseries, young tea under plantation, Equipments to be installed, construction and erection and other costs incurred in relation thereto or attributable to the same. Such cost are added to the related items of PPE and are classified to the appropriate categories when completed and ready for its intended use.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

C. LEASES

The Group's lease asset classes primarily consist of leases of land, Warehouse, Office space, Factory etc. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

(i) the contract involves the use of an identified asset;

(ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease; and

(iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options considered for arriving at ROU and lease liability when it is reasonably certain that they will be exercised.

The lease liability is initially measured at amortized cost at the present value of the future lease payments where applicable. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment, whether it will exercise an extension or a termination option. ROU asset are separately presented/disclosed under PPE. Lease liability obligations is presented separately under "Financial Liabilities" and lease payments are classified as financing cash flows.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

D. DEPRECIATION

"Depreciation on PPE in case of Parent except otherwise stated, is provided as per Schedule II of the Companies Act, 2013 on straight line method over the estimated useful lives. In case of Subsidiary, PPE are also depreciated on straight line method. Depreciation on upgradation of Property, Plant and Equipment is provided over the remaining useful life of the entire component/ PPE.

Depreciation on PPE commences when the assets are ready for their intended use. Based on above, the estimated useful lives of assets for the current period are as follows:"

Category	Useful life
Buildings	Upto 70 years
Roads	Upto 10 years
Plant and machinery	
- Parent	Upto 30 years
- Subsidiaries Companies	Upto 20 years
Bearer Plant	
- Parent	77 years
- Subsidiaries Companies	Upto 100 years
Computer equipment	3 to 6 years
Furniture and fixtures, Electrical Installation and Laboratory Equipments	10 Years
Office equipment	5 Years
Vehicles	
- Motor cycles, scooters and other mopeds	10 Years
- Others	8 Years

The useful life has been determined based on internal assessment and supported by an independent evaluation carried out by technical experts. The Group believes that the useful life as given above represents the period over which the group expects to use the assets.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Machinery Spares which can be used in connection with an item of PPE and whose use are expected to be irregular, are amortised over the useful life of the respective PPE.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

E. INTANGIBLE ASSETS

E.1 Trademark

Separately acquired Trademark is shown at cost. It is amortised over expected useful life and is subsequently carried at cost less accumulated amortisation and impairment losses, if any. For this purpose, cost includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2015 measured as per the previous generally accepted accounting principles.

E.2 Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Accordingly, the Group amortises intangible assets with a finite useful life using the straight-line method over a period of 20 years in case of Trademark and 5 years in case of Computer Software.

Amortisation methods and useful lives are reviewed and adjusted as appropriate at each reporting date.

E.3 Goodwill on Consolidation

Goodwill arising on consolidation is stated at cost less impairment losses, where applicable. On disposal of a subsidiary, attributable amount of goodwill is included in the determination of the profit or loss recognised in the Consolidated Statement of Profit and Loss. On acquisition of an associate or joint venture, the goodwill arising from such acquisition is included in the carrying amount of the investment and also disclosed separately.

Goodwill in case of associate is not tested for impairment. In case of subsidiary, impairment loss, if any, to the extent the carrying amount exceed the recoverable amount is charged off to the Consolidated Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes.

F. DERECOGNITION OF TANGIBLE AND INTANGIBLE ASSETS

An item of PPE/ROU/Intangible assets is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of PPE/Intangible Assets is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Profit and Loss.

G. IMPAIRMENT OF TANGIBLE AND INTANGIBLE ASSETS

Tangible, ROU and Intangible assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognized in the Consolidated Statement of Profit and Loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the higher of assets' fair value less cost to disposal and its value in use. In assessing value in use, the estimated future cash flows from the use of the assets are discounted to their present value at appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Consolidated Statement of Profit and Loss. In such cases the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years that reflects current market assessments of the time value of money and the risk specific to the asset.

H. NON-CURRENT ASSETS HELD FOR SALE

Non-current assets held for sale are presented separately in the balance sheet when the following criteria are met:

- the Group is committed to selling the asset;
- the assets are available for sale immediately;
- an active plan of sale has commenced; and
- Sale is expected to be completed within 12 months.

Assets held for sale and disposal groups are measured at the lower of their carrying amount and fair value less cost to sell. Assets held for sale are no longer amortised or depreciated.

Non-current asset classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a Non-current asset classified as held for sale are presented separately from other liabilities in the balance sheet.

I. FINANCIAL INSTRUMENTS

Financial assets and Financial liabilities (financial instruments) are recognised when Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Consolidated Statement of Profit and Loss.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value Through Profit and Loss (FVTPL) or at Fair Value Through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

i. Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

ii. Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that discounts estimated future cash payments or receipts (including all fees, transaction

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability.

iii. Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

iv. For the purpose of para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

v. Financial Assets or Liabilities at Fair value through profit or loss (FVTPL)

Financial Instruments which does not meet the criteria of Amortised cost or Fair Value through Other Comprehensive Income are classified as Fair Value through Profit or Loss. These are recognised at fair value and changes therein are recognized in the consolidated statement of profit and loss.

vi. Equity Instruments

The Group measures all equity investments (except Investment in Associate) at FVTPL. However where the Group makes an irrevocable choice on initial recognition to present fair value gains and losses on an investment in equity instruments in other comprehensive income, the fair value changes thereof are taken to FVTOCI and there is no subsequent reclassification of such valuation gains and losses to profit or loss. These on derecognition are credited to retained earnings.

vii. Derivative and Hedge Accounting

The Group enters into derivative financial instruments such as foreign exchange forward contracts, Interest rate swap, etc. to mitigate the risk of changes in foreign exchange rates in respect of financial instruments and forecasted cash flows denominated in certain foreign currencies. The Group uses hedging instruments which provide principles on the use of such financial derivatives consistent with the risk management strategy of the Group. The hedge instruments are designated and documented as hedges and effectiveness of hedge instruments is assessed and measured at inception and on an ongoing basis to reduce the risk associated with the exposure being hedged.

Any derivative that is either not designated as a hedge, or is so designated but is ineffective as per Ind AS 109 “Financial Instruments”, is categorized as a financial asset/liability, at FVTPL. Transaction costs attributable to the same are also recognized in consolidated statement of profit and loss. Changes in the fair value of the derivative hedging instrument designated as a fair value hedge are recognized in the consolidated statement of profit and loss.

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity as cash flow hedging reserve to the extent that the hedge is effective.

Hedging instrument which no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. Any gain or loss recognised in other comprehensive income and accumulated in equity remains therein till that time and thereafter to the extent hedge accounting being discontinued is recognised in Consolidated Statement of Profit and Loss. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the consolidated statement of profit and loss.

viii. Impairment of financial assets

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

The Group measures the loss allowance for a financial assets at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

In case of trade receivables or contract assets that result in relation to revenue from contracts with customers, the Group measures the loss allowance at an amount equal to lifetime expected credit losses.

ix. Derecognition of financial instruments

The Group derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset, the difference between the asset’s carrying amount and the sum of the consideration received and receivable are recognized in consolidated statement of profit and loss.

On derecognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to retained earnings as a reclassification adjustment.

Financial liabilities are derecognized if the Group’s obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Consolidated Statement of Profit and Loss.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

x. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counter party.

xi. Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

J. INVENTORIES

Inventories are valued at lower of cost or net realisable value. Inventories comprises of Raw materials i.e. purchased and harvested tea leaves, stores and spare parts and finished goods.

Cost in case of harvested tea leaves represents fair value less cost to sell. Cost of Finished Goods comprise of direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also includes all costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average method. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

K. BIOLOGICAL ASSETS

Tea leaves growing on tea bushes are measured at fair value less cost to sell with changes in fair value recognised in Consolidated Statement of Profit and Loss.

L. FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the consolidated statement of Profit and Loss account.

Group Companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of that balance sheet.
- Income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- All resulting exchange differences are recognised in other comprehensive income.

M. EQUITY SHARE CAPITAL

An equity instrument is a contract that evidences residual interest in the assets of the Group after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

N. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognised and disclosed by way of notes to the consolidated financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognized but disclosed in the consolidated financial statement by way of notes when inflow of economic benefit is probable.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

O. EMPLOYEE BENEFITS

Employee benefits are accrued in the year in which services are rendered by the employee.

Short-term Employee Benefits

Short term Employee benefits are recognised as an expense in the consolidated statement of profit and loss in the year in which services are rendered.

Bonus

The Group recognizes a liability and an expense for bonuses. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits consisting of Leave Encashment is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Consolidated Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

Post-employment Benefit Plans

Contributions to Gratuity, Super annuation fund etc., under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Consolidated Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

P. REVENUE RECOGNITION

i. REVENUE FROM SALE OF PRODUCT

Revenue from Sales is recognised when control of the products has been transferred and/or the products are delivered to the customers. Delivery occurs when the product has been shipped or delivered to the specific location as the case may be, and control has been transferred and either the customer has accepted the product in accordance with the contract or the Group has objective evidence that all criteria for acceptance has been satisfied.

Revenue is measured at the fair value of the consideration received or receivable net of returns, claims and discounts to customers. Goods and Service Tax (GST) and such other taxes collected on behalf of third party not being economic benefits flowing to the Group are excluded from revenue.

ii. INTEREST, DIVIDEND AND CLAIMS

Dividend income is recognized when the right to receive payment is established. Interest has been accounted using effective interest rate method. Insurance claims/ other claims are accounted as and when admitted / settled.

iii. EXPORT BENEFITS

Export incentives are accounted for in the year of export if the entitlements and realisability thereof can be estimated with reasonable accuracy and conditions precedent to claim is fulfilled.

Q. BORROWING COST

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Consolidated Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

R. RESEARCH AND DEVELOPMENT

Research and development cost (other than cost of PPE acquired) are charged as an expense in the year in which they are incurred.

S. GOVERNMENT GRANTS

Government grants are recognized on systematic basis when there is reasonable certainty of realization of the same. Revenue grants including subsidy/rebates are credited to Consolidated Statement of Profit and Loss Account under "Other Operating Income" or deducted from the related expenses for the period to which these are related. Grants which are meant for purchase, construction or otherwise to acquire non current assets are recognized as Deferred Income and disclosed under Non Current Liabilities and transferred to Consolidated Statement of Profit and Loss on a systematic basis over the useful life of the respective asset. Grants relating to non-depreciable assets is transferred to Consolidated Statement of Profit and Loss over the periods that bear the cost of meeting the obligations related to such grants.

T. TAXES ON INCOME

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

from the tax authorities, using the tax rates and tax laws that have been enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences with respect to carry forward of unused tax credits and any unused tax losses/depreciation to the extent that it is probable that taxable profits will be available against which these can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets include Minimum Alternative Tax (MAT) measured in accordance with the tax laws, which is likely to give future economic benefits in the form of availability of set off against future income tax liability and such benefits can be measured reliably and it is probable that such benefit will be realized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

U. EARNINGS PER SHARE

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the Parent by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the Parent by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

V. SEGMENT REPORTING

Operating segments are identified and reported taking into account the different risk and return, organisation structure and the internal reporting provided to the chief-operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Segment manager who allocates resources and assess the operating activities, financial results, forecasts, or plans for the segment.

4. CRITICAL ACCOUNTING JUDGMENTS, ASSUMPTIONS AND KEY SOURCES OF ESTIMATION AND UNCERTAINTY

The preparation of the consolidated financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the consolidated financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the consolidated financial statements have been disclosed below. The notes provide an overview of the areas that involved a high degree of judgement or complexity and of items which are likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant note together with information about basis of calculation of each affected line item in the consolidated financial statements. The key assumptions concerning the future and other key sources of estimation/ assumptions at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities and related revenue impact within the next financial year are discussed below:

a) Depreciation / amortisation of and impairment loss on property, plant and equipment / intangible assets.

Property, plant and Equipment, ROU and Intangible Assets are depreciated/amortized on straight-line basis over the estimated useful lives in accordance with Internal assessment and Independent evaluation carried out by technical expert/ Schedule II of the Companies Act, 2013, taking into account the estimated residual value, wherever applicable.

The Group reviews its carrying value of its Tangible and Intangible Assets whenever there is objective evidence that the assets are impaired. The required level of impairment losses to be made is estimated by reference to the estimated value in use or recoverable amount. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

The assumptions for cash flows and fair valuation as required in this respect are based on the successful outcome of resolution plan which as dealt in Note no. 4(c) below are under evaluation and consideration of lenders and otherwise may have significant impact.

b) Arrangement contain leases and classification of leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any option to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Group's operations taking into account among other things, the location of the underlying asset and the availability of suitable alternatives. The lease terms and impact thereof are reassessed in each year to ensure that the lease term reflects the current economic circumstances.

c) Going Concern assumption

As stated in Note no. 57, the consolidated financial statements of the Group have been prepared on going concern assumption based on Parent's management assessment of the expected successful outcome of steps and measures taken by the Parent and approval of the resolution plan and other proposals currently under evaluation and consideration of the lenders followed by restructuring in sync with said plan. In the event of these measures and plan not being approved impact thereof, even though presently not determinable are expected to be material.

d) Fair valuation and Impairment of Loans

All financial instruments are required to be fair valued as at the balance sheet date, as provided in Ind AS 109- Financial Instruments and Ind AS 113- Fair Value Measurement. In this respect, judgement is exercised to determine the value at which such assets are to be recognised. This requires critical evaluation of the realisable value of assets based on estimation and judgements which may not turn out to be true and may lead to significant adjustments in value.

The above includes various loans and advances to companies which have been considered good and recoverable. This however is dependent upon the restructuring and other proposals under consideration of lenders and therefore recoverabilities and interest thereagainst and/or adjustments required as stated in Note no. 56 will be determinable on finalisation of resolution plan.

e) Fair Value of Biological Assets

The fair value of Biological Assets is determined based on recent transactions entered into with third parties or available market price.

f) Impairment loss on trade receivables

The Group evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment loss as a result of the inability of the debtors to make required payments. The Group bases the estimates on the ageing of the customers balance, their credit-worthiness and historical write-off experience.

g) Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes as the Group is engaged in agricultural activities. Also there are many transactions and calculations during the ordinary course of business for which the ultimate tax determination is uncertain. Further judgement is involved in determining the deferred tax position on the balance sheet date.

The Group has significant amount of unused tax losses and tax credits. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profit together with future tax planning strategies. The management has reviewed the rationale for recognition of Deferred Tax Assets and based on the likely timing and level of profitability in future and expected utilisation of deferred tax thereagainst such recognition of deferred tax assets has been carried out.

h) Provisions and Contingencies

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management uses in-house and external legal professional to make judgment for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Group as it is not possible to predict the outcome of pending matters with accuracy."

i) Defined benefit obligation (DBO)

The present value of the defined benefit obligations and long term employee benefits depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) include the discount rate. Any changes in these assumptions will impact the carrying amount of defined benefit obligations. The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the obligations. In determining the appropriate discount rate, the Group considers the interest rates of Government securities that have terms to maturity approximating the terms of the related defined benefit obligation. Other key assumptions for obligations are based on current market conditions.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

5. PROPERTY, PLANT AND EQUIPMENT

As at 31st March 2019

Particulars	GROSS AMOUNT								ACCUMULATED DEPRECIATION						NET CARRYING Amount	
	As at 1st April 2018	Assets Held for Sale as at 1st April 2018	Additions during the year	Re-classification	Disposal/ Forex Adjustment during the year	Assets Held for Sale as at 31st March, 2019 [Note 53]	Adjustment	As at 31st March 2019	As at 1st April 2018	Assets Held for Sale as at 1st April 2018	Depreciation for the year	Disposal/ Forex Adjustment during the year	Adjustment	Assets Held for Sale as at 31st March, 2019 [Note 53]	As at 31st March 2019	As at 31st March 2019
Freehold	4,312.32	-	-	-	-	-	-	4,312.32	-	-	-	-	-	-	-	4,312.32
Buildings	56,986.2	-	3,920.03	-	16,483.28	3,714.44	-	40,708.51	8,621.79	-	2,694.73	4,188.23	-	942.53	6,185.76	34,522.75
Leasehold Improvements	531.12	-	11.05	-	6.11	-	-	536.06	208.26		17.48	-1.26	-	-	227	309.06
ROU Leasehold Land	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
ROU Building	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Plant and Equipment	40,592.84	-	2,385.30	-	12,275.31	2,736.76	-	27,966.07	5,955.99	-	2,933.33	4,224.36	-	698.46	3,966.50	23,999.57
Furniture and Fixtures	872.21	-	64.29	-	405.24	53.78	-	477.48	274.28	-	99.20	253.17	-	26.32	93.99	383.49
Vehicles	4,023.18	-	115.91	-	1,568.27	224.98	-	2,345.84	1,601.21	-	515.66	1,019.81	-	132.4	964.66	1,381.18
Office Equipment	138.77	-	7.26	-	38.33	6.61	-	101.09	79.97	-	26.97	23.77	-	6.34	76.83	24.26
Computer	292.21	-	31.6	-	103.42	19.3	-	201.09	136.14	-	47.52	75.32	-	13.62	94.72	106.37
Bearer Plants	94,286.81	-	1,371.39	-	21,436.34	7,925.78	-	66,296.08	6,074.21	-	1,724.22	1,776.05	-	607.84	5,414.54	60,881.54
Total	**2,02,035.66**	**-**	**7,906.83**	**-**	**52,316.30**	**14,681.65**	**-**	**1,42,944.54**	**22,951.85**	**-**	**8,059.11**	**11,559.45**	**-**	**2,427.51**	**17,024**	**1,25,920.54**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

As at 31st March 2020

Particulars	GROSS AMOUNT								ACCUMULATED DEPRECIATION						NET CARRYING Amount	
	As at 1st April 2019	Assets Held for Sale as at 1st April 2019	Additions during the year	Re-classification	Disposal/ Forex Adjustment during the year	Assets Held for Sale as at 31st March, 2020 [Note 53]	Adjustment	As at 31st March 2020	As at 1st April 2019	Assets Held for Sale as at 1st April 2019	Depreciation for the year	Disposal/ Forex Adjustment during the year	Adjustment	Assets Held for Sale as at 31st March, 2020 [Note 53]	As at 31st March 2020	As at 31st March 2020
Freehold	4,312.32	-	-	-	4,026.68	-	-	285.64	-	-	-	-	-	-	0	285.64
Leasehold Improvements	536.06	-	-	(534.72)	(36.78)	-	0.10	38.22	227.00	-	2.41	218.69	-	-	10.72	27.50
Buildings	40,708.51	3,714.44	264.29	-	3,070.48	-	3,294.69	44,911.45	6,185.76	942.53	2,583.97	618.33	3,294.68	-	12,388.61	32,522.84
ROU Leasehold Land	-	-	41.18	534.72	-	-	-	575.90	-	-	2.41	-	-	-	2.41	573.40
ROU Building	-	-	1,124.27	417.73	-	-	-	1,542.00	-	-	322.78	-	-	-	322.78	1,219.22
Plant and Equipment	27,966.07	2,736.76	1,981.42	-	1,065.86	-	10,432.83	42,051.22	3,966.50	698.46	2,551.62	(94.25)	10,436.36	-	17,747.19	24,304.03
Furniture and Fixtures	477.48	53.78	-	-	123.41	-	303.93	711.78	93.99	26.32	77.97	89.72	304.18	-	412.74	299.04
Vehicles	2,345.84	224.98	-	-	199.41	-	875.82	3,247.23	964.66	132.40	390.78	113.78	875.83	-	2,249.89	997.34
Office Equipment	101.09	6.61	1.17	-	(11.71)	-	207.37	327.95	76.83	6.34	10.54	(11.32)	203.85	-	308.88	19.07
Computer	201.09	19.30	2.38	-	22.51	-	105.86	306.12	94.72	13.62	38.42	18.43	105.86	-	234.19	71.93
Bearer Plants	66,296.08	7,925.78	607.77	-	7,004.47	-	1,862.30	69,687.41	5,414.54	607.84	1,486.94	450.02	1,862.30	-	8,921.60	60,765.86
Total	**1,42,944.54**	**14,681.65**	**4,022.48**	**417.73**	**15,464.33**	**0**	**17,082.90**	**1,63,684.97**	**17,024**	**2,427.51**	**7,467.84**	**1,403.40**	**17,083.06**	**0**	**42,599.01**	**1,21,085.96**

5.1 Freehold Land includes cost of proportionate share of undivided land pertaining to certain portion of a office building. During the year, such land including Office building has been taken over by the Lenders as detailed in Note no. 54 and given to the parent on Lease basis which has been accounted for in accordance with Ind AS 116.

5.2 "ROU Buildings" relates to building premises taken on lease and recognised as "Right of Use" in terms of Ind AS 116 on implementation with effect from April 01, 2019 (Refer Note no. 52).

5.3 "ROU Building" includes Tea Factory taken on lease. In absence of break-up value of lease rental against different items of Property, Plant and Equipment, so acquired on lease. The rental capitalised in terms of Ind AS 116 has been categorised and depreciated over the tenure of lease. The cost of upgradation of the said Tea Factory including installation of new Plant and Equipment has been classified under respective items of PPE and will be transferred to lessor at the residual value as agreed in terms of the agreement on expiry of lease term.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

5.4 The Parent has 31 tea estate land in State of Assam for which lease(patta) has been granted for carrying out the plantation activity against payment of Land Revenue. The parent's 2 tea estates land taken on lease for 30 years on renewal basis from Government of West Bengal, has been recognised and disclosed as Right of Use Assets. The Group's Lease right for plantation is not for a specified lease term against lease payments (other than land revenue) and not expected to be withdrawn or discontinued in foreseeable future and as such perpetual in nature. Capitalisation of costs thereof as required in terms of Ind AS 116 and amortisation over the lease terms has therefore not considered in this respect.

5.5 Disposal/ Forex Adjustments includes Rs. 2,455.91 lakhs (31st March 2019: Rs. 1,627.22 lakhs) under Gross Amount and Rs. 1,125.53 lakhs (31st March, 2019: Rs. 770.35 Lakhs) related to realignment of Property, Plant and Equipment at closing rates as required in terms of Ind AS.

5.6 Adjustments represent reclassification of various assets group based on the audited financial statement of the subsidiary

5.7 Refer note. No. 21 and 25 of the consolidated financial statement in respect of charge created against borrowings.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

5A Goodwill on Consolidation

(Rs. in Lakhs)

Particulars	**Amount**
Balance as at 1st April 2018	30,732.48
Add/(less) : Disposal of Investment in GTCL and PTCL	(10,941.53)
Add/(less) : Foreign Exchange Adjustment	(44.29)
Balance as at 31st March 2019	**19,746.66**
Add/(less) : Foreign Exchange Adjustment	190.77
Balance as at 31st March 2020	**19,937.43**

6. OTHER INTANGIBLE ASSETS

(Rs. in Lakhs)

As at 31st March, 2019

Particulars	GROSS AMOUNT					ACCUMULATED AMORTISATION					NET CARRYING AMOUNT
	As at 1st April, 2018	Additions during the year	Disposals/ adjustments during the year	Adjust-ment	As at 31st March, 2019	As at 1st April, 2018	Amor-tisation For the year	Disposals/ adjustments during the year	Adjust-ment	As at 31st March, 2019	As at 31st March, 2019
Trade Mark [Brand]	3,008.78	-	17.70	-	2,991.08	894.16	303.42	11.53	-	1,186.05	1,805.03
Computer Software	570.22	2.59	(2.43)	-	575.24	479.93	49.67	(1.49)	-	531.09	44.15
Total	**3,579.00**	**2.59**	**15.27**	**-**	**3,566.32**	**1,374.09**	**353.09**	**10.04**	**-**	**1,717.14**	**1,849.18**

As at 31st March, 2020

Particulars	GROSS AMOUNT					ACCUMULATED AMORTISATION					NET CARRYING AMOUNT
	As at 1st April, 2019	Additions during the year	Disposals/ adjust-ments during the year	Adjust-ment	As at 31st March, 2019	As at 1st April, 2019	Amortisa-tion For the year	Disposals/ adjustments during the year	Adjust-ment	As at 31st March, 2020	As at 31st March, 2020
Trade Mark [Brand]	2,991.08	-	(38.54)	496.55	3,526.17	1,186.05	302.48	(27.00)	496.54	2,012.07	1,514.10
Computer Software	575.24	-	(4.02)	9.86	589.12	531.09	24.66	(3.31)	9.85	568.91	20.21
Total	**3,566.32**	**-**	**(42.56)**	**506.41**	**4,115.29**	**1,717.14**	**327.14**	**(30.31)**	**506.39**	**2,580.98**	**1,534.31**

6.1 Trade mark (Brand - WM logo) with Gross Block of Rs. 2,437.50 lakhs acquired in January 2005 by the Parent, is being amortised under straight line method over 20 years on prudent basis based on valuation by Independent Valuer. Other Trade mark acquired by a subsidiary, which are being amortised over the expected economic lives of 5 to 20 years.

6.2 Computer Software is being amortised under straight line method over 5 years.

6.3 Disposal/ Forex Adjustments includes Rs. 38.54 lakhs (31st March 2019: Rs. 15.27 lakhs) under Gross Amount and Rs. 4.02 lakhs (31st March, 2019: Rs. 10.04 Lakhs).

6.4 Adjustments represent reclassification of various assets group based on the audited financial statement of the subsidiary.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

7. NON CURRENT ASSETS HELD FOR SALE

(Rs. in Lakhs)

Particulars	Capital Work In Progress	Property, Plant & Equipment	Total
As at 1st April, 2018	-	-	-
Additions	465.25	12,254.14	12,719.39
Disposals	-	-	-
Transferred to Property, Plant and Equipment	-	-	-
As at 31st March, 2019	465.25	12,254.14	12,719.39
Additions	-	-	-
Disposals	396.63	10,606.59	11,003.22
Transferred to Property, Plant and Equipment	68.62	1,647.55	1,716.17
As at 31st March, 2020	-	-	-

7.1 Represents the net carrying amount of Property, Plant and Equipment including Capital Work in Progress held for Sale in terms of Memorandum of Understanding (MOU) with the buyer by the Parent [Refer Note 5].

7.2 As per the MOU with the buyer by the Parent, certain Specified Assets of Tea Estates were classified as Assets held for Sale. During the year certain tea estates were sold on 8th April 2020 as disclosed in Note no. 53(a). However, the sale of balance specified assets of Tea Estates could not be completed consequent to the temporary injunction imposed vide the order of Hon'ble NCLT, Kolkata. Accordingly, these assets have been transferred and reclassified as Property, Plant and Equipment and depreciation on the said assets has been provided based on the useful life of respective assets. The possibilities of sale etc, in this respect will be reviewed and considered based on necessary approval of resolution plan and consequential withdrawal of injunction by NCLT.

7.3 Also Refer Note no. 28.1 and 53(c)

8. NON-CURRENT INVESTMENTS

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2020
Investment in Equity Instruments			
(Face Value of Rs 10 each fully paid, except otherwise stated)			
8A Investment in Associate (Accounted under Equity method)			
Unquoted			
PFunda Tea Company Limited		-	5,909.14
Nil (31st March 2019 - 45 Shares) Shares of RWF 10,000/- each			
D1 Williamson Magor Bio Fuel Limited			
72,81,201 (31st March 2019 - 72,81,201) Shares , fully impaired		-	-
		-	5,909.14

8A.1	Aggregate amount of unquoted investments	-	5,909.14
8A.2	Aggregate amount of impairment in the value of investments	2,184.35	2,184.35

8A.3 The Parent's subsidiary BTHL which was holding 45% shares of Pfunda Tea Company Limited has disposed-off it's balance shareholding of 45 shares (after sale of 45 number of shares in the previous year) for a consideration of USD 78,73,963. The profit of Rs. 6,31.29 Lakhs arising on such sale has been shown as an exceptional item.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

	Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
8B	Other Investments (at Fair Value through Other Comprehensive Income)			
	Quoted			
	McNally Bharat Engineering Company Limited - MBECL	8B.5		
	30,52,295 (31st March 2019: 30,52,295) Shares		68.68	209.08
	Williamson Financial Services Limited			
	16,66,953 (31st March 2019: 16,66,953) Shares		98.18	308.39
	Eveready Industries India Limited	8B.7		
	16,63,289 (31st March 2019: 16,63,289) Shares of Rs. 5/- each		839.10	3,194.31
	Kilburn Engineering Limited	8B.9		
	Nil (31st March 2019: 8,48,168) Shares		-	373.19
	The Standard Batteries Limited			
	10,03,820 (31st March 2019: 10,03,820) Shares of Re. 1/- each	8B.8	41.76	60.33
	Kilburn Chemicals Limited			
	3,50,200 (31st March 2019: 3,50,200) Shares		32.50	90.70
	Kilburn Office Automation Limited			
	31,340 (31st March 2019: 31,340) Shares		0.34	1.83
	Unquoted			
	ABC Tea Workers Welfare Services Limited			
	11,067 (31st March 2019: 11,067) Shares		0.71	0.71
	Murablack India Limited			
	5,00,000 (31st March 2019: 5,00,000) Shares, fully impaired		-	-
	Suryachakra Seafood Limited			
	4,00,000 (31st March 2019: 4,00,000) Shares, fully impaired		-	-
	Babcock Borsig Limited			
	12,99,600 (31st March 2019 - 12,99,600) Shares, fully impaired		-	-
			1,081.27	**4,238.54**

8B.1 Aggregate amount of Unquoted Investments	0.71	0.71
8B.2 Aggregate amount of Quoted Investments	1,080.56	4,237.83
8B.3 Aggregate market value of Quoted Investments	1,080.56	4,237.83
8B.4 Aggregate amount of Impairment in the value of Investments 8B.6	-	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

8B.5 In connection with a Term Loan from ICICI Bank Limited of Rs. 5,000.00 lakhs (31st March, 2019 – Rs. 5,000.00 lakhs) outstanding amount as on 31st March 2020 Rs. 499.66 lakhs (31st March, 2019- Rs. 651.67 lakhs) taken by McNally Bharat Engineering Company Limited (MBECL), the Parent has furnished a Non-Disposal Undertaking of its present and future holding of shares in MBECL, which will remain valid as long as the said amount remains due and unpaid by MBECL.

8B.6 Amount is below the rounding off norm adopted by the Group.

8B.7 Shares of Eveready Industries India Limited were pledged to Housing Development Finance Corporation Limited against short-term loan of Rs. 7,500 lakhs (Balance Outstanding as on 31st March 2020: Rs. Nil) (Refer Note no: 25) pending release of security by the lenders.

8B.8 Shares of The Standard Batteries Limited are pledged to Aditya Birla Finance Limited against short-term loan of Rs. 1,000.00 lakhs (Balance Outstanding as on 31st March 2020: Rs. 550.00 lakhs)

8B.9 During the period shares of Kilburn Engineering Limited has been sold by RBL Bank Limited on invocation of security and Rs. 247.67 lakhs has been adjusted against their outstanding amount of loan.

9. LOANS

(Rs. in Lakhs)

Particulars		As at 31st March, 2020		As at 31st March, 2019	
	Refer Note No.	Current	Non-Current	Current	Non-Current
(Unsecured - considered good unless otherwise stated)		-			
Security Deposits			1,365.15	-	1,543.90
Loans to Bodies Corporate	56				
Considered Good		-	2,86,332.40	-	1,74,455.00
Credit Impaired		-	1,098.00	-	1,098.00
Less: Allowance for Doubtful Loans	9.2	-	(1,098.00)	-	(1,098.00)
Loans to Others	58	-	13.00	-	13.00
Loans and Advances to Employees					
Considered Good	9.1	751.08	-	13.49	1.58
Credit Impaired		-	9.56	-	9.56
Less: Allowance for Doubtful Loans	9.2	-	(9.56)	-	(9.56)
		751.08	**2,87,710.55**	**13.49**	**1,76,013.48**

9.1 Remuneration to the extent of Rs. 597.33 Lakhs (net of recovery thereagainst) paid to Managing Director for the period from 1st April 2016 to 31st March 2017 and 1st April 2018 to 31st March 2020 has become in excess of the limit laid down under the Companies Act, 2013, since required shareholders' approval could not be obtained. A part of the said remuneration has been recovered/ refunded during the current year. However the excess amount paid is 'held in trust' (as per Section 197(9) of the Companies Act, 2013) and has been recognised under "Loans and Advances to Employees" pending recovery/adjustment or regularisation thereof in due course of time.

9.2 Movement of Impairment Allowances for doubtful balances:

Particulars	Loans to Bodies Corporate		Loans to Employees	
	Year ended 31st March, 2020	Year ended 31st March, 2019	Year ended 31st March, 2020	Year ended 31st March, 2019
Balance at the beginning of the year	1,098.00	1,098.00	9.56	9.56
Recognised during the year	-	-	-	-
Reversal during the year	-	-	-	-
Balance at the end of the year	**1,098.00**	**1,098.00**	**9.56**	**9.56**

9.3 Refer Note no.25 to the consolidated financial statements in respect of charge created against borrowings

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

10. OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

Particulars	As at 31st March 2020			As at 31st March 2019	
	Refer Note No.	Current	Non-Current	Current	Non-Current
Margin Money Deposit with banks	10.1 and 58	-	21.94	-	19.69
Receivable against Sale of specified assets of Tea Estates	10.2 and 58	-	1,828.61	-	2,432.07
Interest Accrued on Loans and Deposits	56				
Considered good		57.13	2,336.78	58.58	7,959.57
Credit Impaired	10.5	-	7,999.34	-	9,047.02
Less: Allowance for Doubtful Interest Receivable	10.6	-	(7,999.34)	-	(9,047.02)
Interest Subsidies receivable from Government	10.3	-	579.35	-	579.35
Receivable on account of claim/ disposal of assets	58 and 10.4	39.77	-	1,347.25	-
Accrued duty draw back benefits pertaining to exports		720.83	-	331.80	-
Subsidies receivable from Government		635.98	-	609.10	-
Compensation receivable from Government	58	44.11	-	44.11	-
Accrued income Receivable- Others		-	27.30	246.55	-
		1,497.82	**4,793.98**	**2,637.39**	**10,990.68**

10.1 Margin money deposits with banks represents the amount lying against bank guarantee issued by then under Non-Fund based facilities granted.

10.2 Receivable against Sale of specified assets of Tea Estates represents the amount receivable from buyers subject to fulfilment of conditions in terms of Sales Agreement including transfer of tea estate land in the name of the buyer.

10.3 Interest subsidy receivable represent the amount receivable under Interest Subsidy 1997 Scheme for the period from 2007-08 to 2008-10 against which the claims has been recommended by DIC district to DIC Guwahati but the subsidy has not released due to letter dt 18th June 2014 from DIPP, New Delhi stating that the said Scheme is available for incremental borrowing. The Parent had preferred an appeal before Hon'ble High Court at Delhi and the judgement has been delivered in favour of the Parent and therefore the amount has been considered good and recoverable. Pending finalisation of the matter and determination of the amount thereof, claim for interest thereagainst for the subsequent period has not been recognised.

10.4 Represents amount receivable from the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.

10.5 This includes Rs.1,051.99 lakhs, being the amount of tax deducted by the Bodies Corporate to whom Loans were granted and are yet to be deposited by them. Such amount have been fully provided for in the consolidated financial statement pending deposit of the amount deducted by respective companies.

10.6 Movement of Allowances for Doubtful Interest Receivable:

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Balance at the beginning of the year	9,047.02	1149.6
Recognised during the year	514.37	7,897.42
Reversal during the year	(1,562.05)	0
Balance at the end of the year	7,999.34	9,047.02

10.7 Refer Note no. 25 to the consolidated financial statements in respect of charge created against borrowings

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

11. OTHER NON-CURRENT ASSETS

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March, 2020	As at 31st March, 2019
Capital Advances	11.1	-	6,704.03
Advances Other than Capital Advances:			
Advances to Suppliers, Service Providers etc.		1,245.18	1,217.20
Less : Allowance for Doubtful Advances	11.3	(1,245.18)	(1,217.20)
Advance for Employee Benefit	41		
- Superannuation Fund		1,088.36	494.36
Prepaid Expenses		43.82	319.44
Tax Payment under Protest	11.2	700.00	700.00
Deposits with National Bank for Agriculture and Rural Development		387.15	387.15
Others	11.4	23.26	-
		2,242.59	**8,604.98**

11.1 Includes Rs. Nil (31st March 2019: 6,600.00 lakhs) paid in earlier years to Williamson Magor & Company Limited towards purchase of certain portion of the office building. During the year such amount has been refunded subsequent to sale of said building to one of the Lender and adjustment of sale proceeds against their outstanding amounts (Refer Note no.54).

11.2 In connection with an overseas acquisition of a subsidiary in 2005, the Income Tax authority had raised a demand of Rs. 5,278.00 lakhs during the year 2009-10 on the Parent on account of alleged non-deduction of tax at source and interest thereon pertaining to the transaction. The Parent challenged the said demand before the appropriate authorities and the matter is pending as on this date. Further, the Parent has obtained a stay against the said demand from the Hon'ble High Court of Calcutta. The Parent deposited Rs. 700.00 lakhs during the year 2011-12 with Income Tax Authority under protest. This however should not have any impact on the consolidated financial statements, since as per the related Share Purchase Agreement, Capital Gain or other taxes, if any, relating to sale of shares etc. is to be borne by the seller and not the Parent.

11.3 Movement of Impairment Allowances for doubtful balances:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	1,217.20	1,217.20
Recognised during the year	27.98	-
Reversal during the year	0	-
Balance at the end of the year	1,245.18	1,217.20

11.4 Others includes amount recoverable/adjustable from farmers pertaining to tea plantation destroyed in case of one of the subsidiary amounting to Rs. 12.05 lakhs (31st March 2019: Rs. 11.22 lakhs)

12. INVENTORIES

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March, 2020	As at 31st March, 2019
At lower of cost and net realisable value			
Raw Materials (Green Leaf)	12.2	-	2.17
Finished Goods (Stock of Tea)		13,472.89	15,552.63
[Including in transit Rs. 404.95 (31st March 2019 - Rs Nil)]			
Stores and Spares	12.1 and 12.4	5,957.47	7,055.28
[Including in transit Nil (31st March 2019 - Rs 120.02)]			
		19,430.36	**22,610.08**

12.1 Stores and Spares is net of allowance for slow moving/obsolete inventory amounting to Rs. 81.93 lakhs (31st March 2019: Rs. 81.93 lakhs)

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

12.2 Due to disruption of operations of Parent's tea estate on account of COVID- 19 pandemic, there was no inventory of usable green leaves as at 31st March 2020.

12.3 Disclosure as per Ind AS 2 "Inventories"

Particulars	Year ended 31st March,2020	Year ended 31st March,2019
a) Cost of Inventories recognised as Expense during the year	95,835.33	1,54,994.24
b) (Increase)/Decrease in value of inventory due to variation in realisable value	(195.00)	281.82

12.4 Stores and Spares includes Tea Nurseries amounting to GBP 1,04,910 (Equivalent Rs. 98.09 lakhs) (31st March, 2019 GBP Nil) in a subsidiary which are charged/capitalised depending upon the nature of use.

12.5 Refer Note no. 25 to the consolidated financial statements in respect of charge created against borrowings

13. BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March, 2020	As at 31st March, 2019
Fair Value of Biological Assets other than Bearer Plants (Unharvested Tea Leaves)		78.73	568.39
		78.73	**568.39**

13.1 Changes in Fair Value of Biological Assets Other Than Bearer Plants

(Rs. in Lakhs)

Particulars	Refer Note No.	For the year ended 31st March 2020	For the year ended 31st March 2019
Opening		568.39	682.52
Increase due to harvest/physical changes		78.73	568.39
Decrease due to harvest/physical changes		(568.39)	(682.52)
Closing		**78.73**	**568.39**

13.2 Due to disruption of operations at Parent's tea estate on account of COVID 19 pandemic, unharvested tea leaves at the end of the year to be categorised as Biological Assets was not available for harvesting. Accordingly, Unharvested tea leaves on bushes as on 31st March 2020 was 10.10 lakh Kgs (31st March 2019: 27.02 lakh kgs).

14. TRADE RECEIVABLES

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Secured	58		
- Considered Good	14.3	350.00	350.00
- Credit Impaired		195.26	195.26
Less: Allowance for Doubtful Debts	14.1	(195.26)	(195.26)
Unsecured	58		
- Considered Good		3,101.75	3,599.79
- Credit Impaired		176.23	176.23
Less: Allowance for Doubtful Debts	14.1	(176.23)	(176.23)
		3,451.75	**3,949.79**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

14.1 Movement of Impairment Allowances for doubtful debts (Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March, 2020	Year ended 31st March, 2019
Opening		371.49	176.23
Recognised during the year		-	195.26
Reversal during the year		-	-
Closing		**371.49**	**371.49**

14.2 Transferred Receivables (Rs. in Lakhs)

In the normal course of business, the Group transfers its bills receivable to banks with recourse. Under arrangements with recourse, the Group is obligated to repurchase the uncollected financial assets, subject to limits specified in the agreement with the banks. Accordingly, in such cases the amounts received are recorded as liabilities in the statement of financial position and cash flows from financing activities.

The carrying value of trade receivables not de-recognised along with the associated liabilities is as below:

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Total transferred receivables		-	813.35
Associated payable [Refer Note 27]		-	813.35

14.3 Trade Receivable secured represents amount secured against value of building available as security from a customer. Such building has been disposed off by the Liquidator of the said customer in earlier years. The sale proceeds thereof have been withheld by the liquidator and is expected to be realised on resolution of various cases concerning legal ownership of said building.

14.4 Refer Note no.25 to the consolidated financial statements in respect of charge created against borrowings.

15. CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Balance with banks in Current Accounts	15.1	4,776.28	34,535.02
Remittance in Transit		3.60	-
Cash on hand		382.04	79.10
		5,161.92	**34,614.12**

15.1 Includes Rs. Nil as on 31st March, 2020 (31st March, 2019- Rs. 120.30 lakhs) pertaining to bank accounts held in the name of Parent but operated by buyers against sale of specified assets of certain Tea estates [Refer note 53(a)]

15.2 Refer Note no. 25 to the consolidated financial statements in respect of charge created against borrowings.

16. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Earmarked Balance with banks:			
- In Dividend Accounts	16.1	245.50	316.94
- In Escrow Accounts	16.2	34.19	-
- In Fixed Deposits		-	750.00
- In Escrow Accounts/Fractional Share Sale Proceeds Account	16.1	0.16	0.16
		279.85	**1,067.10**

16.1 Amount is not due for transfer to Investor Protection Fund.

16.2 The Parent has entered into a Memorandum of Understanding with certain Tea Auction Brokers whereby the parent receives advance against future sales which is repaid from the said bank account on realisation of sale proceed of Tea directly credited to the said account.

16.3 Refer Note no. 25 to the consolidated financial statements in respect of charge created against borrowings.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

17. CURRENT TAX ASSETS (NET)

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Advance Tax - Agricultural Income Tax	30.1	6,699.70	6,699.70
[Net of Provision Rs. 15,319.34 lakhs (31st March 2019: Rs 15,319.34 lakhs)]			
Advance Tax - Income Tax		1,347.55	1,262.05
Advance Tax - Fringe Benefit Tax		307.76	307.76
[Net of Provision Rs. 273.20 lakhs (31st March 2019: Rs 273.20 lakhs)]			
		8,355.01	**8,269.51**

18. OTHER CURRENT ASSETS

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Balance with Government Authorities- GST, etc.		2,216.38	1,693.34
Advances to Suppliers, Service Providers etc.	58		
Considered Good	18.2	3,422.89	2,882.09
Considered Doubtful		150.62	150.61
Less: Allowance for Doubtful Advances	18.1	(150.62)	(150.61)
Advance for Employee Benefits	41		
- Gratuity Fund		-	209.87
- Superannuation Fund		115.23	1,011.19
Advance to Employees		351.89	375.45
Recoverable from Director	9.1	-	263.01
Prepaid Expenses		759.96	837.50
		6,866.35	**7,272.45**

18.1 Movement of Impairment Allowances for doubtful advances

(Rs. in Lakhs)

Particulars	Year ended 31st March,2020	Year ended 31st March,2019
Opening	150.61	150.61
Foreign exchange translation adjustment	0.01	-
Recognised during the year	-	-
Reversal during the year	-	-
Closing	**150.62**	**150.61**

18.2 Advances to Suppliers includes Rs. 93.20 lakhs (31st March 2019: Rs. 62.07 Lakhs) in the case of a subsidiary relating to amount recoverable/adjustable for fertilisers and other related materials supplied to farmers for cultivation.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

19. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
Authorised			
12,00,00,000 (31st March 2019: 12,00,00,000) Equity Shares of Rs. 5/- each		6,000.00	6,000.00
Issued, subscribed and paid-up			
10,44,55,735 (31st March 2019: 10,44,55,735) Equity Shares of Rs. 5/- each fully paid up		5,222.79	5,222.79
Less: Shares held through trust Nil (31st March 2019 -1,70,67,500 shares)	19.5	-	(853.38)
		5,222.79	**4,369.41**

19.1 Reconciliation of number of Equity Shares outstanding

(No of Shares)

Particulars	Refer Note no.	As at 31st March, 2020	As at 31st March, 2019
As at beginning of the year		8,73,88,235	9,23,88,235
Less: Buy back of shares	19.3	-	50,00,000
Add: Shares held through by a trust for benefit of BTHL	19.5	1,70,67,500	
At the end of the year		10,44,55,735	8,73,88,235

19.2 Rights, preferences and restrictions attached to Shares

The Parent has one class of shares referred to as Equity Shares having a par value of Rs. 5.00 each. Each Holder of Equity Shares is entitled to one vote per share. In the event of liquidation of the Parent, the equity shareholders will be entitled to receive assets of the Parent remaining after distribution of all preferential amounts, in proportion of their shareholding.

19.3 Buy Back of Shares

On 30th May, 2018, the Board of Directors of the Parent approved buy back of Parent's equity shares for an amount not exceeding Rs. 10,000.00 lakhs (being less than 10% of the Equity share capital and free reserves of the Parent as on 31st March 2018) from existing shareholders from open market through stock exchanges. The buy back was closed on 18th December, 2018. The Parent has bought back 5,000,000 equity shares at Rs. 138.03 per share for an aggregate consideration of Rs. 6,901.28 Lakhs.

19.4 Shareholders holding more than 5% of the Equity Shares in the Parent

Particulars	As at 31st March,2020		As at 31st March,2019	
	(No. of Shares)	%	(No. of Shares)	%
Ichamati Investments Limited	1,71,24,210	16.39	-	-
Williamson Magor & Company Limited	89,67,253	8.58	1,16,60,946	11.16
The Nomura Trust & Banking Co. Ltd as the Trustee of Nomura India Stock Mother Fund	-	-	64,75,220	6.20
Williamson Financial Services Limited	-	-	58,98,725	5.65
Edgbaston Asian Equity Trust	-	-	62,73,796	6.01
HDFC Small Cap Fund	-	-	64,37,496	6.16

19.5 During the year ended 31st March, 2020, the Parent's shares held by a Trust for benefit of BTHL have been sold to Ichamati Investments Limited and profit realised there against amounting to Rs. 1,551.30 Lakhs has been adjusted to Other Equity.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

20. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Reserve and Surplus						Other Comprehensive Income					
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Revaluation Surplus	Other Reserve	Re-measurement of Defined Benefit Plan	Foreign Currency Translation Reserve	Equity Investments through FVTOCI	Total	Non-Controlling	Total
As at 1st April 2018	201.68	11,053.58	98,640.10	43,192.76	33,873.74	19,209.20	-	(2,958.41)	8904.14	2,12,116.79	2,336.74	2,14,453.53
Profit/(Loss) for the year	-	-	-	3,184.54	-		-	-	-	3,184.54	696.96	3,881.50
Other Comprehen-sive Income	-	-	-	-	-	-	(510.10)	(5,264.23)	(5,371.52)	(11,145.85)	-	(11,145.85)
Total Comprehensive Income for the year	-	-	-	3,184.54	-	-	(510.10)	(5,264.23)	(5,371.52)	(7,961.31)	696.96	(7,264.35)
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	(6,651.28)	-	-	-	-	-	-	-	(6,651.28)	-	(6,651.28)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,435.85	-	(1,435.85)	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(510.10)	-	-	510.10	-		-	-	-
Adjustment on account of disinvestment (Refer Note no. 60(e))	-	-	-	-	-	-	-	-	-	-	(3,033.70)	(3,033.70)
Adjustment on account of dividend	-	-	-	85.34	-	-	-	-	-	85.34	-	85.34
Dividend Paid	-	-	-	(537.12)	-	-	-	-	-	(537.12)	-	(537.12)
As at 31st March 2019	201.68	4,402.30	1,00,075.95	45,415.42	32,437.89	19,209.20	-	(8,222.64)	3,532.62	1,97,052.42	-	1,97,052.42
Profit/(Loss) for the year	-	-	-	(14,778.97)	-	-			-	(14,778.97)	-	(14,778.97)
Other Comprehensive Income	-	-	-	-	-	-	(1,611.31)	915.56	(2,909.61)	(3,605.36)	-	(3,605.36)
Total Comprehensive Income for the year	-	-	-	(14,778.97)	-	-	(1,611.31)	915.56	(2,909.61)	(18,384.33)	-	(18,384.33)
Adjustment for Buy Back of Equity Share Capital [Refer Note 19.3]	-	-	-	-	-	-	-		-	-	-	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Reserve and Surplus						Other Comprehensive Income					
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Revaluation Surplus	Other Reserve	Re-measurement of Defined Benefit Plan	Foreign Currency Translation Reserve	Equity Investments through FVTOCI	Total	Non-Controlling	Total
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment			1,433.71	-	(1,433.71)		0		-	0	-	-
Transfer to Retained Earnings	0	-	-	(1,399.59)	-	-	1,611.31		(211.72)	0	-	-
On Sale of Share held by BTHL [Refer Note no. 19.5]	0	-	-	1,551.30	-	-	0	-	-	1,551.30	-	1,551.30
Dividend Paid	0	-	-	-	-	-			-	0	-	-
As at 31 March 2020	**201.68**	**4,402.30**	**1,01,509.66**	**30,788.16**	**31,004.18**	**19,209.20**	**0**	**(7,307.08)**	**411.29**	**1,80,219.39**	**-**	**1,80,219.39**

Nature and Purpose of Reserves

20.1 **Capital Reserve**

Represents the amount transferred from the transferor company pursuant to Scheme of Arrangement effected in earlier years.

20.2 **Securities Premium**

Securities Premium represents the amount received in excess of par value of securities and is available for utilisation as specified under Section 52 of Companies Act, 2013.

20.3 **General Reserve**

General reserve is a free reserve which is created by transfer of profits from retained earnings. As the general reserve is created by a transfer from one component to another and is not an item of Other Comprehensive Income, items included in the general reserve is generally not reclassified subsequently to Statement of Profit and Loss.

20.4 **Other Reserves**

Represents the balance amount of reserve which had arisen on transfer of Bulk Tea Division of Eveready Industries India Limited pursuant to Scheme of Arrangement.

20.5 **Retained Earnings**

Retained earnings generally represents the undistributed profit/ amount of accumulated earnings of the Group. This includes Other Comprehensive Income of (Rs. 3,806.23 lakhs) (31st March 2019: (Rs. 2,194.82 lakhs)) relating to remeasurement of defined benefit plans (net of tax) which cannot be reclassified to Statement of Profit and Loss. The amount reported above are not distributable in entirety.

20.6 **Revaluation Surplus**

Represents differential arising on revaluation of Property, Plant and Equipment carried out by the erstwhile Bulk Tea Division of Everready Industries Limited demerged to the Parent with effect from 1st April 2004 pursuant to the Scheme of Arrangement. The said reserve has been carried over being part of PPE, recognised at carrying value as per previous GAAP as deemed cost on the date of transition to Ind AS. The amount of depreciation attributable to the said revaluation is transferred from the said reserve to general reserve as per the practice followed in this respect.

20.7 **Other Comprehensive Income**

The Group has elected to recognise changes in the fair value of non-current investments in Equity Instruments through OCI. This reserve represents the cumulative gains and losses arising on equity instruments measured at fair value. The group transfers amounts from this reserve to retained earnings when the relevant equity securities are disposed. This also includes gain/ losses on defined benefit obligations which is transferred to retained earnings as stated in Note 20.5 above.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

21. NON-CURRENT BORROWINGS

(Rs in Lakhs)

Particulars		As at 31st March 2020		As at 31st March 2019	
	Refer Note No.	Current	Non-Current	Current	Non-Current
SECURED					
Term Loans from Banks					
ICICI Bank Limited		737.00	-	1,996.39	999.42
a) Nature of Security					
Secured by first pari passu charge of certain tea estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets of the Parent.					
b) Rate of Interest.					
Interest is payable on monthly basis at base rate plus 0.40% p.a.					
ICICI Bank Limited		993.00	3,000.00	1,082.64	4,948.26
a) Nature of Security					
Secured by first pari passu charge of certain tea estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets of the Parent.					
b) Rate of Interest					
Interest is payable on monthly basis at 1 year MCLR plus 1.70% p.a.					
c) Terms of Repayment					
Repayable Rs. 130 lakhs in September, 2019 and 12 equal installments of Rs. 500 lakhs each from December, 2019.					
HDFC Bank Limited		2,300.00	-	2,297.05	-
a) Nature of Security					
Secured by extension of exclusive charge over certain tea estates of the Parent.					
b) Rate of Interest					
Interest is payable on monthly basis at HDFC bank at 1 year MCLR plus 1.40% p.a.					
HDFC Bank Limited		3,000.00	1,500.00	1,446.24	2,953.76
a) Nature of Security					
(i) Subservient charge on the entire present and future moveable fixed assets of the Parent.					
b) Rate of Interest					
Interest is payable on monthly basis at 3-month MCLR plus 3.00% p.a.					
c) Terms of Repayment Repayable in Four (31st March 2019: Twelve) equal quarterly instalments of Rs. 375 Lakhs each.					

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars		As at 31st March 2020		As at 31st March 2019	
	Refer Note No.	Current	Non-Current	Current	Non-Current
RBL Bank Limited		4,752.33	-	3,940.06	1,994.22
a) Nature of Security					
Subservient charge by way of hypothecation/ mortgage over the fixed assets of the Parent both present and future.					
b) Rate of Interest					
Interest is payable on monthly basis at RBL Bank's 1 year MCLR plus 1.10%.					
Yes Bank Limited		4,375.00	-	1,219.62	3,092.95
a) Nature of Security					
(i) Subservient charge on all the Moveable Fixed assets of certain tea estates of the Parent- both present and future.					
b) Rate of Interest					
Interest is payable on monthly basis at 1 year MCLR plus 1.15% per annum.					
ICICI Bank UK Plc		107.38	-	2,844.45	2,797.42
a) Nature of Security					
Secured by a first ranking charge over the shares of a Subsidiary Company and a floating debenture charge over all the assets of a Subsidiary Company excluding investments in Parent undertaking. Further the said loan is guaranteed by the Parent.					
b) Rate of Interest					
Interest is payable at 3 Months Dow Jones libor plus 3%.					
ABSA Bank (Former Barclays Bank (U) limited)		2,752.84	8,992.61	522.61	1,567.85
a) Nature of Security					
i. Term Loan of USD 30.00 lakhs taken is secured by Mortgage over property title LRV 578 folio 24, LRV 1903 folio 8, LRF 593 folio 2, LRV 2672 folio 17 and LRV 515 folio 20 located at Bugambe, Bugahya, Klslta, Holma and Bunlyoro, registered In the name of a subsidiary, MRUL. ii. Term Loan of USD 150.00 lakhs is secured by a Mortgage over property title LRV 546 folio 17, LRV 569 folio 13 & 14 at Tororo, Uganda."					
b) Rate of Interest					
3 month's LIBOR plus base rate and 1 month's LIBOR plus base rate.					
c) Terms of Repayment 1. Term loan of USD 30 lakhs is repayable in a quarterly instalment of USD 187,500 (Equivalent INR 175.31 lakhs as on March 31, 2020) for 4 years from January 2019. 2. Term loan of USD 150 lakhs is repayable in monthly instalment of USD 250,000 (Equivalent INR 233.75 lakhs as on March 31, 2020) for 5 years from August 2019.					

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars		As at 31st March 2020		As at 31st March 2019	
	Refer Note No.	Current	Non-Current	Current	Non-Current
Stanbic Bank (U) Limited		367.05	1,101.13	-	-
a) Nature of Security					
The Loan is Secured by a Mortgage over property title LRV 547 folio 2 at Muzizi, Uganda and second ranking debenture charge over all fixed and floating assets of a subsidiary, MRUL.					
b) Rate of Interest					
3 month's LIBOR plus base rate.					
c) Terms of Repayment					
Term loan of USD 20.00 lakhs from Stanbic Bank (U) Limited with a year monotorium period and there after payable in a quarterly instalment of USD 166,667 (Equivalent INR 155.84 lakhs as on March 31, 2020) for 3 years from June 2020.					
DFCU Bank Limited		361.89	3,194.23	-	-
a) Nature of Security					
Secured by a Mortgage over property title LRV 560 Foili 15, LRV 589 Foilo 15 and LRV 503 folio 21 at Ankole, Uganda and Debenture charge over present and future movable and immovable assets in respect of the above property.					
b) Rate of Interest					
Interest of bank base rate less 4.9%.					
c) Terms of Repayment					
USD 50.00 lakhs is repayable in Equated monthly instalment USD 68,418 (Equivalent INR 63.97 lakhs as on March 31, 2020) for 8 years from September 2019.					
Term Loan from Others					
Housing Development Finance Corporation Limited		1,352.51	768.91	1,026.32	1,823.71
a) Rate of Interest					
Interest is payable on monthly basis at HDFC CORP-PLR plus 2.10% p.a.					
b) Terms of Repayment					
Nine (31st March 2019: Thirty One) equated monthly instalments (including interest) of Rs. 108.46 Lakhs each.					
Loan from Group Companies		-	19.74	-	2,092.19
		21,099.00	**18,576.62**	**16,375.38**	**22,269.78**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

21.1 The Parent has been in default for the repayment of principal and interest to the lenders (banks & others). The period and amount of such default as on balance sheet date are as follows:

Particulars	Period of Default	Principal		Interest	
		As at 31st March 2020	As at 31st March 2019	As at 31st March 2020	As at 31st March 2019
Term Loans from Banks					
ICICI Bank Limited	June 2019 to March 31, 2020	-	-	949.96	-
HDFC Bank Limited	June 2019 to March 31, 2020	3,800.00	-	575.00	-
RBL Bank Limited	July 2019 to March 31, 2020	3,000.00	-	558.49	-
Yes Bank Limited	March 2019 to March 2020	4,375.00	-	424.57	-
Term Loan from Others					
Housing Development Finance Corporation Limited	January to March 2020	321.09	2,000.00	250.02	-
Short Term Loan from Banks					
Axis Bank Limited	July 2019 to March 31, 2020	25,000.00	-	2,666.76	-
RBL Bank Limited	July 2019 to March 31, 2020	23,500.00	-	2,707.13	-
HDFC Bank Limited	May 2019 to March 2020	17,901.97	-	1,570.74	-
Standard Chartered Bank	November 2019 to March 2020	4,010.30	-	272.93	-
IndusInd Bank Limited	December 2019 to March 2020	13,050.00	-	1,232.22	-
Yes Bank Limited	May 2019 to March 2020	33,026.61	-	3,368.67	-
Short Term Loan from Others					
Techno Electric and Engineering Company Limited	March 2019 to March 2020	10,000.00	-	-	-
Aditya Birla Finance Limited	June 2019 to March 31, 2020	550.00	1,000.00	-	26.22
Ragini Finance Limited	October 2019 to March 2020	1,000.00	-	-	-
Digvijay Finlease Limited	October 2019 to March 2020	2,000.00	-	-	-
P D K Impex Private Limited	March 2020	1,000.00	-	-	-
Gloster Limited	December 2019 to March 2020	1,500.00	-	-	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Period of Default	Principal		Interest	
		As at 31st March 2020	As at 31st March 2019	As at 31st March 2020	As at 31st March 2019
Cash Credit					
Axis Bank Limited	October 2019 to March 2020	2,464.27	-	-	-
HDFC Bank Limited	May 2019 to March 2020	7,760.41	-	-	-
State Bank of India Limited	June 2019 to March 31, 2020	11,944.63	-	-	-
United Bank of India	February 2020 to March 2020	9,498.62	-	-	-
ICICI Bank Limited	June 2019 to March 31, 2020	4,544.66	-	-	-
		1,80,247.56	**3,000.00**	**14,576.49**	**26.22**

21.2 During the year, Yes Bank Limited has recalled its entire loan outstanding including interest thereon. Accordingly, such loans though repayable after 31st March 2020 has been considered as Current.

21.3 In terms of agreement with lenders the above mentioned loans in certain cases were also required to be secured against equitable mortgage of specific tea estates of the Parent along with other lenders, pledge of entire equity shares of Mcleod Russel Uganda Limited (MRUL), Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700 019 and Pledge of entire equity shares of Phuben Tea Company Limited (PBTC), Vietnam. However, in view of pending resolution plan, Security as such could not be created.

21.4 The Security as disclosed above has been based on the charge documents filed with ROC. Further certain security has been disposed off by the lenders against repayments of their dues and accordingly such securities have not been disclosed herein above. As stated in Note no. 57, Resolution Plan for restructuring the borrowing are under consideration of lender and thereby terms and conditions thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

21.5 Also Refer Note no. 57 and 36.1

22. EMPLOYEE BENEFIT OBLIGATIONS

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
Provision for Employee Benefits	41				
- Staff Pension		1,596.56	3,532.98	933.90	3,564.99
- Gratuity Fund		1,715.59	121.13	-	-
- Medical Benefit		291.38	1.61	180.40	141.67
- Expatriate Pension		4.52	10.20	3.84	12.34
- Leave		139.38	-	186.37	379.37
- Others		104.06	599.39	7.19	502.92
		3,851.49	**4,265.31**	**1,311.70**	**4,601.29**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

23. DEFERRED TAX LIABILITIES (NET)

(Rs. In Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Deferred Tax Liabilities		25,285.39	26,463.04
Deferred Tax Assets		11,420.31	7,443.47
Deferred Tax Liabilities (Net)		**13,865.08**	**19,019.57**

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2020 are given below:

Particulars	As at 31st March 2019	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2020
Deferred Tax Assets:				
Expenses allowable on payment basis	2,141.62	(696.52)	(755.02)	3,593.16
Allowances for Doubtful Debts, Advances etc.	1,688.66	219.40	-	1,469.26
MAT Credit Entitlement	3,063.37	(2,042.84)	-	5,106.21
Unabsorbed Tax Losses	-	(721.91)	-	721.91
Others	549.82	20.05	-	529.77
Total Deferred Tax Assets	**7,443.47**	**(3,221.82)**	**(755.02)**	**11,420.31**
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment and other intangible assets	26,194.66	(973.73)	-	25,220.93
Others	268.38	(203.92)	-	64.46
Total Deferred Tax Liabilities	**26,463.04**	**(1,177.65)**	**-**	**25,285.39**
NET DEFERRED TAX (ASSETS)/ LIABILITIES	**19,019.57**	**(4,399.47)**	**(755.02)**	**13,865.08**

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2019 are given below:

Particulars	As at 31st March 2018	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2019
Deferred Tax Assets:				
Expenses allowable on payment basis	2,512.36	608.04	(237.3)	2,141.62
Loss under Agricultural Income Tax	8,624.15	8,624.15	0	0
Allowances for Doubtful Debts, Advances etc.	1,448.08	(240.58)	0	1,688.66
MAT Credit Entitlement	3,063.37	0	0	3,063.37
Others	647.52	97.7	0	549.82
Total Deferred Tax Assets	16,295.48	9,089.31	(237.3)	7,443.47
Deferred Tax Liabilities:				

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	As at 31st March 2018	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2019
Timing difference with respect to Property, Plant and Equipment and other intangible assets.	31,154.22	(4,959.56)	-	26,194.66
Financial Assets at Fair Value through Profit or Loss	0	0	0	0
Others	322.1	(53.72)	0	268.38
Total Deferred Tax Liabilities	**31,476.32**	**(5,013.28)**	**0**	**26,463.04**
NET DEFERRED TAX (ASSETS)/ LIABILITIES	**15,180.84**	**4,076.03**	**(237.3)**	**19,019.57**

23.1 The ultimate realisation of deferred tax assets, unused tax credit is dependent upon the future taxable income of the companies in the Group. Deferred Tax Assets including MAT Credit entitlement has been recognised on management's assessment of reasonable certainty for reversal/utilisation thereof against future taxable income. Deferred tax assets in respect of unabsorbed losses pertaining to current year to be carried forward for set off against future taxable income amounting to Rs. 4,010.68 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognised.

23.2 Provision for current tax has been made considering depreciation and certain other allowances based on expert's opinion, judicial pronouncements and assessment completed in respect of earlier years.

23.3 Charge/ (Credit) recognised in Statement of profit and loss Includes Rs 102.71 lakhs (31st March 2019 - Rs 52.44 lakhs) on account of foreign exchange adjustments

24. OTHER NON-CURRENT LIABILITIES

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Deferred Revenue arising from Government Grants	24.1	474.29	503.21
		474.29	**503.21**

24.1 Deferred Income Comprises of Government Grants/Assistance in form of:

Particulars	Opening (Including Non-Current Portion)	Recognised during the year	Transferred to Statement of Profit and Loss	Closing (Including Non-Current Portion)
Financial Assistance under Tea Board Quality Upgradation and Product Diversification Scheme towards Capital expenditure incurred for Tea Plantation. The assistance received/receivable and credited to deferred income has been transferred to Consolidated Statement of Profit and Loss proportionately based on useful lives of respective property, plant and equipment.	532.13	-	(28.92)	503.21

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

25. CURRENT BORROWINGS

(Rs. in Lakhs)

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Secured Loans from Banks			
Cash Credit, Packing Credit and Demand Loans		61,241.79	17,589.33
(a) Nature of Security			
Secured by equitable first mortgage by way of deposit of title deeds of immovable properties of certain tea estates ranking pari passu and hypothecation of tea crop, movable properties and book-debts, present and future of the Parent.			
Secured by second charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets of the Parent.			
Overdraft facility pertaining to a subsidiary, MRUL is secured by Mortgage over property title LRV 578 folio 24, LRV 1903 folio 8, LRF 593 folio 2, LRV 2672 folio 17 and LRV 515 folio 20 located at Bugambe, Bugahya, Klslta, Holma and Bunlyoro, registered in the name of the MRUL and LRV 546 folio 17, LRV 569 folio 13 & 14 at Tororo, Uganda.			
Overdraft facility pertaining to a subsidiary, MRUL is secured by a Mortgage over property title LRV 547 folio 2 at Muzizi, Uganda and second ranking debenture charge over all fixed and floating assets of MRUL.			
Borrowing facilities availed by a subsidiary, Phu ben Tea Company Limited is secured by charge over Fixed Assets of PBTCL.			
Secured Loans - Short Term			
Axis Bank Limited		7,500.00	7,500.00
(a) Nature of security:			
Secured by first charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets.			
Personal guarantee of Mr. Aditya Khaitan, Director.			
Axis Bank Limited		7,500.00	7,500.00
(a) Nature of security:			
Secured by second charge on certain tea-estates by way of mortgage over immovable fixed assets and hypothecation of movable fixed assets of the Parent.			
RBL Bank Limited		23,500.00	11,000.00
(a) Nature of security:			
Subservient charge by way of hypothecation / mortgage over fixed assets of the Parent - both present and future.			
Subservient charge over the current assets of the Parent both present and future.			

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Standard Chartered Bank		4,010.30	6,000.00
(a) Nature of security:			
Exclusive charge by way of pledge of Parent's shareholding in Borelli Tea Holdings Limited			
Personal guarantee of Mr. Aditya Khaitan, Director.			
IndusInd Bank Limited		13,050.00	3,500.00
(a) Nature of security:			
(i) Subservient charge on all the Moveable Fixed assets, book debts and stock of certain tea estates of the Parent- both present and future .			
Yes Bank Limited		9,636.61	14,000.00
(a) Nature of security:			
Subservient charge on all the Moveable Fixed assets of certain tea estates of the Parent - both present and future.			
HDFC Bank Limited		17,901.97	18,000.00
Secured Loans from Others			
Housing Development Finance Corporation Ltd		-	6,500.00
(a) Nature of security:			
(i) Secured by Parent's share-holding in Eveready Industries India Limited, and additionally secured by certain shareholding of group-companies in Eveready Industries India Limited.			
(ii) Secured by pledge of Rs 1.35 lakh shares of the Company held by group-companies.			
SREI Equipment Finance Limited		-	5,000.00
(a) Nature of Security			
(i) To be Secured by Exclusive charge on the equipment procured from the loan, pari-passu charge on moveable assets of certain tea-estates of the Parent.			
(ii) Personal guarantee of Mr. Aditya Khaitan, Director			
Techno Electric and Engineering Company Limited		10,000.00	10,000.00
(a) Nature of Security			
(i) Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700019.			
Aditya Birla Finance Limited		550.00	1,000.00
(a) Nature of Security			
(i) To be secured by Equitable Mortgage by way of exclusive charge over land with a single storied house constructed thereon at Guwahati, Ulbari, Dist-Guwahati, India owned by the borrower.			
Unsecured Loans - Short Term			
Unsecured Loans from Banks			
RBL Bank Limited		-	2,000.00
Yes Bank Limited		23,390.00	23,990.00
Axis Bank Limited		10,000.00	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note no.	As at 31st March 2020	As at 31st March 2019
Unsecured Loans from Others			
Intercorporate Loans:			
- From Body Corporates		6,625.00	9,000.00
		1,94,905.67	**1,42,579.33**

25.1 Refer Note no. 21.1 in respect of default in borrowings

25.2 In terms of agreement with lenders the above mentioned loans in certain cases were also required to be secured against equitable mortgage of specific tea estates of the Parent along with other lenders, pledge of entire equity shares of Mcleod Russel Uganda Limited (MRUL), Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700 019, Pledge of entire equity shares of Phuben Tea Company Limited (PBTC), Vietnam and Personal guarantee of Mr. Aditya Khaitan, Director. However, in view of pending resolution plan, Security as such could not be created.

25.3 The Security as disclosed above has been based on the charge documents filed with ROC by the Parent. Further certain security has been disposed off by the lenders against repayments of their dues and accordingly such securities have not been disclosed herein above. As stated in Note no. 57, Resolution Plan for restructuring the borrowing are under consideration of lender and thereby terms and conditions thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

25.4 Also refer Note no. 57 and 36.1

26. TRADE PAYABLES

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Payable for Goods and Services			
a) Total outstanding dues of micro enterprises and small enterprises	26.1	-	-
b) Total outstanding dues other than micro enterprises and small enterprises	58	8,932.27	17,423.83
		8,932.27	**17,423.83**

26.1 Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, based on the confirmation and information available with the Parent regarding the status of suppliers.

27. OTHER FINANCIAL LIABILITIES

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
Current maturities of long-term debts-Secured	21 and 27.2	-	21,099.00	-	16,375.38
Interest accrued but not due on borrowings		-	158.84	-	351.06
Interest accrued and due on borrowings	21.1 and 27.2	-	14,576.49	-	794.36
Unpaid Dividends	27.1	-	245.50	-	316.94
Unclaimed Fractional Share Sale Proceeds	27.1	-	0.16	-	0.16
Deposits Received from Agents/ Customers	58	-	118.29	-	108.09

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Refer Note No.	As at 31st March 2020		As at 31st March 2019	
		Current	Non-Current	Current	Non-Current
Employee Benefits Payable		-	11,091.23	-	13,063.06
Capital Liabilities		-	-	-	972.83
Payable for Bill Discounting	14.2	-	-	-	813.35
Derivative instrument fair valued through profit and loss		-	94.89	-	387.19
Payable against Fair Trade Premium		-	93.70	-	88.79
Lease Liabilities	52	554.70	420.62	-	-
Payable pertaining to Sold Tea Estates (Net)	27.3 and 58	-	1,517.01	-	2,766.81
		554.70	**49,415.73**	**-**	**36,038.02**

27.1 There are no amounts due for payment to the Investor Education and Protection Fund as at the year end.

27.2 The liability in relation to borrowings have been stated based on the provisions and appropriations stated in Note no. 36.1, pending finalisation of resolution plan and confirmation/reconciliation of balances etc. by the lender (Refer Note no. 57).

27.3 Represents amount payable to the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.

28. OTHER CURRENT LIABILITIES

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Advances from Customers / Selling Agents	58	5,379.54	6,215.54
Statutory Payables (including Provident Fund and Tax deducted at Source)		1,792.10	1,235.26
Advances against Sale of Fixed Assets	28.1 and 58	1,764.43	550.00
Deferred Revenue arising from Government Grants	24.1	28.92	28.92
		8,964.99	**8,029.72**

28.1 The Parent had received advance of Rs. 1,413.87 lakhs related to Sale of Specified Assets of Boroi Tea Estates and Assam Valley School (Net book Value: Rs. 3,363.44 lakhs). However pursuant to the injunction as stated in Note no. 7.2 such transaction could not materialise and as such have been disclosed under Advance against Sale of Fixed Assets. Pending this, the related assets remain included and have been disclosed under respective heads of Property, Plant and Equipment.

29. PROVISIONS

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Provision for Tax on Proposed Dividend	29.1	344.77	344.77
Provision for Other Retiral Benefits	29.2	662.35	516.00
Provision for Other	29.3	-	114.46
		1,007.12	**975.23**

29.1 The Hon'ble Supreme Court vide its judgement dated 20th September 2017 held that the provisions of Rule 8 of Income Tax Act, 1961 is not applicable while making payment of dividend distribution tax as per section 115-O of the Income Tax Act, 1961. No fresh proceedings/ demands has been initiated/raised by the tax authorities in response to the aforesaid judgement passed by the Hon'ble Court. The Parent has made full provision in the consolidated financial statements in earlier years.

29.2 Shortfall in value of investments held by Employee Provident Fund Trust of the Parent covered under defined benefit plan, as estimated by the management has been provided for in the consolidated financial statements.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

29.3 The amount estimated to be payable in respect of allaeged inappropriate withdrawal of Electricity by one of the Tea Estate of the Parent from Assam Power Distribution Company Limited has been provided for in the financial statements and an equivalent amount has been deposited against demand raised (Refer Note no. 43(a)).

29.4 Movement in the Provisions are as follows:

Particulars	Provision for Tax on Proposed Dividend	Provision for Other Retiral Benefits	Provision for Other
Opening	344.77	516.00	114.46
Provided during the Year	-	146.35	-
Reversed/Adjusted/Transferred during the year	-	-	114.46
Closing	**344.77**	**662.35**	**-**

30. CURRENT TAX LIABILITIES (NET)

(Rs. in Lakhs)

Particulars	Refer Note No.	As at 31st March 2020	As at 31st March 2019
Provision for Income Tax		3,268.78	1,764.00
[Net of Advance Tax Rs. 19,597.09 lakhs (31st March 2019 - Rs 20,356.51 lakhs)]			
		3,268.78	**1,764.00**

30.1 Provision for taxation and advance payment thereagainst are reviewed and adjusted on assessment by the tax authorities. Unresolved matters contested unprovided for are disclosed as contingent liabilities depending upon the past trend, judicial pronouncements and amount involved therein.

31. REVENUE FROM OPERATIONS

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Sale of Products - Tea	31.2	1,11,745.64	1,69,525.14
Other Operating Revenues			
Licence Fees		226.69	171.73
Government Grants	31.1		
- Subsidy on Orthodox Tea		34.50	139.94
- Replantation Subsidy		118.12	260.79
- Transport Subsidy		159.99	251.25
- Subsidy- Capital Items	24.1	28.92	28.92
- Accrued duty exemption entitlement and other benefits relating to exports		1,256.14	1,493.97
Liabilities no Longer Required Written Back		428.00	177.20
Profit on Compulsory acquisition of Leasehold Land by Government	31.3	195.27	94.16
Scrap sales and other income from operations		78.68	149.25
		1,14,271.95	**1,72,292.35**

31.1 Government grant relates to incentives and assistances provided against replantation, production of orthodox tea, duty exemption, transportation and other export benefits made available to Tea Industry under various Tea Development and promotion Schemes by Government of India. There are no unfulfilled conditions or other contingencies attached to these grants. The Parent did not benefit directly from any other forms of government assistance.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

31.2 **Disaggregate Revenue**

The Revenue has been recognised based on point of sale. The break up with respect to from geographical location revenue stream of the Group are as follows:

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Sale of Tea			
Within India		59,524.26	94,902.80
Outside India		52,071.69	74,331.19
Tea Wate Sales		149.70	291.15
		1,11,745.65	**1,69,525.14**

31.3 Profit on compulsory acquisition of leasehold land of Parent by government relates to certain portion of undivided land of certain tea estates acquired by the government for highway projects and is being accounted for on determination of amount thereof.

32. OTHER INCOME

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Interest on from Financial assets carried at amortised cost			
Deposits with banks		189.25	1,665.71
Loans	32.3	-	12,736.76
Others		221.02	381.45
Interest on Tax Refunds		142.80	275.49
Dividend on Non-Current Investments		-	33.43
Insurance Claims		102.02	161.97
Liabilities/provision no longer required written back	10.6	1,574.39	95.00
Derivative Instruments at Fair Value through Profit and Loss		582.41	-
Sundry Income	32.1 and 32.2	355.70	8,380.86
		3,167.59	**23,730.67**

32.1 Sundry Income includes

a) Rs. Nil (31st March 2019: Rs. 640.00 lakhs) being the recoveries made against amount written in earlier years by erstwhile companies amalgamated with the Parent.

b) Rs. 60.61 Lakhs (31st March 2019: Rs. 42.41 lakhs) rental income derived from Properties given on short-term lease by subsidiary and its one step-down subsidiary.

32.2 Financial compensation of Rs. Nil (31st March 2019: Rs. 6,781.86 lakhs) for delayed start of projects received from contractors.

32.3 During the year, the Parent has received request from various bodies corporate whom Loans were given and outstanding as on 31st March 2020 for waiver of Interest. Interest on unsecured loan given to various companies as given in Note no. 56(a), considering the uncertainty with respect to recoverability thereof and also that companies have requested to waive the interest pending finalisation of terms thereof has not been accrued during the year. Such interest at the rate applicable for the previous year works out to be Rs. 34,276.23 lakhs. As stated in Note no. 56(a), terms and conditions for repayment of loans including interest thereon will be decided in line with the resolution plan under consideration with lenders and interest as decided will be accrued and recovered on determination of amount. Further, in respect of interest of Rs. 9,284.13 lakhs accrued in the previous year and outstanding as on 31st March 2020, provision of Rs.6,947.35 lakhs has been made and adjustments if any needed in this respect will be given effect to on finalisation of the resolution plan.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

33. COST OF MATERIALS CONSUMED

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Green Leaf (Consumed)	33.1	8,734.44	26,765.45
		8,734.44	**26,765.45**

33.1 Cost of materials consumed includes green leaf purchased from third parties

34. CHANGES IN INVENTORIES OF FINISHED GOODS

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Stock of Tea at the beginning of the year		15,552.63	13,822.44
Less: Stock of Tea at the end of the year		(13,472.89)	(15,552.63)
(Increase)/Decrease		**2,079.74**	**(1,730.19)**

35. EMPLOYEE BENEFITS EXPENSE

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Salaries, Wages and Bonus etc.		45,837.66	65,921.05
Contribution to Provident and Other Funds	41	5,611.53	8,016.95
Staff Welfare Expenses		5,497.26	8,057.22
		56,946.45	**81,995.22**

36. FINANCE COSTS

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Interest Expense			
On financial liabilities measured at amortised cost	36.1 and 36.2	22,140.33	29,377.00
Other borrowing cost		528.88	4,380.02
		22,669.21	**33,757.02**

36.1 Pending completion of debt restructuring process, Interest on borrowings in case of Parent have been provided for as stated in Note no. 57(b).

36.2 In case of Parent, Interest on Inter Corporate Deposits taken has not been recognised to the extent of Rs. 2,182.40 lakhs pending finalisation of debt resolution plan as stated in Note no. 57.

37. DEPRECIATION AND AMORTISATION EXPENSE

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Depreciation on Property, Plant and Equipment	5	7,467.84	8,059.11
Amortisation of Other Intangible Assets	6	327.14	353.09
		7,794.98	**8,412.20**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

38. OTHER EXPENSES

(Rs. in Lakhs)

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Consumption of Stores and Spare Parts		4,956.10	7,552.11
Consumption of Packing Materials		1,212.39	1,836.03
Power and Fuel		14,149.10	20,200.14
Electricity Charges		257.20	162.90
Rent	52	87.88	92.77
Lease Rent		-	127.95
Repairs to			
- Buildings		588.91	1,365.71
- Machinery		2,716.71	3,460.01
- Others		1,102.82	1,451.93
Insurance		575.31	948.15
Rates and Taxes		272.18	820.96
Cess on Tea		0.47	0.01
Green Leaf Cess		2.41	925.00
Travelling		756.06	1,018.76
Legal and Professional Fees		1,513.63	1,359.52
Royalty fee / License fee		424.81	-
Freight, Shipping and Selling Expenses		5,521.75	8,257.21
Brokerage on Sales		588.23	898.99
Loss on Disposal of PPE (net)		232.53	381.91
Selling Agents' Commission		0.98	54.89
Corporate Social Responsibility	38.1	-	12.00
Provision for Doubtful Interest Receivable		-	7,454.80
Provision for Doubtful Receivable/Advance/ Claims etc.		-	344.69
Provision against TDS deducted but not deposited by parties	10.5	514.37	537.62
Bad Debts/ Sundry balances written off		-	452.10
Net Loss on Foreign Currency Transaction and Translation		446.29	1,064.30
Derivative Instrument fair valued through Profit and Loss		34.12	131.70
Changes in Fair Value of Biological Assets	13.1	495.64	96.25
Director's Fees		12.40	18.00
Miscellaneous Expenses	38.2 and 38.3	2,314.97	3,698.82
		38,777.26	**64,725.23**

38.1 The Parent had in earlier years constituted Corporate Social Responsibility (CSR) Committee to prescribe CSR policies and its implementation as per section 135 of Companies Act, 2013. The total amount spent under the CSR for the period under consideration is Nil (31st March 2019: Rs. 12.00 Lakhs).

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
a) Gross amount required to be spent by the company during the year	-	-
b) Amount Spend during the year on:		
(i) Construction/ acquisition of any assets		
- In Cash	-	-
- Yet to be paid in Cash	-	-
Total	-	-
(ii) On purpose other than (i) above		
- In Cash	-	12.00
- Yet to be paid in Cash	-	-
Total	**-**	**12.00**

38.2 Expenditure on Research and Development Rs. 171.97 lakhs (31st March 2019: Rs. 193.21 lakhs) represent subscription to Tea Research Association by the Parent.

38.3 Miscellaneous Expenditure includes Payment to Auditor (Including Payment to Previous Auditors (Refer Note no. 38.3.1)

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
As Auditors - Audit Fees	85.55	115.80
For Other Services:		
Tax Audit Fees	11.00	18.00
Certification etc.	26.00	38.75
For Reimbursement of expenses		
Out of Pocket Expenses	-	3.66

38.3.1 Auditor remuneration for the previous year ended 31st March 2019 represents amount paid/payable to Previous Statutory Auditor.

39. EXCEPTIONAL ITEMS

Particulars	Refer Note no.	Year ended 31st March 2020	Year ended 31st March 2019
Profit on Sale of Specified Assets of the Tea Estates	53(a)	4,003.96	18,040.90
Loss on Sale of Other Fixed Assets	54	(237.21)	-
Profit on disposal of shareholding in Subsidiary/ Associates	60(c) and 8A.3	631.29	10,899.42
Total		**4,398.04**	**28,940.32**

40. SCHEMES OF AMALGAMATION/SCHEME OF ARRANGEMENT GIVEN EFFECT TO IN EARLIER YEARS

Pending completion of the relevant formalities of transfer of certain assets and liabilities acquired pursuant to the Schemes, such assets and liabilities remain included in the books of the Parent under the name of the transferor companies (including other companies which were amalgamated with the transferor companies from time to time).

41. EMPLOYEE BENEFITS

I. Defined Contribution Plan

Provident Fund:

The Parent makes contributions to Provident Fund and Pension Scheme for eligible employees. Under the schemes, the Parent is required to contribute a specified percentage / fixed amount of the payroll costs to fund the benefits. The contributions as specified

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

under the law are paid to the respective fund set up by the government authority. Contributions towards provident funds are recognised as an expense for the year. Further, the Parent has also set up Provident Fund Trusts in respect of certain categories of employees which is administered by Trustees. Both the employees and the Parent make monthly contributions to the Funds at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/ nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Parent.

The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the balance sheet date as per the principle laid down in Ind AS19 issued by Ministry of corporate affairs and guidelines GN26 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regard to interest rate obligation of the Parent as at the balance sheet date. Further during the year, the Parent's contribution of Rs. 189.56 lakhs (31st March 2019 – Rs. 344.40 lakhs) to the Provident Fund Trust has been expensed under the 'Contribution to Provident and Other Funds'.

Expense recognised for Defined Contribution Plans for the year is as under:

(Rs. In Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Employer's Contribution to Provident and Pension Fund	4,203.66	5,734.97

II. Post Employment Defined Benefit Plans:

The Post Employment defined benefit scheme are managed by Life Insurance Corporation of India Limited/Trust is a defined benefit plan. The present value of obligation is determined based on independent actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Details of such fund are as follows:

a) Gratuity (Funded)

The Parent gratuity scheme, a defined benefit plan is as per the Payment of Gratuity Act, 1972, covers the eligible employees and is administered through certain gratuity fund trusts. Such gratuity funds, whose investments are managed by insurance companies/ trustees themselves, make payments to vested employees or their nominees upon retirement, death, incapacitation or cessation of employment, of an amount based on the respective employee's salary and tenure of employment subject to a maximum limit of Rs. 20.00 lakhs. Vesting occurs upon completion of five years of service. The amount of gratuity payable is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

b) Superannuation (Funded)

The Parent Superannuation scheme, a Defined Benefit plan, is administered through trust funds and covers certain categories of employees. Investments of the funds are managed by insurance companies /trustees themselves. Benefits under these plans had been frozen in earlier years with regard to salary levels then prevailing. Upon retirement, death or cessation of employment, Superannuation Funds purchase annuity policies in favour of vested employees or their spouses to secure periodic pension. Such superannuation benefits are based on respective employee's tenure of employment and salary.

c) Staff Pension (Unfunded)

The Parent's Staff Pension Scheme, a Defined Benefit plan, covers certain categories of employees. Pursuant to the scheme, monthly pension is paid to the vested employee or his/her nominee upon retirement, death or cessation of service based on the respective employee's salary and tenure of employment subject to a limit on the period of payment in case of nominee. Vesting occurs upon completion of twenty years of service.

d) Medical Insurance Premium Re-imbursement (Unfunded)

The Parent has a scheme of re-imbursement of medical insurance premium to certain categories of employees and their surviving spouses, upon retirement, subject to a monetary limit. The scheme is in the nature of Defined Benefit plan.

e) Expatriate Pension (Unfunded)

The Parent has an informal practice of paying pension to certain categories of retired expatriate employees and in certain cases to their surviving spouses. The scheme is in the nature of Defined Benefit plan.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

f) Gratuity Plan (Unfunded) in respect of MRUL, a subsidiary company:

MRUL's terms and conditions of employment provide for a gratuity to Ugandan nationals employed by the MRUL. The gratuity is payable after completion of five years' service upon resignation, retirement or termination and on condition that the employee leaves honourably. The gratuity is calculated at twenty working days per year of service for employees with five to ten years service and thirty working days per year of service for those with more than ten years service. The provision takes account of service rendered by employees up to the balance sheet date and is based on actuarial valuation.

g) Gratuity Plan (Unfunded) in respect of MRME, a subsidiary company:

Provision is made for end-of-service gratuity payable to the staff at the balance sheet date in accordance with United Arab Emirates labour law.

The following tables set forth the particulars in respect of aforesaid Defined Benefit plans of the Group for the year ended 31st March 2020 and corresponding figures for the previous year:

(Rs. in Lakhs)

	Particulars	For the year ended 31st March, 2020					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
I	**Components of Defined Benefit Cost**						
	- Recognised in Profit or Loss						
	1 Current Service Cost	887.01	-	821.20	-	-	37.88
	2 Past Service Cost	-	-	-	-	-	-
	3 Interest Cost	761.59	37.70	288.17	20.20	0.77	72.33
	4 Expected return on plan assets	(899.62)	(186.01)	-	-	-	-
	5 Total expense recognised in the Statement of Profit and Loss	748.98	(148.31)	1,109.37	20.20	0.77	110.21
	- Re-measurements recognised in Other Comprehensive Income						
	6 Return on plan assets (excluding amounts included in Net interest cost)	(584.85)	82.98	-	-	-	-
	7 Effect of changes in demographic assumptions	-	-	-		-	-
	8 Effect of changes in financial assumptions	1,335.45	219.17	280.26	0.28	1.49	8.46
	9 Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
	10 Effect of experience adjustments	1,327.38	148.10	(519.39)	(17.45)	5.31	79.13
	11 Total re-measurements included in Other Comprehensive Income	**2,077.98**	**450.25**	**(239.13)**	**(17.17)**	**6.80**	**87.59**
	12 Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)	**2,826.96**	**301.94**	**870.24**	**3.03**	**7.57**	**197.80**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

	Particulars	For the year ended 31st March, 2019					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
I	**Components of Defined Benefit Cost**						
	- Recognised in Profit or Loss						
	1 Current Service Cost	851.06	-	813.46	-	-	34.51
	2 Past Service Cost	-	-	-	-	-	-
	3 Interest Cost	769.20	97.39	401.21	33.77	0.66	65.42
	4 Expected return on plan assets	(945.21)	(206.09)	0	0	0	0
	5 Total expense recognised in the Statement of Profit and Loss	675.05	(108.70)	1,214.67	33.77	0.66	99.93
	- Re-measurements recognised in Other Comprehensive Income						
	6 Return on plan assets (excluding amounts included in Net interest cost)	(316.29)	5.73	-	-	-	-
	7 Effect of changes in demographic assumptions	-	-	-	-	-	-
	8 Effect of changes in financial assumptions	189.41	4.80	18.18	3.59	1.35	(35.65)
	9 Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
	10 Effect of experience adjustments	2,975.64	(88.07)	(1,996.63)	(151.70)	14.48	145.68
	11 Total re-measurements included in Other Comprehensive Income	2,848.76	(77.54)	(1,978.45)	(148.11)	15.83	110.03
	12 Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)	**3,523.81**	**(186.24)**	**(763.78)**	**(114.34)**	**16.49**	**209.96**

(Rs. in Lakhs)

	Particulars	As on 31st March, 2020					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
II	**Net Asset/(Liability) recognised in Balance Sheet**						
	1 Present Value of Defined Benefit Obligation	13,969.11	364.79	5,129.55	292.98	14.74	562.70
	2 Fair Value of Plan Assets	12,167.24	1,569.40	-	-	-	-
	3 Status [Surplus/(Deficit)]	(180.87)	1,203.61	(5,129.55)	(292.98)	(14.74)	(562.70)
	4 Restrictions on Asset Recognised	-	-	-	-	-	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

	Particulars	As on 31st March, 2019					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
II	**Net Asset/(Liability) recognised in Balance Sheet**						
	1 Present Value of Defined Benefit Obligation	13,420.76	1,182.44	4,473.00	322.07	16.18	502.92
	2 Fair Value of Plan Assets	13,630.63	2,687.99	-	-	-	-
	3 Status [Surplus/(Deficit)]	209.87	1,505.55	(4,473.00)	(322.07)	(16.18)	(502.92)
	4 Restrictions on Asset Recognised	-	-	-	-	-	-

(Rs. in Lakhs)

	Particulars	For the year ended 31st March, 2020					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
III	**Change in Defined Benefit Obligation (DBO)**						
	1 Present Value of DBO at the beginning of the year	13,420.76	1,182.44	4,473.00	322.07	16.18	502.92
	2 Current Service Cost	887.01	-	821.20	-	-	37.88
	3 Past Service Cost	-	-	-	-	-	-
	4 Interest Cost	761.59	37.70	288.17	20.20	0.77	72.33
	5 Remeasurement gains / (losses):						
	a. Effect of changes in demographic assumptions	-	-	-	-	-	-
	b. Effect of changes in financial assumptions	1,335.45	219.17	280.26	0.28	1.49	8.46
	c. Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
	d. Effect of experience adjustments	1,327.38	148.10	(519.39)	(17.45)	5.31	79.13
	6 Curtailment Cost / (Credits)	-	-	-	-	-	-
	7 Settlement Cost / (Credits)	-	-	-	-	-	-
	8 Liabilities assumed in business combination	-	-	-	-	-	-
	9 Exchange difference on foreign plans	-	-	-	-	-	-
	10 Benefits Paid	(3,763.08)	(1,222.62)	(213.69)	(32.12)	(9.01)	(138.02)
	11 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-	-
	12 Present Value of DBO at the end of the year	**13,969.11**	**364.79**	**5,129.55**	**292.98**	**14.74**	**562.70**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

	Particulars	For the year ended 31st March, 2019					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
III	**Change in Defined Benefit Obligation (DBO)**						
	1 Present Value of DBO at the beginning of the year	16,810.00	1,441.00	6,151.92	464.23	17.94	397.79
	2 Current Service Cost	851.06	-	813.46	-	-	34.51
	3 Past Service Cost	-	-	-	-	-	-
	4 Interest Cost	769.20	97.39	401.21	33.77	0.66	65.42
	5 Remeasurement gains / (losses):						
	a. Effect of changes in demographic assumptions	-	-	-	-	-	-
	b. Effect of changes in financial assumptions	189.41	4.80	18.18	3.59	1.35	(35.65)
	c. Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
	d. Effect of experience adjustments	2,975.64	(88.07)	(1,996.63)	(151.70)	14.48	145.68
	6 Curtailment Cost / (Credits)	-	-	-	-	-	-
	7 Settlement Cost / (Credits)	(2,500.66)	-	-	-	-	-
	8 Liabilities assumed in business combination	-	-	-	-	-	-
	9 Exchange difference on foreign plans	-	-	-	-	-	-
	10 Benefits Paid	(3,241.25)	(260.30)	(225.32)	(27.82)	(18.25)	(104.83)
	11 Transfer to buyers of specified assets of certain Tea Estates	(2,432.64)	(12.38)	(689.82)	-	-	-
	12 Present Value of DBO at the end of the year	**13,420.76**	**1,182.44**	**4,473.00**	**322.07**	**16.18**	**502.92**

IV Best Estimate of Employers' Expected Contribution for the next year

(Rs. in Lakhs)

Particulars	31st March 2020	31st March 2019
- Gratuity	1,502.46	2,775.74
- Superannuation	-	-
- Staff Pension Fund	-	-

(Rs. in Lakhs)

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

	Particulars	For the year ended 31st March, 2019					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
V	**Change in Fair Value of Assets**						
	1. Plan Assets at the beginning of the year	13,630.63	2,687.99	-	-	-	-
	2. Asset acquired in Business Combination	-	-	-	-	-	-
	3. Interest Income	899.62	186.01	-	-	-	-
	4. Remeasurement Gains / (Losses) on plan assets	584.85	(82.98)	-	-	-	-
	5. Actual Company Contributions	815.22	-	-	-	-	-
	6. Benefits Paid	(3,763.08)	(1,222.62)	-	-	-	-
	7. Settlement Cost	-	-	-	-	-	
	8. Transfer to Buyers of specified assets of certain Tea Estates.	-	-	-	-	-	-
	9. Plan Assets at the end of the year	**12,167.24**	**1,568.40**	**-**	**-**	**-**	**-**

(Rs. in Lakhs)

	Particulars	For the year ended 31st March, 2019					
		Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)	Gratuity Fund (MRUL) (Unfunded)
V	**Change in Fair Value of Assets**						
	1. Plan Assets at the beginning of the year	17,689.99	2,850.39	-	-	-	-
	2. Asset acquired in Business Combination			-	-	-	-
	3. Interest Income	945.21	206.09	-	-	-	-
	4. Remeasurement Gains / (Losses) on plan assets	316.29	(5.73)	-	-	-	-
	5. Actual Company Contributions	3,007.62		-	-	-	-
	6. Benefits Paid	(3,241.25)	(260.30)	-	-	-	-
	7. Settlement Cost	(2,500.66)	-	-	-	-	-
	8. Transfer to Buyers of specified assets of certain Tea Estates.	(2,586.57)	(102.46)	-	-	-	-
	9. Plan Assets at the end of the year	**13,630.63**	**2,687.99**	**-**	**-**	**-**	**-**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

VI Actuarial Assumptions

(Rs. in Lakhs)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Discount Rate (%)	Return on Plan Assets (%)	Discount Rate (%)	Return on Plan Assets (%)
1. Gratuity	6.60	6.60	7.50	7.5
2. Superannuation	6.60	6.60	7.50	7.50
3. Staff Pension	6.60	-	7.50	-
4. Medical Benefit Liability	6.60	-	7.50	-
5. Expatriate Pension	6.60	-	7.50	-
6. Gratuity Fund (MRUL)	15.78	-	16.90	-

The estimates of future salary increases, considered in actuarial valuations take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

VII Major Category of Plan Assets as a % of the Total Plan Assets

(Rs. in Lakhs)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Amount (Rs. Lakhs)	%	Amount (Rs. Lakhs)	%
1. Government Bonds	26.65	0.19	45.17	0.28
2. Investment with Life Insurance Corporation of India	213.93	1.56	199.69	1.22
3. Investment with Other Insurance Companies	13,450.74	97.93	16,034.77	98.26
4. Cash and Cash Equivalents	44.31	0.32	38.99	0.24
Total	**13,735.62**	**100**	**16,318.62**	**100**

Plan assets represent investment in various categories. The return on amounts invested with LIC is declared annually by them. Return on amounts invested with Insurance companies, other than LIC, is mostly by way of Net Asset Value declared on units purchased, with some schemes declaring returns annually. Investment in Bonds and Special Deposit carry a fixed rate of interest. The expected return on plan assets is determined after taking into consideration composition of the plan assets held, assessed risk of asset management and other relevant factors.

VIII. Sensitivity Analysis

The sensitivity analysis below is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Impact on Defined Benefit Obligation				
	As on 31st March, 2020				
	Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	%	%	%	%	%
Increase in Assumption of					
1. Discount Rate by 0.50%	(3.99)	(2.22)	(1.91)	(0.05)	(1.47)
2. Salary Growth Rate by 10%	4.38	-	0.30	-	-
3. Attrition Rate by 0.50%	0.06	-	2.09	0.06	-
Decrease in Assumption of					
1. Discount Rate by 0.50%	4.31	2.38	2.17	0.07	1.43
2. Salary Growth Rate by 10%	(4.08)	-	(0.30)	-	-
3. Attrition Rate by 0.50%	(0.06)	-	(2.01)	(0.06)	-

Particulars	Impact on Defined Benefit Obligation				
	As on 31st March, 2019				
	Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	%	%	%	%	%
Increase in Assumption of					
1. Discount Rate by 0.50%	(3.49)	(1.69)	(2.14)	(0.74)	(1.58)
2. Salary Growth Rate by 10%	3.88	0	2.35	0.07	0
3. Attrition Rate by 0.50%	0.17	0	0.05	0.05	0
Decrease in Assumption of	0	0	0	0	0
1. Discount Rate by 0.50%	3.74	1.79	2.21	0.78	(1.55)
2. Salary Growth Rate by 10%	(3.64)	0	(2.29)	(0.07)	0
3. Attrition Rate by 0.50%	(0.17)	0	(0.05)	(0.05)	0

Gratuity Fund of MRUL

			Impact on defined benefit obligation			
	Change in Assumption		Increase in Assumption		Decrease in Assumption	
	31st March 2020	31st March 2019	31st March 2020	31st March 2019	31st March 2020	31st March 2019
	%	%	%	%	%	%
Discount Rate	1.00	1.00	34.21	5.90	(38.01)	-6.56

IX. Risk Exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields: if plan assets underperform this yield, this will create a deficit. The plan asset investments is in bonds, special deposit, LIC and other insurance companies. The Group has a risk management strategy where the aggregate amount of risk exposure on a portfolio is maintained at a fixed range. Any deviation from the range are corrected by rebalancing the portfolio. The Group intends to maintain the above investment mix in the continuing years.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Changes in yields

A decrease in yields will increase plan liabilities.

Life Expectancy

The pension and medical plan obligations are to provide benefits for the life of the member, so increases in life expectancy will result in the increase in the plans liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

The group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The group has not changed the processes used to manage its risks from previous periods. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

X. The average duration of liabilities for all the funds is as follows :

(No. of Year)

Particulars	31st March 2020	31st march 2019
Defined benefit obligation		
Gratuity Fund (Funded)- Parent Company		
McLeod Russel India Limited Employees Gratuity Fund	15	15
George Williamson (Assam) Limited Employees Group Gratuity Fund	17	16
The Bisnauth Tea Company Limited Employees Group Gratuity fund	17	17
Gratuity Fund (Unfunded)- Subsidiary	7	6
McLeod Russel Uganda Limited		
Superannuation Fund (Funded)		
George Williamson (Assam) Limited Superannuation Fund	8	3
Williamson Magor & Company Limited Superannuation Fund	6	5
McLeod Russel India Limited Superannuation Fund	8	5
Staff Pension Fund (Unfunded)		
McNeil & Magor and McLeod Russel Group	6	7
Medical Benefit Liability (Unfunded)		
McLeod Russel India Limited	4	5
Expatriate Pension (Unfunded)		
McLeod Russel India Limited	5	5

XI. The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

(Rs. in Lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
As at 31st March 2020					
Defined benefit obligation					
Funded					
Gratuity Fund - Parent (Funded)	3,089.68	1,053.89	3,612.48	25,077.46	32,833.51
Superannuation Fund (Funded)	118.98	68.97	134.89	208.12	530.96
Gratuity Fund - Subsidiary (Unfunded)	23.59	117.96	305.28	24,346.28	24,793.11
Staff Pension Fund (Unfunded)	1,648.41	625.37	1,516.59	3,254.14	7,044.51

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Medical Benefit Liability (Unfunded)	194.92	183.34	389.91	529.55	1,297.72
Expatriate Pension (Unfunded)	4.67	3.52	7.78	4.13	20.10
	5,080.25	**2,053.05**	**5,966.93**	**53,419.68**	**66,519.91**
As at 31st March 2019					
Defined benefit obligation					
Gratuity Fund - Parent (Funded)	1,801.78	1,362.72	3,560.40	21,027.38	27,752.28
Superannuation Fund (Funded)	1,011.18	55.42	213.55	279.35	1,559.50
Gratuity Fund - Subsidiary (Unfunded)	34.11	28.07	317.01	22,980.49	23,359.68
Staff Pension Fund (Unfunded)	968.27	625.50	1,422.23	2,957.53	5,973.53
Medical Benefit Liability (Unfunded)	187.04	175.01	423.61	585.32	1,370.98
Expatriate Pension (Unfunded)	3.97	2.97	6.10	5.29	18.33
	4,006.35	**2,249.69**	**5,942.90**	**47,835.36**	**60,034.30**

42. COMMITMENTS

(a) Capital Commitments

Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) is as follows:

(Rs. in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
(I) Property, Plant and Equipment		
Commitment (Gross)	1,509.55	9,511.12
Advances against above commitments[Refer Note 11]	1,118.10	6,704.03
Commitment (Net)	391.46	2,807.09

(b) Other Commitments

Particulars	As at 31st March 2020	As at 31st March 2019
I) Derivative Contracts		
a) Interest Rate Swap		
USD/INR	USD 27,58,267	USD 57,95,444
INR/USD	INR 36,30,00,000	INR 61,30,00,000
USD	Nil	USD 82,00,000
b) Forward Contracts		
USD/GBP	Nil	USD 78,00,000

43. CONTINGENT LIABILITIES (to the extent not provided) for in respect of:

a) Various show cause notices/demands issued/raised, which in the opinion of the management are not tenable and are pending with various forums/authorities:

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	As at 31st March 2020	As at 31st March 2019
Parent :		
Electricity Dues- Inappropriate Electricity Withdrawal by the Tea Estates from Assam Power Distribution Company Limited (Refer Note no. 29.3)	53.38	53.38
Excise Duty- Availment of refund was erroneous and to be recovered under Sec. 11A of the Central Excise Act, 1944	42.99	42.30
Income Tax- Defination of Composite Income before apportionment in terms of Rule 8 of Income Tax Rules, 1962	72.44	72.44
Service Tax- Demand of Service tax under reverse charge mechanism for royalty, license fee and consultancy fees	583.72	564.62
Land Revenue- Fine for Encroachment of Land declared and finalised as Ceiling Surplus in 2010	9.65	9.65
Subsidiary :		
Claims not acknowledged as Debts	67.58	63.64
- The MRUL is a defendant in various legal actions arising in the normal course of business. In the opinion of the directors, after taking appropriate legal advice, the outcome of such actions will not give rise to any significant loss.		

b) Guarantees given on behalf of a subsidiary by the Parent in order to secure the loan availed by them outstanding amount as on 31st March 2020 Rs. 126.12 lakhs (31st March 2019 – Rs. 5,641.87 lakhs).

c) The Parent has given a Corporate Guarantee for Rs.2,500 lakhs to secure a part of the loan of Rs. 5,000.00 lakhs given by Luxmi Townwhip & Holdings Limited to Williamson Magor & Co. Limited outstanding amount as on 31st March 2020 Rs. 5,000.00 lakhs (31st March 2019: Rs. 5,000.00 lakhs).

d) The Parent has issued various “Letter of Comfort” to lenders against loans taken by promoter Group Companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March 2020 is Rs. 1,46,099.78 Lakhs (31st March, 2019 - Rs. 1,46,099.78 Lakhs) (Refer Note no. 50(D) for details)

e) The Group’s pending litigations comprises of claim against the group and proceedings pending with Taxation/ Statutory/ Government Authorities. The Group had reviewed all its pending litigations and proceedings and has made adequate provisions, and disclosed contingent liabilities, where applicable, in its consolidated financial statements. The Group does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows, if any is dependent upon the outcome of judgments/decisions which is not practicable for the Group pending resolution of the same.

44. RELATED PARTY DISCLOSURES

Related party disclosure as identified by the management in accordance with the Ind AS 24 on ‘Related Party Disclosures’ are as follows:

(a) Associate	
D1 Williamson Magor Bio Fuel Limited	
Pfunda Tea Company Limited (PTCL) (90% holding till 26th March 2019 and balance till 4th May 2019)	
(b) Key Management Personnel	
Mr. Brij Mohan Khaitan (BMK)	Non-Executive Director [Deceased on 1st June 2019]
Mr. Aditya Khaitan (AK)	Managing Director and Chairman
Mr. Rajeev Takru (RT)	Wholetime Director upto 9th September 2019
Mr. Azam Monem (AM)	Wholetime Director
Mr. Kamal Kishore Baheti (KKB)	Wholetime Director upto 19th July 2019
Mr. Amritanshu Khaitan (AAK)	Non-Executive Director
Dr. Raghavachari Srinivasan (RAS)	Non-Executive Director upto 19th July 2019

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Mr. Ranabir Sen (RS)	Non-Executive Director upto 19th July 2019
Mr. Utsav Parekh (UP)	Non-Executive Director upto 30th May 2019
Mrs. Ramni Nirula (RN)	Non-Executive Director upto 30th May 2019
Mr. Ashok Bhandari (AB)	Non-Executive Director [Resigned on 29th April 2019]
Mr. Jyoti Ghosh (JG)	Non-Executive Director [Resigned on 13th May 2019]
Mr. Bharat Bagoria (BB)	Non-Executive Director [Resigned on 12th February 2019]
Mr. Padam Kumar Khaitan (PKK)	Non-Executive Director [Resigned on 12th February 2019]
Ms. Arundhuti Dhar (AD)	Non-Executive Director w.e.f. 30th May 2019
Mr. Suman Bhowmik (SB)	Non-Executive Director w.e.f. 19th July 2019
Mr. Raj Vardhan (RV)	Non-Executive Director w.e.f. 19th July 2019
Mr. Pradip Bhar (PB)	Chief Financial Officer

(c) Relatives of Key Management Personnel with whom transitions took place during the year.

Mr. Brij Mohan Khaitan (BMK)	Father of Mr. Aditya Khaitan
Mrs. Kavita Khaitan (KK)	Wife of Mr. Aditya Khaitan
Mrs. Zubeena Monen (ZM)	Wife of Mr. Azam Monem
Mrs. Isha Khaitan (IK)	Wife of Mr. Amritanshu Khaitan
Miss Vanya Khaitan (VK)	Daughter of Mr. Amritanshu Khaitan

(e) Employee's Trust

The Bishnauth Tea Company Limited Employees Group Gratuity Fund (BTCGF)

George Williamson (Assam) Limited Employees Gratuity Fund (GWLGF)

McLeod Russel India Limited Employees Gratuity Fund (MRILGF)

McLeod Russel (India) Limited Staff Provident Fund (MRILPF)

Doom Dooma Tea Management Employees Pension Fund (DDTMPF)

George Williamson (Assam) Limited Superannuation Fund (GWLSF)

Williamson Magor & Company Limited Superannuation Fund (WMCLSF)

McLeod Russel (India) Limited Staff Superannuation Fund (MRILSF)

(f) Transactions with Key Management Personnel:

(i) Key Management Personnel Compensation:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Excess Recov-erable (Refer Note no. 9.1)	Net	Year ended 31st March 2019	Excess Recoverable (Refer Note no. 9.1)	Net
Short- term employment benefits						
AK	321.89	597.33	(275.44)	360.43	263.01	97.42
RT	101.50	-	101.50	147.5	-	147.50
AM	177.44	-	177.44	147.14	-	147.14
KKB	77.19	-	77.19	146.37	-	146.37
	678.02	**597.33**	**80.69**	**801.44**	**263.01**	**538.43**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Particulars	Year ended 31st March 2020	Excess Recoverable (Refer Note no. 9.1)	Net	Year ended 31st March 2019	Excess Recoverable (Refer Note no. 9.1)	Net
Post-employment benefits						
AK	27.00	-	27.00	27.00	-	27.00
RT	4.77	-	4.77	10.80	-	10.80
AM	10.80	-	10.80	10.80	-	10.80
KKB	3.25	-	3.25	10.80	-	10.80
	45.82	-	45.82	59.40	-	59.40
Long- term employment benefits						
AK	-	-	-	-	-	-
RT	80.00	-	80.00	-	-	-
AM	-	-	-	-	-	-
KKB	80.00	-	80.00	-	-	-
	160	-	160	-	-	-
Total compensation	**883.84**	**597.33**	**286.51**	**860.84**	**263.01**	**597.83**

(ii) Dividends paid to Key Management Personnel

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
BMK	-	0.18
AK	-	0.09
RT	-	*
AM	-	*
KKB	-	*
Total	**-**	**0.27**

* Amount is below the rounding off norm adopted by the Group.

(g) Balance of investment at year end

(i) Transactions / Balances with associate:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Balance of investment at year end	-	-

* (Cost - Rs.2,184.35 lakhs, fully impaired)

(h) Transactions with relatives of Key Management Personnel:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Dividend Paid		
YK	-	0.36
KK	-	0.01
IK	-	0.04
VK	-	0.03

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(i) Transactions with Non-Executive Directors:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Sitting Fees		
BMK	-	0.40
AAK	0.80	2.20
RAS	1.40	2.40
BB	-	2.20
RS	1.80	4.40
UP	0.20	1.80
RN	-	2.00
PKK	-	0.40
AB	-	1.80
JG	-	0.40
AD	4.00	-
SB	2.80	-
RV	1.40	-
	12.40	**18.00**
Sitting Fees payable		
AAK	-	0.40
UP	-	0.20
	-	**0.60**
Dividend Paid		
AAK	-	0.08
BB	-	0.01
RS	-	*
PKK	-	0.01
	-	**0.10**

* Amount is below the rounding off norm adopted by the Group.

(k) Transactions with Trusts:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Contribution to Funds		
BTCGF	328.42	519.44
GWLGF	375.90	615.05
MRILGF	110.90	1,873.13
MRILPF	564.60	346.91
DDTMPF	-	6.87
	1,379.82	**3,361.40**
Closing Payable		
BTCGF	752.65	-
GWLGF	548.63	330.56

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
MRILGF	500.57	-
MRILPF	14.72	17.95
DDTMPF	5,129.54	4,472.99
	6,946.11	**4,821.50**
Closing Receivable		
BTCGF	-	184.75
MRILGF	-	355.70
GWLSF	314.14	507.95
WMCLSF	413.46	338.15
MRILSF	475.99	659.42
	1,203.59	**2,045.97**

Note

1. The above related party information is as identified by the management and relied upon by the auditor.
2. All transactions from related parties are made in ordinary course of business. For the year ended 31st March 2020, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year by reviewing the financial position of the related party and the market in which the related party operates.
3. In respect of above parties, there is no provision for doubtful debts as on 31st March 2020 and no amount has been written back or written off during the year in respect of debts due from/ to them.
4. Post-Employee benefits and other long-term employee benefits have been disclosed/paid on retirement/resignation of services but does not include provision made on actuarial basis as the same is available for all the employees together.

45. EARNINGS PER SHARE

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Earnings per share (EPS) has been computed as under:		
(a) Net profit after taxes as per Statement of Profit and Loss (Rs. in lakhs)	(14,778.97)	3,184.54
(b) Computation of Weighted Average Number of Shares		
Number of equity shares outstanding as on 31st March	8,73,88,235	9,23,88,235
Less: Buy Back of Shares	-	50,00,000
Add: Shares held through trust sold off by BTHL (Refer Note no. 19.5)	**1,70,67,500**	**-**
Number of equity shares outstanding as on Closing	**10,44,55,735**	**8,73,88,235**
(b) Weighted average number of Equity shares outstanding for the purpose of basic and diluted earnings per share	10,44,55,735	9,07,28,704
(c) Earnings per share on profit for the year [Face Value Rs. 5.00 per share]		
Basic and Diluted EPS [(a)/(b)](Rs.)	**(14.15)**	**3.51**

46. SEGMENT INFORMATION

(a) The Group is primarily engaged in the business of cultivation, manufacture and sale of tea across various geographical location. In term of Ind AS 108 “Operating Segment”, the Group has identified its operating segment based on their geographical locations. The chief operating decision maker uses a measure of segment results, depreciation and amortisation to assess the performance of operating segments.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

The geographical segments have been identified as India, Vietnam, Uganda, Rwanda, UK and Others.

(b) Geographical Information

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Segment Revenue		
India	85,564.74	1,30,999.35
Vietnam	7,640.96	7,623.00
Uganda	16,068.16	18,135.00
Rwanda	-	9,381.00
UK	226.69	172.00
Others	4,771.40	5,982.00
	1,14,271.95	**1,72,292.35**
Segment Results		
India	(17,548.80)	(8,059.31)
Vietnam	(102.05)	(1,374.00)
Uganda	(1,589.37)	2,291.00
Rwanda	-	3,664.00
UK	204.03	8,665.00
Others	119.62	882.00
Profit before Taxation (including Share of profit of Associate) and Minority Interest	**(18,916.57)**	**6,068.69**
Share of Profit of Associate	40.00	-
Less : Taxation Charge		
Current Tax	364.58	2,136.89
Provisions relating to earlier years written back(net)	-	(3,973.29)
Deferred Tax - Charge/(Credit)	(4,502.18)	4,023.59
Profit/(Loss) after taxation	(14,778.97)	3,881.50
Capital Expenditure relating to segments:		
India	1,972.85	4,371.78
Vietnam	55.12	201.95
Uganda	1,840.62	1,477.88
Others	-	1.65
	3,868.59	**6,053.26**
Depreciation and amortisation relating to segments:		
India	6,247.30	6,921.73
Vietnam	537.68	528.47
Uganda	954.00	904.00
Rwanda	-	-
UK	52.00	53.00
Others	4.00	5.00
	7,794.98	**8,412.20**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Segment Assets		
India	4,26,727.78	3,84,535.28
Vietnam	14,444.55	13,352.00
Uganda	29,652.75	27,938.00
Rwanda	-	41.00
UK	20,300.90	27,667.00
Others	2,398.25	2,404.23
	4,93,524.23	**4,55,937.51**
Segment Liabilities		
India	2,78,208.28	231,004.00
Vietnam	5,658.45	4,480.00
Uganda	23,681.64	10,587.00
Rwanda	-	127.00
UK	288.62	7,869.00
Others	245.05	448.68
	3,08,082.04	**2,54,515.68**

Note

The Group is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

47. FAIR VALUE MEASUREMENTS

The accounting classification of each category of financial instruments, their carrying amount and fair values as follows:

(Rs. in Lakhs)

	As at 31st March 2020					As at 31st March 2019				
	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial assets (Current and Non- current)										
Investments										
- Equity Instruments	-	1,081.27	-	1,081.27	1,081.27	-	4,238.54	-	4,238.54	4,238.54
Trade Receivables	-	-	3,451.75	3,451.75	3,451.75	-	-	3,949.79	3,949.79	3,949.79
Loans	-	-	2,116.23	2,116.23	2,116.23	-	-	1,558.97	1,558.97	1,558.97
Inter- Corporate Deposits	-	-	2,86,345.40	2,86,345.40	2,86,345.40	-	-	1,74,468.00	1,74,468.00	1,74,468.00
Cash and Cash Equivalents	-	-	5,161.92	5,161.92	5,161.92	-	-	34,614.12	34,614.12	34,614.12
Other Bank Balances	-	-	279.85	279.85	279.85	-	-	1,067.10	1,067.10	1,067.10
Interest Receivable	-	-	2,393.91	2,393.91	2,393.91	-	-	8,018.15	8,018.15	8,018.15
Other Financial Assets	-	-	3,897.89	3,897.89	3,897.89	-	-	5,609.92	5,609.92	5,609.92
Total Financial assets	**-**	**1,081.27**	**3,03,646.95**	**3,04,728.22**	**3,04,728.22**	**-**	**4,238.54**	**2,29,286.05**	**2,33,524.59**	**2,33,524.59**
Financial liabilities (Current and Non-current)										
Long Term Borrowings	-	-	39,675.62	39,675.62	39,675.62	-	-	38,645.16	38,645.16	38,645.16
Short Term Borrowings	-	-	1,94,905.67	1,94,905.67	1,94,905.67	-	-	1,42,579.33	1,42,579.33	1,42,579.33
Interest Accrued on Borrowings	-	-	14,735.33	14,735.33	14,735.33	-	-	1,145.42	1,145.42	1,145.42
Trade payables	-	-	8,932.27	8,932.27	8,932.27	-	-	17,423.83	17,423.83	17,423.83
Lease Liabilities	-	-	975.32	975.32	975.32	-	-	-	-	-
Other Financial Liabilities	**-**	**-**	**13,065.89**	**13,065.89**	**13,065.89**	**-**	**-**	**18,130.03**	**18,130.03**	**18,130.03**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

	As at 31st March 2020					As at 31st March 2019				
	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value
Derivative- not designated as hedging instruments- Interest Rate Swap	94.89	-	-	94.89	94.89	387.19	-	-	387.19	387.19
Total Financial liabilities	**94.89**	**-**	**2,72,290.10**	**2,72,384.99**	**2,72,384.99**	**387.19**	**-**	**2,17,923.77**	**2,18,310.96**	**2,18,310.96**

(i) FAIR VALUATION TECHNIQUES:

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

a) The fair value of cash and cash equivalents, current trade receivables and payables, current financial liabilities and assets and short-term borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The Group management considers that the carrying amounts of financial assets and financial liabilities recognised at cost in the financial statements approximate their fair values.

b) The Group's long-term debt has been contracted at floating rates of interest. Fair value of variable interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost. In respect of fixed interest rate borrowings, fair value is determined by using discount rates that reflects the present borrowing rate of the group.

c) The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc. The said valuation has been carried out by the counter party with whom the contract has been entered with. Management has evaluated the credit and non-performance risks associated with the counter parties and found them to be insignificant and not requiring any credit adjustments.

d) The fair value of Inter-Corporate deposits based on Group's management evaluation related to the credit and non-performance risks associated with the counter parties and found them to be insignificant and not requiring any credit adjustments. Such evaluation has been supported with the group level restructuring in progress which will ultimately lead to realisation of value.

(ii) FAIR VALUE HIERARCHY

(a) Financial Instruments

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value (b) measured at amortised cost and for which fair value are disclosed in the consolidated financial statements. To provide an indication about the reliability of the inputs used in determining fair value. The Group has classified its financial instruments into the three levels prescribed under the Indian Accounting Standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

There are no transfers between level 1, level 2 and level 3 during the year.
Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March 2020

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	8B	1,080.56	-	-	1,080.56
Unquoted Equity Investments	8B			0.71	0.71
Total Financial assets		**1,080.56**	**-**	**0.71**	**1,081.27**
Financial liabilities					

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Derivatives not designated as hedges at FVTPL	27	94.89	-	-	94.89
Total Financial liabilities		**94.89**	**-**	**-**	**94.89**

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2020

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter- Corporate Deposits	9 and 56		-	2,86,345.40	2,86,345.40
Total Financial assets		-		2,86,345.40	2,86,345.40
Financial liabilities					
Borrowings (including interest accrued)	21, 25, 27 and 57	-	**2,49,316.62**	-	2,49,316.62
Lease Liabilities	**28**		975.32	**-**	**975.32**
Total Financial liabilities		-	**2,50,291.94**	**-**	**2,50,291.94**

Note: The fair value considered for Inter Corporate Deposits and Borrowings are subject to final determination of amount thereof on approval of Resolution Plan as stated in Note no. 57(a).

Financial assets and liabilities measured at fair value through profit or loss recurring fair value measurements as at 31st March 2019

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	8B	4,237.83	-	-	4,237.83
Unquoted Equity Investments	8B			0.71	0.71
Total Financial assets		**4,237.83**	**-**	**0.71**	**4,238.54**
Financial liabilities					
Derivatives not designated as hedges at FVTPL	27	-	387.19	-	387.19
Total Financial liabilities		**-**	**387.19**	**-**	**387.19**

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2019

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter- Corporate Deposits	9 and 56	-	-	1,74,468.00	1,74,468.00
Total Financial assets		-	-	1,74,468.00	1,74,468.00
Financial liabilities	**21, 25, 27 and 57**	**-**	**1,82,369.91**	**-**	**1,82,369.91**
Borrowings (including interest accrued)		-	**-**	-	**-**
Lease Liabilities	28				
Total Financial liabilities		-	1,82,369.91	**-**	**1,82,369.91**

(b) Biological assets other than bearer plants

This section explains the judgements and estimates made in determining the fair values of the biological assets other than bearer plants that are recognised and measured at fair value in the consolidated financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its biological assets other than bearer plants into level 2 in the fair value

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

hierarchy, since no significant adjustments need to be made to the prices obtained from the local markets.

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2020

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	13	-	78.73	-	78.73
Total		**-**	**78.73**	**-**	**78.73**

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2019

(Rs. in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	13	-	568.39	-	568.39
Total		**-**	**568.39**	**-**	**568.39**

48. FINANCIAL RISK MANAGEMENT

The Group's activities exposed it to a variety of financial risks. The key financial risks include Market risk, Credit risk and liquidity risk. The Group focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors of the respective companies in the Group review and approves policy for managing these risks. The risks are governed by appropriate policies and procedures and accordingly financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. This however does not take into account the possible effect of prevailing pandemic due to outbreak of COVID-19 being based on future development and currently not determinable as dealt with in Note no. 55. Further, as stated in Note no. 57(a), the Parent has defaulted in repayment of borrowings including interest accrued thereon due to mismatch with respect to amount recoverable in respect of ICD's given by the company and resolution plan is under progress being under consideration of lenders. The Parent expects to restructure it's borrowings and mitigate the related financial risk.

(A) **Credit risk**

Credit risk refers to the risk of financial loss arising from default / failure by the counter party to meet financial obligations as per the terms of contract. The Group is exposed to credit risk for receivables, cash and cash equivalents, financial guarantees and derivative financial instruments. Loans to group companies given has lead to material concentration of credit risks due to non-recoverability of amount thereagainst including accrued interest.

Credit risk on trade receivables is minimum since sales through different mode (eg. auction, consignment, private - both domestic and export) are made after judging credit worthiness of the customers, advance payment or against letter of credit by banks. The history of defaults has been minimal and outstanding receivables are regularly monitored. For credit risk on the loans to parties since recoverability thereagainst has been a matter of concern due to non-performance of group and other companies to whom amount have been lent and for which restructuring as given in Note no. 57(a) is under consideration. The group is expecting to control the risk involved therein in due course of time.

For derivative and financial instruments, the Group manage its credit risks by dealing with reputable banks and financial institutions.

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counter parties and within credit limits assigned to each counter party. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make payments.

The Group establishes an allowance for impairment that represents its estimate of losses in respect of trade and other receivables. Receivables are reviewed/evaluated periodically by the management and appropriate provisions are made to the extent recovery there against has been considered to be remote.

The carrying value of the financial assets (net of impairment losses) represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 47.

Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Financial assets that are past due but not impaired

Trade receivables and Inter-Corporate Loans which are past due at the end of the reporting period, no credit losses there against are expected to arise.

(B) Liquidity risk

Liquidity risk refers to the risk that the Group fails to honour its financial obligations in accordance with terms of contract. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions.

Management monitors rolling forecasts of the group's liquidity position (including the undrawn credit facilities extended by banks and financial institutions) and cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans. The Parent had during the previous year granted loans to Group Companies which created a mismatch in servicing its debt obligations. In this regards necessary debt restructuring process is in progress as detailed in Note no. 57(a) to make these debt sustainable so that the liquidity required in the system does not get affected materially.

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

i all non-derivative financial liabilities, and

ii derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. These amounts have been computed on the basis stated in Note no. 57(b).

Contractual maturities of financial liabilities as at 31st March 2020

(Rs. in Lakhs)

Particulars	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	2,43,323.49	2,335.95	1,009.19	2,647.99	2,49,316.62
Lease Liabilities	420.62	554.70	-	-	975.32
Trade Payables	8,894.54	37.73	-	-	8,932.27
Other financial liabilities	11,070.71	1,995.18	-	-	13,065.89
Total non-derivative financial liabilities	**2,63,709.36**	**4,923.56**	**1,009.19**	**2,647.99**	**2,72,290.10**
Derivatives					
Interest rate swaps	94.89	-	-	-	94.89
Total derivative financial liabilities	**94.89**	**-**	**-**	**-**	**94.89**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Contractual maturities of financial liabilities as at 31st March 2019

(Rs. in Lakhs)

Particulars	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	1,59,912.05	14,386.07	8,071.79	-	1,82,369.91
Trade Payables	17,423.83	-	-	-	17,423.83
Other financial liabilities	18,130.03	-	-	-	18,130.03
Total non-derivative financial liabilities	**1,95,465.91**	**14,386.07**	**8,071.79**	**-**	**2,17,923.77**
Derivatives					
Interest rate swaps	387.19	-	-	-	387.19
Total derivative financial liabilities	**387.19**	**-**	**-**	**-**	**387.19**

(C) Market risk

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD, EUR and GBP. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The Group, as risk management policy, hedges foreign currency transactions to mitigate the risk exposure and reviews periodically to ensure that the results from fluctuating currency exchange rates are appropriately managed.

The following table sets forth information relating to foreign currency exposure as at 31st March 2020.

(Rs. in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	553.70	-	8.95	562.65
Trade Receivable	2,784.27	-	-	2,784.27
Inter-Corporate Deposits	2,864.00	-	-	2,864.00
Other Financial Assets	343.96	-	53.87	397.83
	6,545.93	**-**	**62.82**	**6,608.75**
Financial Liabilities (b)				
Trade Payable	410.79	-	649.39	1,060.18
Borrowings	26,741.53	-	-	26,741.53
	27,152.32	**-**	**649.39**	**27,801.71**
Net Exposure in Foreign Currency (a-b)	**(20,606.39)**	**-**	**(586.57)**	**(21,192.96)**

10% appreciation / depreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Group would result in increase / decrease in the Group's profit before tax by approximately Rs. 66.09 lakhs for financial

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

assets and decrease / increase in the Group's profit before tax by approximately Rs.278.02 lakhs for financial liabilities.

The following table sets forth information relating to foreign currency exposure as at 31st March 2019.

(Rs. in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	541.88	-	17.05	558.93
Trade Receivable	1,509.73	-	5.98	1,515.71
Inter-Corporate Deposits	-	-	-	-
Other Financial Assets	-	-	-	-
	2,051.61	**-**	**23.03**	**2,074.64**
Financial Liabilities (b)				
Trade Payable	242.53	-	417.67	660.20
Borrowings	15,957.37	-	-	15,957.37
	16,199.90	**-**	**417.67**	**16,617.57**
Net Exposure in Foreign Currency (a-b)	**(14,148.29)**	**-**	**(394.64)**	**(14,542.93)**

10 % appreciation / depreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the group would result in increase / decrease in the group's profit before tax by approximately Rs. 20.75 lakhs for financial assets and decrease / increase in the group's profit before tax by approximately Rs. 166.18 lakhs for financial liabilities.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets bear fixed rates of interest, wherever applicable. Therefore,there is no risk of interest rate volatility. The Group's main interest rate risk arises from short term and long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. The Group's policy is to maintain most of its borrowings at fixed rate using interest rate swaps to achieve this when necessary. During 31st March 2020 and 31st March 2019, the Group's borrowings at variable rate were mainly denominated in INR.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The exposure of the Group's financial assets and financial liabilities as at 31st March 2020 and 31st March 2019, to interest rate risk is as follows:

(Rs. in Lakhs)

Particulars	As at 31st March 2020		As at 31st March 2019	
	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate
Financial Assets	-	286,345.40	-	1,74,468.00
Financial Liabilities	2,27,956.29	6,625.00	1,71,978.38	9,246.11
	2,27,956.29	**2,92,970.40**	**1,71,978.38**	**1,83,714.11**

Increase/ decrease of 50 basis points (holding all other variables constant) in interest rates at the balance sheet date would result in an impact (decrease/(increase) in case of net income) of Rs. 1,172.91 lakhs and Rs. 860.43 lakhs on profit before tax for the year ended 31 March 2020 and 31 March 2019 respectively.

(iii) Price risk

The Group is not an active investor in equity markets; it continues to hold certain investments in equity for long term strategic purpose which are accordingly measured at fair value through Other Comprehensive Income. The value of investments in such equity instruments as at 31st March,2020 is Rs 1,081.27 lakhs (31st March 2019- Rs. 4,238.54 lakhs). Accordingly, fair value fluctuations arising from market volatility is recognised in Other Comprehensive Income.

(D) Agricultural Risk

Cultivation of tea being an agricultural activity, there are certain specific financial risks. These financial risks arise mainly due to adverse weather conditions, logistic problems inherent to remote areas, and fluctuation of selling price of finished goods (tea) due to increase in

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

supply/availability.

The Group manages the above financial risks in the following manner:

i Sufficient inventory levels of agro chemicals, fertilizers and other inputs are maintained so that timely corrective action can be taken in case of adverse weather conditions.

ii Slightly higher level of consumable stores viz packing materials, coal and HSD are maintained in order to mitigate financial risk arising from logistics problems.

iii Forward contracts are made with overseas customers as well as domestic private customers, in order to mitigate the financial risk in fluctuation of selling price of tea.

iv Sufficient liquidity kept in the system through fund arrangements form banks etc. in such a way that cultivation, manufacture and sale of tea is not adversely affected even in times of adverse conditions. The resolution plan as stated in Note no. 57(a) is under consideration and outcome thereof as expected is for ensuring sustainability of core agricultural operations of the Group.

49. CAPITAL MANAGEMENT

(a) Risk Management

The primary objective of the Group's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximize shareholder value. The Group's objective when managing capital is to safeguard its ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stakeholders. The Group is focused on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Group.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the group.

Net debt implies total borrowings of the Group as reduced by Cash and Cash Equivalent and Equity comprises all components attributable to the owners of the Parent.

The following table summarises the Net Debt, Equity and Ratio thereof subject to final determination of amount thereof on approval of Resolution Plan as stated in Note no. 57(a).

(Rs. in Lakhs)

Particulars	Note	As at 31st March 2020	As at 31st March 2019
(i) Total Debt			
Borrowings - Non-Current	21	18,576.62	22,269.78
- Current	25	1,94,905.67	1,42,579.33
Current Maturities of Long Term Debt	27	21,099.00	16,375.38
Interest accrued but not due on borrowings	27	158.84	351.06
Interest accrued and due on borrowings	27	14,576.49	794.36
		2,49,316.62	**1,82,369.91**
Less : Cash and Cash Equivalents	15	5,161.92	34,614.12
Net Debt		2,44,154.70	1,47,755.79
(ii) Equity attributable to Shareholders	19 and 20	1,85,442.18	2,01,421.83
(iii) Net debt to equity ratio		**1.32**	**0.73**

Under the terms of the major borrowing facilities, the group has not complied with some of the financial covenants as imposed by the bank and financial institutions.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2020 considering expected outcome of the resolution plan under consideration of lenders (Refer Note no. 57(a)).

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(b) Dividend

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
(i) Equity Shares		
Final dividend paid for the year ended 31st March 2019 Nil (31st March 2018 - Rs 0.50/-) per fully paid share*	-	537.12
(ii) Dividends not recognised at the end of the reporting period	-	-
Due to inadequacy of profits, the Board of Directors of the Parent has not recommended any dividend for the financial year ended 31st March, 2020 and 31st March, 2019.		

50. DETAILS OF LOANS, INVESTMENTS AND GUARANTEES GIVEN COVERED UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013

A) Details of Investments are disclosed in Note no. 8A & 8B of the Consolidated Financial Statements.

B) The Group has given Interest bearing Loans (ranging from 12% to 15% per annum)to following parties for their corporate purposes, which are repayable on demand as detailed below:

(Rs. in Lakhs)

Name of Parties	Amount Outstanding as on 31st March, 2019	Addition	Deduction	Amount Outstanding as on 31st March, 2020
Williamson Magor & Co. Limited	20,785.00	7,692.00	7,692.00	20,785.00
Babcock Borsig Limited	14,710.00	-	185.00	14,525.00
Borelli Tea Holdings Limited	-			-
Williamson Financial Services Limited	22,450.00	-	250.00	22,200.00
Seajulie Developers & Finance Limited	88,006.00	46,490.44	-	1,34,496.44
Woodside Parks Limited	28,504.00	64,959.00	872.78	92,590.22
SLU Holdings	-	1,735.74	-	1,735.74
Vinod Enterprises	13.00	-	-	13.00
	1,74,468.00	**1,20,877.18**	**8,999.78**	**2,86,345.40**

Note: Loan was given @12%. However, during the year the Parent has not recognised interest income for reasons stated in Note no. 32.3 and 56(a). All such amounts are repayable at call. Further, addition during the year includes amounts even though received at previous year end date pursuant to short term arrangement, have been given back and shown as recoverable from said parties.

C) Details of Corporate Guarantees given by the Parent are as follows.

(Rs. in Lakhs)

Name of the Borrower Company	Amount of Loan Outstanding	Issued in favour of	Amount of Guarantee as on 31st March, 2019	Addition	Deduction	Amount of Guarantee as on 31st March, 2020
Borelli Tea Holdings Limited	126.12	ICICI Bank	22,819.50	2,151.60	-	24,971.10
Williamson Magor & Co. Limited	5,000.00	Luxmi Townwhip & Holdings Limited	5,000.00	-	-	5,000.00
			27,819.50	**2,151.60**	**-**	**29,971.10**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

D) The Parent has issued various "Letter of Comfort" to lenders against loans taken by promoter Group and other Companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March, 2020 is Rs. 1,46,099.78 Lakhs (31st March, 2019: Rs.1,46,099.78 lakhs).

(Rs. in Lakhs)

Name of the Borrower Company	Amount Outstanding	Issued in favour of	Amount as on 31st March 2019	Addition	Deduction	Amount as on 31st March 2020
McNally Bharat Engineering Company Limited	-	Aditya Birla Finance Limited	6,999.80	-	-	6,999.80
McNally Bharat Engineering Company Limited	-	IL&FS Financial Services Limited	9,999.98	-	-	9,999.98
Kilburn Engineering Limited	9,500.00	RBL Bank Limited	9,500.00	-	-	9,500.00
Woodside Parks Limited	-	Yes Bank Limited	20,000.00	-	-	20,000.00
Seajulie Developers & Finance Limited	3,000.00	IndusInd Bank Limited	3,000.00	-	-	3,000.00
Seajulie Developers & Finance Limited	5,500.00	RBL Bank Limited	15,000.00	-	-	15,000.00
McNally Bharat Engineering Company Limited	499.66	ICICI Bank Limited	11,000.00	-	-	11,000.00
Williamson Magor & Co. Limited	10,000.00	IL&FS Financial Services Limited	10,000.00	-	-	10,000.00
Babcock Borsig Limited	15,000.00	IL&FS Financial Services Limited	15,000.00	-	-	15,000.00
Williamson Financial Services Limited	10,194.37	Aditya Birla Finance Limited	13,000.00	-	-	13,000.00
McNally Bharat Engineering Company Limited	12,600.00	Axis Bank Limited	12,600.00	-	-	12,600.00
Williamson Magor & Co. Limited	10,000.00	KKR India Financial Services Private Limited	10,000.00	-	-	10,000.00
Williamson Financial Services Limited	10,000.00	KKR India Financial Services Private Limited	10,000.00	-	-	10,000.00
	86,294.03		**1,46,099.78**	**-**	**-**	**1,46,099.78**

51. INCOME TAX EXPENSE

This note provides an analysis of the Group's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items.

(a) Income Tax Expense

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Current Tax		
Current tax for the year	364.58	2,108.86
Interest u/s 234B and 234C	-	28.03
Total Current Tax (A)	**364.58**	**2,136.89**
Provisions relating to earlier years written back (net)		
Provisions for tax relating to earlier years written back	-	(3,973.29)

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Total provision written back relating to earlier years (net) (B)	**-**	**(3,973.29)**
Deferred tax for the year	(4,502.18)	4,023.59
Total Deferred Tax (C)	**(4,502.18)**	**4,023.59**
Grand Total (A+B+C)	**(4,137.60)**	**2,187.19**

(b) Amount recognised in other comprehensive income

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Deferred Tax		
Income tax relating to items that will not be classified to profit or loss	755.02	237.30
Total	**755.02**	**237.30**

(c) Reconciliation of effective tax rate:

(Rs. in Lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Profit before tax	(18,916.57)	6,068.69
Income tax expense calculated at an average rate	165.22	3,061.77
Effect of expenses that are not deductible in determining taxable profit	429.86	2,884.51
Effect of additional deduction under Income tax Act'1961	(45.07)	(15.34)
Effect of income that is exempt from taxation	(4,569.71)	(8,336.70)
Effect of adjustment in respect of different tax rates*	997.88	582.63
Effect of different tax rate on certain incomes	(1,172.87)	(1,530.16)
MAT Credit Recognition	(2,090.73)	-
Non-Recognition/(Reversal) of previously recognised tax loss to increase deferred tax expense	1,401.49	8,624.15
Others	746.33	(3,083.67)
	(4,137.60)	**2,187.19**

The tax rate used in the corporate tax rate payable on taxable profits as per the respective tax laws of the respective countries.

*The Parent agriculture income is subject to lower tax rates @ 30% under the respective state tax laws.

The Parent has not exercised the option for paying income tax at concessional rates in accordance with the provisions/conditions as specified under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 as there are unutilised MAT Credit and other entitlement including 33AB and also the Debt Resolution Process is under active consideration and impact thereof are presently not ascertainable. Necessary decision in this respect will be taken in subsequent period.

52. DISCLOSURE AS PER IND AS 116

(i) Following are the changes in the carrying value of right of use assets for the year ended March 31, 2020:

(Rs. in Lakhs)

Particulars	Leasehold Land	Building	Total
As at 1st April 2019	-	-	-
Reclassification of Leasehold prepayments (current and non-current assets)	534.72	417.73	952.45
Addition	41.18	1,124.27	1,165.45
Deletion	-	-	-
Depreciation	2.41	322.78	325.19
As at 31st March 2020	**573.49**	**1,219.22**	**1,792.71**

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

(ii) The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31st March 2020
Current lease liabilities	420.62
Non-Current lease liabilities	554.70
	975.32

(iii) The following is the movement in lease liabilities:

Particulars	Year ended 31st March 2020
As at 1st April 2019	-
Additions	1,165.45
Finance cost accrued during the period	74.15
Deletions	-
Payment of lease liabilities	(264.28)
	975.32

(iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31st March 2020
Not later than one year	493.99
Later than one year and not more than five years	716.25
Later than five years	592.40
	1,802.64

(v) Further to above, the Group has certain operating lease arrangements for office, transit houses, etc. on short-term leases.

Expenditure incurred on account of rental payments under such leases during the year and recognized in the Consolidated Statement of Profit and Loss account amounts to Rs. 87.88 lakhs

(vi) On transition, the adoption of the new standard resulted in recognition of 'Right-of-Use assets' of Rs. 2,117.90 lakhs including reclassification of prepayment with a corresponding lease liability of Rs. 952.45 lakhs. Ind AS 116 resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments. Consequent to the application of this standard, rental expenses for the year was lower by Rs. 388.79 lakhs, depreciation and interest is higher by Rs. 74.15 lakhs and Rs. 325.19 lakhs respectively and Profit before taxes is lower by Rs. 10.55 lakhs.

53. Sale of Specified Assets of certain Tea Estates

On August 09, 2018, the shareholders of the Parent approved to sell specified assets of certain tea estates. In continuation of the steps initiated in this respect in earlier years, during the year:

a) The Parent sold specified assets of 3 Tea Estates for an aggregate consideration of Rs 15,045.00 Lakhs. Profit on sale of such assets amounting to Rs. 4,003.96 Lakhs has been included under Exceptional items for year ended 31st March 2020.

b) The specified assets of one another tea estate had been identified and approved for sale. Memorandum of Understanding/ Term sheet with the proposed buyer for an aggregate consideration of Rs. 2,815.00 Lakhs, subject to due diligence and necessary approvals, etc. had also been entered by the Parent. Pending final binding agreement and completion of the transaction, such sales has not been recognised. Advance of Rs 550.00 Lakhs received from the proposed buyer against sale consideration has been shown under 'Other Financial Liabilities'.

c) The Parent has received advances against sale of estates and certain other assets amounting to Rs. 1,764.43 lakhs (including Rs. 550.00 lakhs dealt in (b) above) which could not crystalise on account of stay imposed by Hon'ble NCLT. Accordingly, such assets pending final decision of Hon'ble NCLT has been included under Property, Plant and Equipment (PPE) rather than as "Assets held for Sale" and have been depreciated in accordance with other items of PPE

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

54. Sale of Other Assets

During the year, part of a building belonging to the Parent was sold to a financial institution at a consideration of Rs. 4,477.00 Lakhs, which was adjusted against their outstanding dues. Loss of Rs. 237.82 Lakhs arising in this respect has been shown under exceptional items for the year ended 31st March, 2020.

55. COVID 19

"Consequent to the outbreak of COVID-19, which has been declared as a pandemic by World Health Organisations (WHO), Government of India has declared a lock down effective from 24th March, 2020. The Parent's operation have been affected due to loss of more than a month's production due to the suspension of the operation, disruption in supply chain and non-availability of personnel during lock down. Though the garden operation have resumed in the first week of May 2020, additional costs for upkeep, skiffing of unwanted produce, manuring and other related costs for up bringing of the leaves for plucking has to be incurred. However, the production due to continuing problem with respect to availability and deployment of manpower, etc. and other logistic support is yet to be normalised. Operations especially at gardens and warehouses are still affected and expected to be normalised over the period of time.

The Parent has taken steps towards rationalising it's employee related and other fixed cost. The prices of tea and realisation there against have improved due to supply mismatch in the current situation. Accordingly, the group has revised it's business projections based on internal and external information and possible assumptions and estimates in the given situation and circumstances. The parent has assessed the potential impact of COVID-19 on its capital and financial resources, profitability, liquidity position, supply chain and demand for its products and on the carrying value of various current and non-current assets and no material impact on the consolidated financial results are expected to arise. The actual impact of the global health pandemic may be different from that which has been estimated. The Group will continue to closely monitor the situation and any variation due to the changes in situations will then be taken into consideration."

56. Inter-corporate loans given

a) In respect of Inter-Corporate Deposits (ICDs) given by Parent to Promoter group and certain other companies as given in Note no. 50(B), the amount outstanding aggregates to Rs. 2,84,609.66 Lakhs as at 31st March 2020 (net of provision of Rs. 1,098.00 Lakhs). This includes Rs. 1,10,624.00 lakhs given in earlier year and even though repaid back at the end of the previous year under short term arrangement has been given back in the beginning of the year and shown as recoverable from these parties as on 31st March 2020. Interest accrued upto 31st March 2019 and remaining unpaid as on March 31, 2020 aggregates to Rs. 2,336.78 Lakhs (net of provision of Rs. 6,947.35 Lakhs). Interest on such ICDs as stated in Note no. 32.3 pending determination of the amount has not been accrued during the period. Over and above, the Parent has issued corporate guarantee and letter of comfort to these companies as given in Note no. 50(C) and (D). Steps are being taken to restructure the borrowings and related financial obligations of the Parent as well as of various group companies and necessary resolution plan as stated in Note no. 57(a) in this respect is under consideration of the lenders. The Parent expects to workout a plan for restructuring the amount of loan given and interest thereon including reducing/liquidating such outstanding amount and other obligations in sync with the proposed restructuring of borrowing in terms of the resolution plan under consideration of lenders as stated herein above. The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/ adjusted. Necessary compliances in this respect concerning provisions of Companies Act, 2013 will be ensured in due course of time and no further provision is required at this stage and any adjustments required consequent to finalisation of resolution plan will be given effect to on determination of the amount thereof.

b) Inter-Corporate Deposits to companies as dealt herein above in Note no. 56(a) include amounts reported upon by predecessor auditor including Rs. 77,575.00 lakhs which were considered by the predecessor auditor in the nature of book entries. These even though were in excess of the limit prescribed under Section 186 of the Companies Act, 2013 ('the Act') further amount as given in Note no. 56(a) above have been given during the year. This includes amounts given to group companies whereby applicability of Section 185 and related non-compliances, if any could not be ascertained and commented upon by them. The above Loans as and when given are as required could not be approved by the shareholders under Section 186 of the Act. The issues raised are also being examined by relevant authorities including Registrar of Companies outcome of which are awaited as on this date. Information required by the authorities have been provided and directions, if any received on conclusion of the proceedings will be dealt with appropriately to ensure necessary compliances.

57. Going Concern and Default in Borrowings

a) "Operational earnings and performance of the parent even though has improved over the period, the Parent's financial position has continued to be under stress. The Inter-Corporate Deposits (ICD's) given to various group companies to provide them

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

funds for strategic reasons for meeting their various obligations along with interest to the extent applicable are outstanding as on this date. These have resulted in mismatch of parent's current resources vis-à-vis it's commitments and obligations and liquidity constraints, causing hardship in servicing the short term and long-term debts and meeting other liabilities.

One of the banker has issued a notice of default and recalled the amount granted under various facilities and has commenced the proceeding before Debt recovery Tribunal (DRT) for realisation of their debt to the Parent. The said banker and one other lender have filed petitions under Insolvency and Bankruptcy Code, 2016 (IBC) with Hon'ble National Company Law Tribunal, Kolkata (NCLT). These petitions are however yet to be admitted by NCLT. Further, certain lenders including those concerning another group company have obtained injunction against disposal of the Parent's assets, pending settlement of their dues.

The parent has taken various measures to overcome the financial constraints, which inter-alia include reduction in operational costs, monetising the Parent's/group's assets including holding of other group companies and also proposal for restructuring/reducing the borrowings so that to make them sustainable and rationalising the costs thereof and infusing liquidity in the system over a period of time."

"The Resolution process of stressed assets vide circular dated 7th June, 2019 issued by the Reserve Bank of India has been initiated by the lenders. The lenders have appointed an Independent professional for carrying out Techno Economic Viability (TEV) study and valuers for carrying out the valuation of the Parent. Further SBI Capital Markets Limited, one of the leading investment banker and adviser has been appointed by the lender to work out and recommend resolution plan and possible course of action on the matter. The professionals and experts so appointed have submitted their reports including the Draft Resolution Plan which is pending before lenders for their consideration and decision.

The management is confident that with the lenders support in restructuring their debt and related and other cost reductions, etc. and other ameliorative measures taken, the Parent will be able to restructure/reduce its outstanding amount of loan receivable in line with the same and generate sufficient cashflow to meet it's obligations and strengthen it's financial position over a period of time. Considering that these measures are under implementation and/or under active consideration as on this date, the consolidated financial statements have been prepared on going concern basis."

b) Pending completion of debt restructuring process and consequential adjustment in this respect as per Note No. 57(a) above, Interest on borrowings taken by Parent have been provided on simple interest at the rates specified in term sheet or otherwise stipulated/ advised from time to time and penal/compound interest if any has not been considered. Further, pending such restructuring, amount repaid to lenders and/or recovered by them by execution of securities etc. have been adjusted against principal of their outstanding amount. The amount payable to the lenders in respect of outstanding amount including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of final decision to be arrived at in this respect. Adjustments, if any required in this respect will be recognised on determination thereof and given effect to on finalisation of resolution plan.

c) The Forensic Audit concerning utilisation of the Funds borrowed by Parent in the previous year as required by the lender is being conducted by an Independent firm of Chartered Accountant appointed by them. Necessary report in this respect will be submitted to the lender for further course of action and remedial measures as envisaged and dealt herein above.

58. Certain debit and credit balances other than borrowings dealt with in Note no. 57(b) including inter-unit and other clearing balances, trade and other receivables/ Payables, advances from customers, loans and advances (excluding Inter Corporate Deposits to group companies), other current assets and certain other liabilities including those relating to tea estates in case of Parent are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.

59. In view of Sale of Specified Assets pertaining to Tea Estates in the previous year as well as in current year (Note no. 53), figures of the previous year are not comparable with those of the current year. Figures for the previous year have however, been regrouped/ rearranged, wherever necessary.

60. INTEREST IN OTHER ENTITIES

(a) Interest in Subsidiaries

The Group's subsidiaries at 31st March, 2019 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Name of entity	Place of business/ country of incorporation	Ownership interest held by the group		Ownership interest held by non controlling interests		Principal Activities
		31st March 2020	31st March 2019	31st March 2020	31st March 2019	
Subsidiary						
i) Borelli Tea Holdings Limited (BTHL)	United Kingdom	100	100	-	-	Investment
Step-Down Subsidiaries of BTHL						
a) Phu Ben Tea Company Limited (Phu Ben)	Vietnam	100	100	-	-	Cultivation and Manufacturing of Tea
b) McLeod Russel Uganda Limited (MRUL)	Uganda	100	100	-	-	Cultivation and Manufacturing of Tea
c) Gisovu Tea Company Limited (GTCL)- Divested fully on 26th March, 2019 by BTHL	Rwanda	-	-	-	100	Cultivation and Manufacturing of Tea
d) McLeod Russel Middle East DMCC (MRME)	United Arab Emirates	100	100	-	-	Trading in Black Tea
e) McLeod Russel Africa Limited (MRAL)	Kenya	100	100	-	-	Trading in Black Tea
f) Pfunda Tea Company Limited (PTCL) (90% holding till 26th March, 2019 and thereafter Associate till 9th May 2019)	Rwanda	-	45	-	55	Cultivation and Manufacturing of Tea

(b) Interest in Associate

Set out below are the associates of the Group as at 31st March, 2020, which have share capital consisting solely of equity shares and are held directly by the group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held. The associate namely D1 Williamson Bio Fuel Limited has incurred losses in the current year and previous reporting periods. The amount of investment held by the Group has been fully impaired in the past. Hence, no further accounting under equity method has been done in the Consolidated Financial Statements. In respect of another associate namely PTCL, the proportionate share of profit till 9th May 2019 has been incorporated in the consolidated financial statement and the Investments accounted for under equity method of accounting till that date were disposed and profit thereagainst as given in Note (c) below has been recognised in the consolidated financial statement.

Name of entity	Place of business/ country of incorporation	Proportion of Ownership		Carrying Amount	
		31st March 2020	31st March 2019	31st March 2020	31st March 2019
		%	%	Rs. Lakhs	Rs. Lakhs
D1 Williamson Magor Bio Fuel Limited	India	34.30	34.30	-	-
Pfunda Tea Company Limited(PTCL)	Rwanda	45.00	45.00	-	-

(c) Changes in Group Structure

i) During the year ended 31st March 2019, the Parent's subsidiary Borelli Tea Holdings Limited (UK), which held 60% of the Share Capital of Gisovu Tea Company Limited (Rwanda), has sold its entire holding for a consideration of USD 13,200,000. Profit on such sale amounting to Rs. 9,924.98 Lakhs is shown as Exceptional item.

ii) During the year ended 31st March 2019, the Parent's subsidiary Borelli Tea Holdings Limited (UK) which held 90% of the Share Capital of Pfunda Tea Company Limited (Rwanda) (PTCL) has sold half of its holding on 26th March 2019 representing 45% Share Capital of PTCL for a consideration of USD 7,800,000. Profit on such sale amounting to Rs. 974.98 Lakhs is shown as Exceptional item.

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Consequent to such sale PTCL became an associate of the Group.

iii) During the year ended 31st March 2020 the Parent's subsidiary BTHL which was holding 45% of Share Capital of PTCL has disposed-off it's balance shareholding of 45 shares (after sale of 45 shares in the previous year) on 9th May 2019 for a consideration of USD 78,73,963. The profit of Rs. 631.29 Lakhs arising on such sale has been shown as an exceptional item. PTCL remained associate of the Group till 9th May 2019 and thereafter ceased to be so on disposal of the shares.

61. ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III

Name of the Entity in the Group	Net Assets (total assets minus liabilities)		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % Consolidated Net Assets	Amount (Rs. Lakhs)	As a % Consolidated Profit or Loss	Amount (Rs. Lakhs)	As a % Consolidated Other Comprehensive Income	Amount (Rs. Lakhs)	As a % Consolidated Total Comprehensive Income	Amount (Rs. Lakhs)
Parent								
McLeod Russel India Limited								
31st March 2020	88.53%	1,64,165.34	-8.31%	1,227.56	123.69%	(4,459.61)	17.58%	(3,232.05)
31st March 2019	83.11%	1,67,397.39	-11.38%	(441.62)	52.22%	(5,820.78)	86.21%	(6,262.40)
Subsidiaries (Group's Share)								
Outside India								
Borelli Tea Holding Limited & its Subsidiaries								
31st March 2020	10.96%	20,323.92	9.09%	(1,342.94)	1.70%	(61.31)	7.64%	(1,404.25)
31st March 2019	20.34%	40,966.86	371.27%	14,428.59	0.55%	(60.84)	-197.78%	14,367.75
Associates								
D1 Williamson Magor Bio Fuel Limited								
31st March 2020	-	-	-	-	-	-	-	-
31st March 2019	-	-	-	-	-	-	-	-
Non-Controlling Interest								
31st March 2020	-	-	-	-	-	-	-	-
31st March 2019	-	-	17.96%	696.96	-	-	-9.59%	696.96
Adjustment arising out of consolidation								
31st March 2020	0.51%	952.92	99.22%	-14,663.59	-25.39	915.56	74.78%	(13,748.03)
31st March 2019	-3.45%	(6,942.42)	-2.78.31%	(10,802.43)	47.23%	(5,264.23)	221.12%	16,066.66

Notes to Consolidated Financial Statements for the year ended 31st March, 2020

Name of the Entity in the Group	Net Assets (total assets minus liabilities)		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % Consolidated Net Assets	Amount (Rs. Lakhs)	As a % Consolidated Profit or Loss	Amount (Rs. Lakhs)	As a % Consolidated Other Comprehensive Income	Amount (Rs. Lakhs)	As a % Consolidated Total Comprehensive Income	Amount (Rs. Lakhs)
Total								
31st March 2020	100%	1,85,442.18	100%	(14,778.97)	100%	(3,605.36)	100%	(18,384.33)
31st March 2019	100%	2,01,421.83	100%	3881.50	100%	(11,145.85)	100%	(7,264.35)

62. These consolidated financial statements have been approved by the Board of Directors of the Parent on 31st July 2020, for issue to the shareholders for their adoption.

For and on behalf of Board of Directors

As per our report of even date
For **Lodha & Co**
Chartered Accountants

R.P. Singh
Partner

Aditya Khaitan - Chairman and Managing Director
(DIN No: 0000023788)

Azam Monem - Director
(DIN No: 0000023799)

Pradip Bhar - Chief Financial Officer

Alok Kumar Samant - Company Secretary

Place: Kolkata
Dated: 31st July 2020

FORM AOC -I

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

Statement Containing salient features of the Financial Statements of Subsidiaries/Associate Companies/Joint Ventures for the year ended 31st March, 2020

Part "A" : Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. Lakhs)

Sl. No.	1	2	3	4	5
Name of the Subsidiary	**Borelli Tea Holdings Limited**	**Phu Ben Tea Company Limited**	**McLeod Russel Uganda Limited**	**McLeod Russel Africa Limited**	**McLeod Russel Middle East DMCC**
Reporting Currency	British Pound	Vietnamese Dong	Uganda Shillings	Kenya Shillings	US Dollars
	(GBP)	(VND)	(Ushs)	(KSHs)	(USD)
Reporting period for the subsidiary concerned	Year Ended 31st March 2020	Year Ended 31st December 2019	Year Ended 31st December 2019	Year Ended 31st December 2019	Year Ended 31st December 2019
Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	93.50000	0.00322	0.02003	0.72967	75.40323
	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs
Share Capital	235.62	12,777.78	927.43	0.73	41.09
Reserves and Surplus	18,371.47	(9,402.42)	13,826.92	(244.56)	446.35
Total Assets	28,703.54	14,409.82	38,486.55	1,756.88	1,136.67
Total Liabilities (including Shareholders' Fund)	28,703.54	14,409.82	38,486.55	1,756.88	1,136.67
Non Current Investments	19,364.68	-	-	-	-
Turnover	789.50	8,067.12	16,783.48	3,876.63	2,131.11
Profit before Taxation	3,716.87	(717.33)	(1,748.26)	(44.44)	94.09
Provision for Taxation	378.13	-	(501.08)	4.84	-
Profit after Taxation	3,338.74	(717.33)	(1,247.18)	(49.28)	94.09
Final Dividend paid for last year	676.94	-	-	-	-
Interim Dividend paid for the current year	6,308.75	-	1,602.29	-	-
Proposed Dividend for the current year	-	-		-	-
% of Shareholding as on financial year end of subsidiary	100%	100%	100%	100%	100%
% of Shareholding as on 31st March 2020	100%	100%	100%	100%	100%
Country	United Kingdom	Vietnam	Uganda	Kenya	Dubai

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates		D1 Williamson Magor Bio Fuel Ltd
1.	Latest audited Balance Sheet Date	31st March 2020
2.	Shares of Associate held by the Company on the year end	
	No.	7281201
	Amount of Investment in Associates/Joint Venture (Rs. in lakhs) Refer Note 3	2184.36
	Extent of Holding %	34.30%
3.	Description of how there is significant influence	Because of Shareholding
4.	Reason why the associate is not consolidated	Financial Statements are consolidated
5.	Net worth attributable to Shareholding as per latest audited Balance Sheet (Rs. in lakhs)	-
6.	Loss for the year (Rs. in lakhs)	-
	i. Considered in Consolidation (Rs. in lakhs)	Nil (Note-3 below)
	ii. Not Considered in Consolidation (Rs. in lakhs)	-

Notes:

1. Names of the Associates or Joint Ventures which are yet to commence operations - Nil.
2. Names of the Associates or Joint Ventures which have been liquidated or sold during the year - Nil.
3. Cost of Investment has been fully written-down as on 1st April 2015 in compliance with Ind-AS

For and on behalf of the Board of Directors

Aditya Khaitan
Chairman & Managing Director
(DIN No: 0000023788)

Azam Monem
D1irector
(DIN No: 0000023799)

Pradip Bhar
Chief Financial Officer

Alok Kumar Samant
Company Secretary

Place: Kolkata

Date : 31st July, 2020

McLeod Russel India Limited

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Standalone Financial Results

Statement on Impact of Audit Qualifications on Standalone Financial Results for the Financial Year ended March 31, 2020

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

(Rs. in Lakh)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications to the extent ascertainable)
	1.	Turnover / Total income	94,987	94,987
	2.	Total Expenditure	1,09,554	1,11,704
	3.	Net Profit/(Loss)	1,228	(922)
	4.	Earnings Per Share	1.18	(0.88)
	5.	Total Assets	4,43,023	4,43,023
	6.	Total Liabilities	2,78,858	2,81,008
	7.	Net Worth	1,64,165	1,62,015
	8.	Any other financial item(s)	-	-
II.	**Audit Qualification (each audit qualification separately):** **Qualification-1**			
	a. Details of Audit Qualifications:		Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,947 lakhs as on March 31, 2020 (including Interest of Rs. 2,337 lakhs accrued till March 31, 2019) given to certain companies are subject to compliances, as required under Companies Act, 2013 ('the Act'). The amount outstanding as on this date as given above is doubtful of recovery. In absence of provision there against, the profit for the period is overstated to that extent. Impact in this respect have not been ascertained and disclosed in the financial results.	
	b. Type of Audit Qualification:		Adverse	
	c. Frequency of qualification:		Repetitive	
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:		The Company expects to work out a plan for restructuring including reducing/liquidating such outstanding amount synchronising the proposed restructuring of borrowings in terms of the resolution plan under consideration of lenders.	
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:		ICD are subject to compliances	
	(i) Management's estimation on the impact of audit qualification:		Estimation is not applicable	
	(ii) If management is unable to estimate the impact, reasons for the same:		This is a procedural matter under Companies Act.	
	(iii) Auditor's Comments on (i) or (ii) above:			

	Audit Qualification (each audit qualification separately): **Qualification-2**	
	a. Details of Audit Qualification:	The Company had given advance in earlier year to a body corporate aggregating to Rs. 1,400 lakhs which are outstanding as on March 31, 2020. In absence of appropriate audit evidence and status thereof, we are unable to comment on the validity and recoverability of such advances.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	Repetitive
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Efforts are being made to recover the advance.
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	Nil
	(i) Management's estimation on the impact of audit qualification:	Not applicable
	(ii) If management is unable to estimate the impact, reasons for the same:	Not applicable
	(iii) Auditors' Comments on (i) or (ii) above:	
	Audit Qualification (each audit qualification separately): **Qualification-3**	
	a. Details of Audit Qualification:	Non-recognition of Interest on Inter Corporate Deposits and thereby the profit for the period is overstated to that extent. Further as stated in Note no. 10(a) penal/compound interest against borrowings from banks/financial institution have not been recognised and other adjustments as stated in the said note have been given effect to, which are subject to confirmation from lenders and reconciliation with their balances and claims. Pending final determination of amount in this respect, adjustments arising therefrom and consequential impact has not been ascertained.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	First Time
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	There are disputesregarding the interest on inter-corporate borrowings. Therefore interest-expenditure has not been accounted on inter-corporate borrowings pending resolution of the same.
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not Ascertainable
	(ii) If management is unable to estimate the impact, reasons for the same:	Penal interest / compound interest has not been confirmed by banks. In any case, interest would be restructured under Debt-Resolution-Plan.
	(iii) Auditors' Comments on (i) or (ii) above:	

	Audit Qualification (each audit qualification separately): **Qualification-4**	
	a. Details of Audit Qualification:	Non reconciliation of certain debit and credit balances with individual details and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable and as such cannot be commented upon by the Auditors.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	First Time
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not quantifiable
	(ii) If management is unable to estimate the impact, reasons for the same:	Impact will become ascertainable only upon reconciliations and confirmations.
	(iii) Auditors' Comments on (i) or (ii) above:	
	Audit Qualification (each audit qualification separately): **Qualification-5**	
	a. Details of Audit Qualification:	The predecessor auditor in respect of the financial results for the year ended March 31, 2019 in respect of loans referred to in paragraphs (a) above have not been able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of IND AS-24 "Related Party Disclosures". These loans are outstanding as on this date and uncertainty in this respect still exists. As represented by the management the parties involved are not related parties requiring disclosure in terms of said accounting standard and provisions of companies act 2013.The matter as reported is pending before regulatory authorities. We are therefore, unable to ascertain the impact of non-compliance with the disclosure and other requirements in respect of related parties and consequential impact, if any, on the financial results of the company.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	Repetitive
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not quantifiable
	(ii) If management is unable to estimate the impact, reasons for the same:	The matter as reported is pending before regulatory authorities.
	(iii) Auditors' Comments on (i) or (ii) above:	

III.	Signatories:	
	• Managing Director	**(Aditya Khaitan)**
	• Chief Financial Officer	**(Pradip Bhar)**
	• Audit Committee Chairman	**(Arundhuti Dhar)**
	• Statutory Auditors	**For Lodha & Co,** **Chartered Accountants** **(R.P. Singh)** **(Partner)**

Place: Kolkata

Date : July 31, 2020

McLeod Russel India Limited

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Consolidated Financial Results

Statement on Impact of Audit Qualifications on Consolidated Financial Results for the Financial Year ended March 31, 2020

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

(Rs. in Lakh)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications to the extent ascertainable)
	1.	Turnover / Total income	1,17,440	1,17,440
	2.	Total Expenditure	1,40,792	1,42,942
	3.	Net Profit/(Loss)	(14,779)	(16,929)
	4.	Earnings Per Share	(14.15)	(16.21)
	5.	Total Assets	4,93,524	4,93,524
	6.	Total Liabilities	3,08,082	3,10,232
	7.	Net Worth	1,85,442	1,83,292
	8.	Any other financial item(s)	-	-

II.	Audit Qualification (each audit qualification separately): Qualification-1	
	a. Details of Audit Qualifications:	Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,947 lakhs as on March 31, 2020 (including Interest of Rs. 2,337 lakhs accrued till March 31, 2019) given to certain companies are subject to compliances, as required under Companies Act, 2013 ('the Act'). The amount outstanding as on this date as given above is doubtful of recovery. In absence of provision there against, the loss for the period is understated to that extent. Impact in this respect have not been ascertained and disclosed in the consolidated financial results.
	b. Type of Audit Qualification:	Adverse
	c. Frequency of qualification:	Repetitive
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	The Parent Company expects to work out a plan for re-structuring including reducing/liquidating such outstanding amount synchronising the proposed restructuring of borrowings in terms of the resolution plan under consideration of lenders.
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	ICD are subject to compliances
	(i) Management's estimation on the impact of audit qualification:	Estimation is not applicable

	(ii) If management is unable to estimate the impact, reasons for the same:	This is a procedural matter under Companies Act.
	(iii) Auditor's Comments on (i) or (ii) above:	
	Audit Qualification (each audit qualification separately): **Qualification-2**	
	a. Details of Audit Qualification:	The Parent had given advance in earlier year to a body corporate aggregating to Rs. 1,400 lakhs which are outstanding as on March 31, 2020. In absence of appropriate audit evidence and status thereof, we are unable to comment on the validity and recoverability of such advances.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	Repetitive
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Efforts are being made to recover the advance.
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	Nil
	(i) Management's estimation on the impact of audit qualification:	Not applicable
	(ii) If management is unable to estimate the impact, reasons for the same:	Not applicable
	(iii) Auditors' Comments on (i) or (ii) above:	
	Audit Qualification (each audit qualification separately): **Qualification-3**	
	a. Details of Audit Qualification:	Non-recognition of Interest by the Parent Company of Rs 2,150 Lakh on inter-corporate borrowings and thereby the loss for the period is understated to that extent. Further as stated in penal/compound interest against borrowings from banks/financial institution of the Parent Company have not been recognised and other adjustments as stated in the said note have been given effect to which is subject to confirmation from bankers and reconciliation with their balances. Pending final determination of amount in this respect, adjustments arising therefrom and consequential impact has not been ascertained.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	First Time
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	There are disputes regarding the interest on inter-corporate borrowings of the Parent Company. Therefore interest expenditure has not been accounted on inter-corporate borrowings of the Parent Company pending resolution of the same.
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not quantifiable at this stage.

	(ii) If management is unable to estimate the impact, reasons for the same:	Penal interest / compound interest has not been confirmed by banks of the Parent Company. In any case, interest would be restructured under Debt-Resolution-Plan.
	(iii) Auditors' Comments on (i) or (ii) above:	
	Audit Qualification (each audit qualification separately): **Qualification-4**	
	a. Details of Audit Qualification:	Reconciliation of certain debit and credit balances with individual details in the Parent Company and confirmation thereof are pending. Adjustments/Impact in this respect are currently not ascertainable and as such cannot be commented upon by auditors.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	First Time
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not quantifiable
	(ii) If management is unable to estimate the impact, reasons for the same:	Impact will become ascertainable only upon reconciliations and confirmations in the Parent Company.
	(iii) Auditors' Comments on (i) or (ii) above:	Nil
	Audit Qualification (each audit qualification separately): **Qualification-5**	
	a. Details of Audit Qualification:	The predecessor auditor in respect of the financial results for the year ended March 31, 2019 in respect of loans referred to in paragraphs (a) above have not been able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of IND AS-24 "Related Party Disclosures". These loans are outstanding as on this date and uncertainty in this respect still exists. As represented by the management the parties involved are not related parties requiring disclosure in terms of said accounting standard and provisions of companies act 2013.The matter as reported is pending before regulatory authorities. We are therefore, unable to ascertain the impact of non-compliance with the disclosure and other requirements in respect of related parties and consequential impact, if any, on the consolidated financial results of the Parent Company.
	b. Type of Audit Qualification :	Adverse
	c. Frequency of qualification:	Repetitive
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not quantifiable

	(ii) If management is unable to estimate the impact, reasons for the same:	The matter as reported is pending before regulatory authorities.
	(iii) Auditors' Comments on (i) or (ii) above:	Nil
III.	Signatories: • Managing Director • Chief Financial Officer • Audit Committee Chairman • Statutory Auditors	 **(Aditya Khaitan)** **(Pradip Bhar)** **(Arundhuti Dhar)** **For Lodha & Co,** **Chartered Accountants** **(R.P. Singh)** **(Partner)**

Place: Kolkata

Date : July 31, 2020

NOTES

A MEMBER OF WILLIAMSON MAGOR GROUP

If undelivered, please return to :

McLEOD RUSSEL INDIA LIMITED
Four Mangoe Lane, Surendra Mohan Ghosh Sarani
Kolkata - 700 001