



McLEOD RUSSEL
Believe in tea



McLEOD RUSSEL INDIA LIMITED

ANNUAL REPORT
2021 - 22

CORPORATE INFORMATION

BOARD OF DIRECTORS**Mr. Aditya Khaitan***Chairman & Managing Director***Mr. Amritanshu Khaitan***Non - Executive Director***Independent Directors**

Mrs. Arundhuti Dhar

Mr. Suman Bhowmik

Mr. Raj Vardhan

Wholtime Director

Mr. Azam Monem

Chief Financial Officer

Mr. Pradip Bhar

Company Secretary

Mr. Alok Kumar Samant

BOARD COMMITTEES**Audit Committee**

Mrs. Arundhuti Dhar

Mr. Suman Bhowmik

Mr. Raj Vardhan

Mr. Aditya Khaitan

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

Mrs. Arundhuti Dhar

Mr. Aditya Khaitan

Mr. Azam Monem

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

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Email: administrator@mcleodrussel.com

Website : www.mcleodrussel.com

BANKERS

Indian Bank (erstwhile Allahabad Bank)

RBL Bank Limited

Axis Bank Limited

HDFC Bank Limited

ICICI Bank Limited

State Bank of India

UCO Bank

Punjab National Bank (erstwhile United Bank of India)

Yes Bank Limited

IndusInd Bank

REGISTRAR

Maheshwari Datamatics Private Limited

23, R. N. Mukherjee Road

5th Floor, Kolkata 700001

Tel: (033) 2248-2248/2243-5029

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REPORT OF THE DIRECTORS

For the year ended 31st March 2022

Your Directors have pleasure in presenting the Twenty-Fourth Annual Report with the Audited Financial Statements of your Company, for the financial year ended 31st March 2022.

REVIEW OF PERFORMANCE

The financial results of the Company for the year ended 31st March 2022 are summarized below:

(₹ in Lakhs)

	2021-22	2020-21
Revenue from Operations	110853	111187
Other Income	554	848
Total Revenue	111407	112035
Profit before Finance Costs, Depreciation, Exceptional Items and Taxation	9424	17375
Less : Finance Costs	15208	18720
Less : Depreciation and Amortization Expenses	5628	7075
Profit/(Loss) before Exceptional Items and Tax	(11412)	(8420)
Add : Exceptional Items	-	-
Profit before Tax	(11412)	(8420)
Tax Expense	2205	(3137)
Profit/(Loss) for the year	(13617)	(5283)

FINANCIAL PERFORMANCE

The past year was a challenging year for the Company with disruptions in production and sales owing to the pandemic until. The operational turnover of the Company was a bit marginally lower at Rs. 110853 lakhs against Rs. 111187 lakhs in the previous year. The Company made a post-tax loss of Rs.13617 lakhs in the year under review as against a loss of Rs. 5283 lakhs in the previous year due to steep rise in costs of various inputs without a 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 had appointed independent professionals for carrying out Techno Economic Viability Study (TEV), which was again re-verified and confirmed during the period under review. Valuation of Tea Estate and other assets are in process and will be confirmed in due course of time. Forensic audit, was concluded successfully in the earlier year and the Inter creditor agreement for implementing the resolution plan has been signed by all the lenders (Banks). The committee formed by the lenders have appointed the Credit Rating Agencies for assessing the possible credit rating of the company on implementation of the proposed resolution plan and this is under process. Further the investment banker appointed by the Lenders has been in extensive discussion for finalizing the Debt Resolution Plan, now 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 2022.

DIVIDEND

In view of inadequate profit earned by the Company during the year under review, the Board decided to not recommend any dividend for the year ended 31st March 2022.

REVIEW OF OPERATIONS

During the Financial year under review, fluctuating and inconsistent weather conditions resulted in a loss of harvest during peak cropping months. The saleable production of your Company was 489.04 Lakh Kgs tea, as compared to 439.22 Lakh Kgs in the previous year.

Emphasis 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 continued as per past practice and was very effective resulting in improved pest control and reduced cost. Timely supply and application of fertilizer also controlled further crop loss. A high standard of Clonal Tea nurseries with requisite, approved Clonal Blend was established on all estates. The Shade Nurseries being of a good standard contributed as one of the key factors 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 select areas which has become essential to counter the effects of climate change. Plantation of 'Agarwood' continued, for revenue enhancement, on some estates.

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. Factory infrastructure and machinery was enhanced accordingly to meet the requirements to further improve processes and Capital expenditure were accordingly sanctioned. To improve field operations and overcome the acute shortage of workers by way of

absenteeism, additional investments in plucking Shears and Pruning machines were made available. Additions to the transport fleet included Tractors to aid field operations, and Ambulances to further improve the medical facilities.

There was a spurt of Covid cases during May/June 2021 and January 2022 in Assam. However the situation on the tea estates was well managed and controlled and estates functioned normally following all SOP's circulated by the State Government very strictly.

The Company has thirty-one ISO 22000:2005 certified Factories which are in the process of upgradation to ISO 22000:2018. Your Company has twenty seven estates certified under "Rainforest Alliance." All our factories are certified under the "Trustea" certification and we are also in the process of assisting our suppliers of leaf from Small Tea Growers to become compliant under this certification.

Your Company also participates in the Ethical Tea Partnership forum for international buyers and producers to promote sustainable practices jointly. Due to such initiatives we have set up 'Community Development Forums' on some of our estates, to enable welfare schemes mandated by the Government to reach our communities as well as bring about better awareness and improve the livelihood of our workers and their families.

We have also over the last few years, engaged with various organisations including UN Women, IDH, Dharmalife, GAIN, BSR, Mercy Corps, ZvdZ Foundation, ETP and ITA to build awareness and provide responsible services among all levels of our employees, particularly women. Programmes such as 'Preventing Violence Against Women and Girls', 'Women's Safety Accelerator Fund', 'Work and Opportunities for Women', 'Global Alliance for Improved Nutrition', 'Project Sanitation' etc. now cover twenty-nine of our Estates in Assam and have proven to be most successful at building social awareness amongst women and children.

The Company performed well in the domestic and overseas markets and achieved a sales turnover of Rs 107858 lakhs. Favorable feedback was received from all buyers both in terms of quality and deliveries. Your Company continues to be the leading producer-exporter of tea with shipments to over seventeen countries worldwide at a value of Rs 21721 lakhs.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of requirements of Regulation 34(2)(e) of SEBI (Listing Obligations and 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 2022 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 investments in its subsidiaries in Vietnam, Uganda, Dubai and Kenya. During the year under review, Borelli earned a profit after tax GBP 812243 (2020-21 GBP 384403)

PHU BEN TEA COMPANY LIMITED (PBT)

PBT's business is cultivation and manufacture of tea. It prepares its accounts on calendar year wise. During the year 2021, the company incurred loss (both pre-tax and post-tax) of USD 4.51 million as against loss (both pre-tax and post-tax) of USD 2.06 million in year 2020. During the year 2021 PBT manufactured 3.24 million kg of tea (2020 - 6.47 million kg).

During the year 2021, PBT sold 6.14 million kg tea (2020 - 7.24 million kg). Average selling price per kg during 2021 was USD 1.19 (2020 - 1.41). Closing Stock of tea as at 31.12.2021 was 3.16 million kg (31.12.2020 - 5.89 million kg).

In order to improve PBT's profitability in year 2021, measures undertaken in previous year continue unabated for improving quality and bringing in cost efficiencies.

All efforts are being made to ensure that PBT improves its bottom-line in the following years.

MCLEOD RUSSEL UGANDA LIMITED (MRUL)

MRUL's business is cultivation and manufacture of tea. It prepares accounts on calendar year wise. During the year 2021, MRUL's total comprehensive loss is USD 0.70 million as against the total comprehensive income of USD 0.49 million in year 2020

During the year 2021, MRUL manufactured 20.97 million kgs and that was lesser by about 4% as compared to previous year i.e. 2020 - 21.94 million kgs.

The sale price during the year 2021 has declined to USD 1.13 per kg as compared to USD 1.20 in previous year registering reduction of USD 0.07 per kg.

During the last year 2020, MRUL completed and recommissioned Kisaru Tea estate factory with a Continuous Withering Machine (CWM). The CWM has the capacity of withering 45,000 kgs of green leaf per day and the factory capacity of producing about 1,500 tons per year. This is aimed to reduce the intra estate leaf movement and to produce a clonal mark. Kisaru mark was introduced in Mombasa auction during the last year and it is doing well. The company has also installed second processing line at Muzizi tea estate with the capacity of producing about 900 tons annually. In 2020 MRUL produced 21,942 tons of tea including leaf sourced from small holders providing sustainable income to the neighbouring farmers. However, the chronic oversupply of medium quality teas in the markets led to a drop in tea prices in the Auctions impacting MRUL profitability in 2021.

MCLEOD RUSSEL MIDDLE EAST - DMCC (MRME)

MRME's business is buying, blending and selling of tea. It prepares accounts on calendar year wise. During the year 2021, MRME's total comprehensive loss is USD 172,912 as compared to total comprehensive income of USD 44,045 in year 2020.

Given the current scenario with the pandemic impact on demand in MRME's traditional markets in UAE, steps have been taken to widen the client portfolio to encompass Middle East and CIS/Russia.

MCLEOD RUSSEL AFRICA LIMITED (MRAL)

MRAL's business is trading in tea. It prepares accounts on calendar year wise. During the year 2021, MRAL's total comprehensive loss is USD 18,902 as compared to USD 94,988 in year 2020

In 2020, MRAL had reduced its trading with certain accounts due to the increased cost in the business and restructured on cost reduction and re-entry into select markets. MRAL continued to serve its customers in the challenging times and was able to expand its client portfolio. The company embarked on recruitment of an expert trading Manager to enable further expand the business.

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 Corporate Social Responsibility (CSR) activities voluntarily undertaken by the Company during the year is attached as Annexure VIII.

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, 2022 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 Board of Directors of the Company has adopted a Dividend Distribution Policy. There has been no change in this policy during the year under review. The Policy is also available on the website of the Company and can be accessed at the weblink <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 2022 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 2022 comprised of 6(six) Directors of whom 3(three) were Independent Directors including one Woman Director. In the opinion of the Board, all Directors possess the requisite qualifications, experience and expertise and hold high standards of integrity.

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

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 IX.

During the year, the Company had 4 Key Managerial Personnel, being Mr. Aditya Khaitan, Chairman and Managing Director, Mr. Azam Monem, Whole time Director, Mr. Pradip Bhar, Chief Financial Officer and Mr. Alok Kumar Samant, Company Secretary.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, the names of all the Independent Directors of the Company have been included in the data bank maintained by the Indian Institute of Corporate Affairs and they have successfully cleared the Online Proficiency Test.

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 three times during the year on 23rd June 2021, 12th November 2021, and 14th February 2022. The intervening gap between any two Board Meetings was within the period prescribed by the Companies Act, 2013.

During the period under review, the Company was undergoing through the process of Corporate Insolvency Resolution Process during the June - September quarter and therefore, one meeting during the said quarter was held on 13th August 2021 in lieu of Board Meeting, which was conducted by the Corporate Insolvency Resolution Professional appointed by NCLT vide order dated 06th August 2021, as the powers of the Board of Directors of the Company were suspended by virtue of the said order.

The Company has adopted a Familiarization 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 31st March 2022 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 and 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 Nomination & Remuneration Committee of the Board of Directors had laid down the criteria for evaluation of the performance of the Board as a whole, the Directors individually as well as the evaluation of the working of the Audit, Nomination & Remuneration, Stakeholders Relationship and Corporate Social Responsibility Committees of the Board. Annual Performance Evaluations as required have been carried out. The statement indicating the manner in which formal annual evaluation of the Directors (including Independent Directors), the Board and Board level Committees is given in the Corporate Governance Report, which forms a part of this Annual Report.

AUDIT COMMITTEE

The Audit Committee of the Board as on 31st March 2022 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 Chairperson 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 AND REMUNERATION POLICY

The Nomination and Remuneration Committee of the Board as on 31st March 2022 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.

In pursuance of the provisions of Section 178 of the Companies Act, 2013 and Listing Regulations, the Company has formulated a Remuneration Policy. There has been no change in this policy during the year under review and a copy of the said Policy is annexed as Annexure IV and is also available at the website of the Company at the web link <http://www.mcleodrussel.com/investors/policies.aspx>

The Remuneration Policy, inter-alia, includes the appointment criterion & qualification requirements, process for appointment & removal, retirement policy and remuneration structure & components, etc. of the Directors, Key Managerial Personnel (KMP) and other senior management personnel of the Company. As per the Remuneration Policy, a person proposed to be appointed as Director, KMP or other senior management personnel should be a person of integrity with high level of ethical standards. In case of appointment as an Independent Director, the person should fulfil the criteria of independence prescribed under the Companies Act, 2013, rules framed thereunder and the Listing Regulations. The Remuneration Policy also contains provisions about the payment of fixed & variable components of remuneration to the Whole-time Director and payment of sitting fee & commission to the Non-Executive Directors.

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 48 to the Financial Statements for the year ended 31st March 2022.

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.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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 had 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 had initially granted an order of status quo in the matter, which was subsequently vacated as the Company had withdrawn the appeal in order to enable the Company to pursue its remedy before Calcutta High Court. The matter is pending consideration before the Hon'ble Calcutta High Court.

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 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.

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 SECRETARIAL COMPLIANCE REPORT

The Company has undertaken an Audit of all the applicable compliances as per the SEBI Regulations and Circulars/Guidelines issued thereunder.

The Annual Secretarial Compliance Report issued by a Practising Company Secretary (PCS) has been submitted to the Stock Exchanges within the stipulated time as mentioned in SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/109 dated June 25, 2020.

ANNUAL RETURN

The Annual Return of the Company as on 31st March, 2022 pursuant to the provisions of Section 92 of the Companies Act, 2013 is available on the Company's website and can be accessed at <http://www.mcleodrussel.com/investors/Annual-Return-2021-22.pdf>

AUDITORS AND AUDIT REPORT

In terms of Section 139 of the Companies Act, 2013, M/s. Lodha & Co., Chartered Accountants (Firm Registration 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 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 2022 and furnished their report.

In their Report dated 30th May 2022, M/s. Lodha & Co. has given adverse opinion in relation to the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022. The Board's response in relation to the said opinion is as under:-

Sl. No.	Audit-Qualification	Board's Response
(i)	Inter Corporate Deposits (ICD) aggregating to Rs. 2,77,095 lakhs as on March 31, 2022 (including Interest of Rs. 1,934 lakhs accrued till March 31, 2019) given to certain companies which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. 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 financial results.	<p>The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned in the report, shall be recovered/adjusted and/or restructured considering the outcome of the Resolution Plan under consideration and proceedings for recovery pending as stated above, as on this date, no further provision/adjustment is required at this stage.</p> <p>Some of the ICD's of around Rs 7235.13 Lakhs Lacs has been recovered during the financial year.</p> <p>The Debt Resolution Plan of the company has progressed and currently under review by the Rating Agencies appointed by the lenders.</p>
(ii)	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, 2022. In absence of appropriate audit evidence and status thereof, they are unable to comment on the validity and recoverability of such advances and impact if any in this respect has not been ascertained.	<p>The Company had extended certain advances during the financial year 2018-19 to a body corporate aggregating to Rs. 1,400 lakhs towards acquisition of certain land parcels on behalf of the Company in Assam for setting up a blending unit for the Company's business purposes. In case the said body corporate was unable to fulfil the objective for this advance, then the same would be refunded to the Company.</p> <p>The Company is in the process of recovering such advance.</p>
(iii)	<p>Non-recognition of Interest on Inter Corporate Deposits taken by the company and thereby the loss for the year is understated to the extent indicated in said note and non-determination of interest on short term borrowings and certain advances being so claimed by customers as stated therein.</p> <p>Further, penal/compound interest and other adjustments in respect of borrowings from lenders/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.</p>	<p>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.</p> <p>Penal interest / compound interest has not been confirmed by banks. Further, interest would be restructured under Resolution-Plan and amount payable will be ascertained and given effect to in the accounts.</p> <p>The Debt Resolution Plan of the company has progressed and currently under review by the Rating Agencies appointed by the lenders.</p> <p>Pending conclusion of Debt Resolution Plan where the interest is also a factor for consideration, interest has been provided at the simple interest rate as stipulated in the facility letter of each of the loan.</p> <p>The interest for both bank borrowings and other borrowings are likely to be framed in the Resolution Plan and will be accordingly accounted.</p>

Sl. No.	Audit-Qualification	Board's Response
		Pending the determination of interest under the debt resolution plan and its treatment, the Company had accounted for normal interest.
(iv)	Non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest thereupon.	<p>Out of the unreconciled debit and credit balances as on previous year-end (31st March 2021), the most significant amounts pertaining to operations of the company were the inter-unit balances with tea-estates. During FY 2021-22, such inter-unit balances were fully reconciled and accounted. Also the amounts of tea-receivables were majorly reconciled and accounted. Regarding borrowings and interest thereon, full reconciliation /confirmations would be achieved upon implementation of debt-resolution-plan for which progress is being made. Regarding the remaining unreconciled balances, the reconciliation-process is continuing and the management is making all efforts to reconcile / obtain confirmations within FY 2022-23.</p> <p>Impact will become ascertainable only upon reconciliations and confirmations.</p>
(v)	The predecessor auditor in respect of loans included under paragraph (a) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 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 included in loans and advances dealt with in Note no. 4 and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the company are valid for current year also. The matter as reported is under examination and pending before regulatory authorities.	<p>The Company would like to clarify that none of the promoter group companies to whom capital advances were provided are companies whose board of directors are accustomed to act in accordance with the directions of any director of the Company. Existence of common directors does not automatically result in any legal presumption, affirmative or negative, regarding the 'accustomed to act' test. The common directors between the Company and the entities to whom capital advances have been provided, act in separate and distinct capacities while acting as directors of the concerned companies. Thus, the provisions of Section 185 of the Companies Act 2013 were not applicable to the aforesaid capital advances.</p> <p>Further the non-compliance under Section 186 of the Companies Act 2013 has been rectified and requisite approval from the shareholders of the Company has been obtained.</p> <p>The matter as reported is pending before regulatory authorities.</p> <p>The impact is not quantified.</p>

Having regard to the above, the Company believes that the Company would be able to continue as a going concern and discharge its liabilities in the normal course of business and as such the financial statements of the Company for the year ended 31st March 2022 have been prepared on a going concern basis. Further, the Board is of the opinion that the Company has in place adequate systems of internal control commensurate with its size and the nature of its operations. The Company submits that the audit committee of the Company has

from time to time reviewed the ICDs extended by the Company. Thus, the Company submit that it has appropriate internal financial controls in evaluating the ICDs granted and their recoverability. The Company is continuously evaluating the internal financial controls system so that the process is strengthened for further better corporate governance

No further Corporate Loan/Advances has been given by the Company in the last two financial years.

The company management believes that the financial statements of the Company have been presented in accordance with the applicable requirements of Regulation 33 of the SEBI (LODR) Regulations, and gives a true and fair view in conformity with the applicable Indian Accounting Standards and other accounting principles generally accepted in India.

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 2022 was conducted by Messrs. A. K. Labh & Co., Company Secretaries, appointed as the Secretarial Auditors the company. There are no Audit Qualifications/Reservations/Adverse Remarks in the Secretarial Auditors' Report, attached to this Report as Annexure V.

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 2023;

(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 payable to the Cost Auditors for the said year is being placed for ratification of 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 2022 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.

FRAUD REPORTING BY AUDITORS

During the year under review, no instances of fraud has been reported to the Audit Committee under Section 143(12) of the Companies Act, 2013 against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report neither by the Statutory Auditors nor the Secretarial Auditors.

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 VI.

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 to regulate, monitor and report trading by insiders 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 VII.

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.

INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

Your Company has constituted an Internal Complaints Committee, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has a policy and framework for employees to report sexual harassment cases at workplace. The Company's process ensures complete anonymity and confidentiality of information. Adequate workshops and awareness programmes against sexual harassment are conducted across the organization. The below table provides details of complaints received/disposed during the financial year 2021-22.

Number of complaints at the beginning of the financial year	:	Nil
No. of complaints filed during the financial year	:	Nil
No. of complaints disposed during the financial year	:	Nil
No. of complaints pending at the end of the financial year	:	Nil

As per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company follows calendar year for annual filling with statutory authority and as per the filing, there were no complaints related to sexual harassment raised in the calendar year 2021.

COMPLIANCE WITH SECRETARIAL STANDARDS

Your Company complies with all applicable Secretarial Standards as issued by the Institute of Company Secretaries of India (ICSI) and notified by the Ministry of Corporate Affairs, Government of India relating to meetings of the Board of Directors and General Meetings respectively.

GREEN INITIATIVE

Pursuant to the relevant circulars issued by Ministry of Corporate Affairs, Government of India (MCA) and Securities and Exchange Board of India and in view of the prevailing situation of the pandemic, owing to the difficulties involved in dispatching of the physical copies of the Notice of the twenty fourth AGM and the Annual Report of the Company for the year 2021-22, the said documents are being sent only by email to the shareholders.

The Company supports the 'Green Initiative' undertaken by the MCA, enabling electronic delivery of documents including Annual Report etc. to shareholders at their e-mail address already registered with the Depository Participants ("DPs") and Registrar and Transfer Agents ("RTA").

In view of the above, shareholders who have not yet registered their email addresses are requested to register the same with their DPs/ the Company's RTA for receiving all communications, including Annual Report, Notices, Circulars etc. from the Company electronically.

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

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole time Director
DIN : 00023799

MANAGEMENT DISCUSSION AND ANALYSIS

ANNEXURE I

INDUSTRIAL STRUCTURE AND DEVELOPMENT

World tea production during 2021 reached 6469 million kg, compared to 6279 million kg in 2020, a substantial increase of 190 million kg (+3.02%). China remained the largest producer in 2021 at 3120 million kg (48.2%), followed by India at 1329 million kg (20.5%). The other major producers globally were Kenya at 533 million kg (8.2%), Sri Lanka at 299 million kg (4.6%), Turkey at 280 million kg (4.3%), Vietnam at 180 million kg (2.8%), Indonesia at 127 million kg (2.0%), Bangladesh at 96 million kg (1.5%), Argentina at 73 million kg (1.1%), Japan at 69 million kg (1.0%) and Uganda at 65 million kg (1.0%). World tea exports in 2021 also grew to reach 1879 million kg, compared to 1830 million kg in 2020, an increase of 49 million kg (+2.7%). The largest exporter was Kenya at 557 million kg (29.6%), followed by China at 369 million kg (19.6%), Sri Lanka at 282 million kg (15.0%), India at 193 million kg (10.3%), Vietnam at 127 million kg (6.7%), Argentina at 69 million kg (3.7%), Uganda at 54 million kg (2.9%), Indonesia at 41.5 million kg (2.2%). Total world exports amounted to approximately 29.1% of world production for the year in 2021, ie. approximately 70.9% of world production was retained at origin for domestic consumption. China and India, aside from being the two largest producers, were also the largest consumers of tea in the world, retaining between 85% to 88% of their production for domestic consumption. The other major world producers who also retain the majority of their produce for domestic consumption are Turkey, Bangladesh, Indonesia, Japan and to a lesser extent, Vietnam. The remaining countries viz. Kenya, Sri Lanka, Argentina, Uganda and the smaller producing countries all export the majority of their production, with minimal or virtually no domestic market to serve as a foil for their exports. In terms of export competition for Indian teas, the two main competitor countries remain Kenya, which produces mainly CTC Black Teas, and Sri Lanka, which produces mainly Orthodox Black Teas. China produces predominantly Green Tea and Oolong Tea, most of which is consumed within the country itself and is not considered a direct competitor for India tea exports. (Source: International Tea Committee Bulletin and Tea Board of India).

Global tea production continued to rise year on year in 2021 as some measure of normalcy returned to operations in most production origins, despite the second wave of the Covid-19 pandemic. The increases were mainly on account of Asian producers, China +134 million kg (+4.4%), India +72 million kg (5.7%), Sri Lanka +21 million kg (+7.5%), Bangladesh +10.1 million kg (+11.7%). The major East African producers all lost crop compared to the previous year, mainly on account of inclement weather, notably Kenya -36.5 million kg (-6.4%) and Uganda -10.7 million kg (-14.1%). Tea prices in the Asian origins were marginally lower in 2021 compared to 2020 owing to the increase in production. At the Indian tea auction centres, tea prices dropped on average by 8.4% and at the Colombo auctions in Sri Lanka by 2.2% in 2021 compared to the previous year. Conversely, tea prices at the Mombasa tea auctions in Kenya for East African teas on average rose by 2.1% in 2021 over 2020 owing to lower production during the year. A significant development across the Black Tea production origins in Asia and Africa over the last 5 to 6 years has been the exponential growth in small holders' tea production comprising mainly low cost teas, particularly in India and Kenya, both of whom mainly produce CTC Black teas. As a result, there has been a surfeit in supply of plain and lower quality CTC teas globally. This has led to quality polarisation in the global CTC tea market, and a very wide price concertina between good quality teas and lower quality teas. Good quality teas are now relatively short in supply and command a substantial premium of between 50% to 250% over lower quality teas which are in abundant supply globally. (Source: J. Thomas Annual Tea Statistics).

OPPORTUNITIES AND THREATS

The continued growth in domestic consumption in India and the very wide price concertina that now exists between good quality teas and lower quality teas in India presents a significant opportunity for MRIL to move up the value chain and increase both top line and bottom line metrics by upgrading quality. The return to normalcy of business operations and supply chains in India is likely to result in normal operations by buyers in 2022, particularly those in North India and Western India who suffered operational setbacks in 2021 due to the restrictions imposed by local authorities on account of the Covid-19 pandemic. This is already evident in the initial months of 2022-23 and presents a further opportunity of growth for producers of good quality teas which are compliant with Indian regulations on food safety and other standards.

The unexpected and severe economic downturn in Sri Lanka in 2022 has had a debilitating impact on their Tea Industry. Production is considerably reduced compared to last year due to lack of fuel and required agriculture inputs. As Sri Lanka is one of the leading exporters of Orthodox Black Teas globally, this has exerted upward pressure on Orthodox prices worldwide and presents a significant opportunity for your company to fill part of the gap by maximising Orthodox production and reaping the benefits of higher value export earnings in 2022-23 from the hard currency Western markets. The only limiting factor to this would be the continuing challenges to exports to the large Orthodox export markets of Russia and Iran due to the prevailing economic and shipping sanctions on these two countries mandated by the West.

International CTC prices, however, continue to remain relatively low in comparison to domestic Indian CTC tea prices. Despite reports of lower than normal rainfall in East Africa in 2022, there appears to be adequate availability of teas from East Africa in the global tea supply pipeline. In addition, international freight rates remain at very high levels (approximately 2 to 3 times higher compared to 2021). In comparison there has been little or no increase in freight rates originating from East Africa, our main competitor in the global CTC market. Further, the strengthening of the Indian Rupee vis a vis the British Pound and the Euro in 2022 have also served to render our exports more expensive in relation to our CTC competitors in East Africa, particularly Kenya, who continue to devalue their currencies, making their exports more competitive. As a result, CTC exports in 2022 are likely to continue to prove a challenge as they did in 2021.

SEGMENTWISE OR PRODUCTWISE PERFORMANCE

The Company is primarily engaged in the business of cultivation, manufacture and sale of tea and is managed as a single unit organisation. 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, vaccination camps for 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 and provided a subsidy on Orthodox production of Rs 10/- to partially mitigate the incremental cost of production of this exportable variety of tea.

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 and Trustea certification programs 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

Indian tea prices have seen a considerable someupturn at the start of 2022-23 after the lows of 2021-22, following faster auction sales and early closure to the season in 2021. The prevailing inclement weather in 2022 in the main tea producing districts, especially in Assam and the increase in Orthodox production have served to fuel a shortage in availability of good quality CTC teas in the domestic Indian market. On the other hand, the continued growth in production of small holder teas, as their relatively young plantations reach full bearing, has ensured a surfeit of common and plain quality CTC teas in the market. Bought leaf factory CTC teas which are mostly of low / plain and medium quality produced from green leaf procured from the small holders are either selling below cost or proving difficult of sale. As a result, the price concertina in the domestic Indian tea market between good quality CTC teas and medium / plain quality CTC teas has widened to an extent never seen before. Top quality Assam CTC teas are achieving record prices week on week at the Indian tea auctions. This trend is likely to continue through most of 2022-23. The overall outlook for 2022-23 for quality tea is positive and likely to benefit in terms of value gain on good quality teas that comprise the bulk of MRIL's produce.

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. Independent firms of Chartered Accountants carry out the internal audit at the Tea Estates on a regular basis. Another independent 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	2021-22	2020-21	Change (%)	Reason
Debtors Turnover Ratio (number of times)	44.60	70.37	(36.61)	Due to higher trade-receivable as on 31st March 2022. This was due to higher sales towards end of FY2021-22, which was partly due to higher quantity of tea manufactured.
Inventory Turnover Ratio (number of times)	11.74	13.28	(11.55)	Not Applicable
Interest Coverage Ratio (number of times)	0.62	0.93	(33.23)	Deterioration due to reduction in "Profit before tax, depreciation and interest ". This was partly set off by reduction in finance cost.
Current Ratio (number of times)	0.10	0.11	(11.09)	Not Applicable
Debt Equity Ratio (number of times)	1.27	1.26	0.60	Not Applicable
Operating Margin Ratio	(10.29%)	(7.57%)	35.94%	Due to reduction in 'profit before tax', mainly owing to increase in wage-rate and lower selling-price of tea, the effect of which was partly set-off by : (i) higher quantity of tea manufactured, (ii) lesser interest-cost, (iii) lesser depreciation.
Net Profit Margin Ratio	(12.28%)	(4.75%)	158.50%	Because of reduction in 'profit after tax' due to : (i) increase in wage-rate, (ii) lower selling-price of tea, (iii) increase in deferred-tax-expense. The adverse effect of these was partly set-off by: (i) higher quantity of tea manufactured, (ii) lesser interest-cost, (iii) lesser depreciation.
Return on Net Worth	(14.20%)	(4.84%)	193.41%	Due to reduction in 'profit after tax'. Also due to reduction in net-worth, owing to loss in FY 2020-21.

HUMAN RESOURCES

Tea Industry is highly labour intensive. The Company employs around 69,926 personnel, of which 46,721 are permanent personnel and 23,205 temporary personnel at its Tea Estates and other establishments in India with more than 55% being women. Employee relations remained satisfactory during the period under review. The Company would like to record it's 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 of Directors

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole time Director
DIN: 00023799

CORPORATE GOVERNANCE REPORT
ANNEXURE II
(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
(i) Composition and Category of Directors

The Board of Directors of your Company as on 31st March 2022 consisted of six Directors as under:

- Chairman & Managing Director who is a Promoter;
- One Non-Executive Promoter Director;
- One Whole time 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 2022, number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies are given below.

As intimated earlier, the Company was under Corporate Insolvency Resolution Process ("CIRP") from 6th August 2021 till 3rd September 2021. During the period of pendency of proceedings, the powers of the Board of Directors was suspended and such powers had been vested with the Interim Resolution Professional (IRP). One meeting was held on 13th August 2021 under the Chairmanship of the IRP with Key Managerial Personnel in lieu of Board Meeting.

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 20.12.2021	No. of Directorships in other Public in 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	3	3	Yes	5	1	1
Mr. Amritanshu Khaitan	Non-Executive	3	3	Yes	1	-	-
Mrs. Arundhuti Dhar	Non-Executive & Independent	3	3	Yes	4	1	6
Mr. Suman Bhowmik	Non-Executive & Independent	3	3	Yes	-	-	-
Mr. Raj Vardhan	Non-Executive & Independent	3	2	Yes	-	-	-
Mr. Azam Monem	Whole time Director	3	3	Yes	-	-	-

including chairmanship, if any

Name of Directors	Names of the Listed Entities where the person is a director	Category of directorship
Mr. Aditya Khaitan	McLeod Russel India Limited Kilburn Engineering Limited McNally Sayaji Engineering Limited McNally Bharat Engineering Company Limited Williamson Financial Services Limited	Chairman & Managing Director Non-Executive Chairman Non-Executive Chairman Non-Executive Chairman Non-Executive Chairman
Mr. Amritanshu Khaitan	McLeod Russel India Limited Kilburn Engineering Limited	Non-Executive Non-Executive
Mr. Azam Monem	McLeod Russel India Limited	Whole time Director
Mrs. Arundhuti Dhar	McLeod Russel India 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
Mr. Suman Bhowmik	McLeod Russel India Limited	Non-Executive & Independent
Mr. Raj Vardhan	McLeod Russel India Limited	Non-Executive & Independent

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 listed entities in which he/she is a Director which shall be determined in terms of Regulation 26(1)&(2) of SEBI Listing Regulations.

All the Directors have made necessary disclosures in terms of Regulation 26(1)&(2) of SEBI Listing Regulations.

(d) Number & Dates of Board Meetings

During the year under review, three Board Meetings were held on 23rd June 2021, 12th November 2021 and 14th February 2022.

In view of the commencement of CIRP and for the purpose of compliance, one meeting was held on 13th August 2021 of IRP with Key Managerial Personnel in lieu of Board Meeting.

(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	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 <https://www.mcleodrussel.com/investors/familiarisation-programme.aspx>

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

The Board of Directors of the Company comprise of eminent qualified professional members from the diverse fields, who have significant amount of skills / expertise / competencies and thus make valuable contributions to the Board. The collective contribution of the Board of Directors makes an overall impact which reflects in the performance of the Company.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company possesses relevant skills / expertise / competencies to ensure effective functioning of the Company as per the matrix given below:

List of core Skills / Expertise / Competencies

Names of Directors	Skills / Expertise / Competencies				
	Wide Management and leadership Experience	Diversity	Financial and Managerial Experiences	Personal Values	Corporate Governance
Mr. Aditya Khaitan	✓	✓	✓	✓	✓
Mr. Amritanshu Khaitan	✓	✓	✓	✓	✓
Mr. Azam Monem	✓	✓	✓	✓	✓
Ms. Arundhuti Dhar	✓	✓	✓	✓	✓
Mr. Suman Bhowmik	✓	✓	✓	✓	✓
Mr. Raj Vardhan	✓	✓	✓	✓	✓

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 are independent of the management.

j) The detailed reason for resignation of the Independent Director who resigns before the expiry of his/her tenure along with the confirmation by such director that there are no other material reasons other than those provided: None of the Independent Director of the Company has resigned during the Financial Year and hence not applicable.

(3) CODE OF CONDUCT

A Code of Conduct has been formulated for the Directors and senior management personnel of the Company and the same is available on the Company's website. A declaration from the Managing Director, that all Board Members and senior management personnel have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2022 forms part of the Annual Report. The duties of the Independent Directors as laid down in the Companies Act, 2013 has been suitably incorporated in the Code of Conduct, as necessary.

(4) INFORMATION TO BOARD

Necessary information as specified in Part A of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) including, inter alia, quarterly statutory compliance reports, updates, annual budgets, as and when applicable, are placed before the Board for its review and consideration.

(5) SEPARATE MEETING OF INDEPENDENT DIRECTORS

Schedule IV of the Companies Act, 2013 and the Rules thereunder mandate that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-Independent Directors and members of the Management. At such meetings, the Independent Directors discuss, among other matters, the flow of information to the Board, competition, strategy, leadership strengths and weaknesses, governance, compliance, Board movements, human resource matters and performance of the executive members of the Board, including the Chairman.

During the financial year ended 31st March 2022 one Meeting of the Independent Directors held on 31st March 2022 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

(6) BOARD COMMITTEES

Your Company has four Board Committees —

- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Stakeholder's Relationship Committee
- d. Corporate Social Responsibility Committee

The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board Committee are convened by the respective Committee Chairman. Minutes of Board Committee meetings are placed before the Board for its information. The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance, are provided below:

(A) AUDIT COMMITTEE

The Board has constituted a qualified and independent Audit Committee with 4 Directors including 3 Independent Directors. All the members of the Committee are financially literate and at least one member possesses accounting and financial management expertise.

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:

- oversight of the Company's financial reporting process and the disclosure of its financial information;
- 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;
- approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- reviewing with the management, examination of the quarterly and annual financial statements and auditor's report thereon before submission to the board for approval;
 - i. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - ii. changes, if any, in accounting policies and practices and reasons for the same;
 - iii. major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. significant adjustments made in the financial statements arising out of audit findings;
 - v. compliance with listing and other legal requirements relating to financial statements;
 - vi. disclosure of any related party transactions;
 - vii. modified opinion(s) in the draft audit report;
- reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- 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.
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the Company, wherever it is necessary;
- to evaluate internal financial controls and risk management systems;
- reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
- 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
- discussion with internal auditors of any significant findings and follow up there on;
- 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;

- 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;
- 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;
- to review the functioning of the whistle blower mechanism;
- 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.
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders
- management discussion and analysis of financial condition and results of operations;
- management letters / letters of internal control weaknesses issued by the statutory auditors;
- internal audit reports relating to internal control weaknesses; and
- the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee
- statement of deviations:
 - i. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1)
 - ii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

(b) Composition, Name of Members and Chairperson

The Audit Committee of the Board as on 31st March 2022 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 and one Executive Director. 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 2022 are given below:

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar, Chairperson	Non-Executive & Independent	3	3
Mr. Suman Bhowmik	Non-Executive & Independent	3	3
Mr. Raj Vardhan	Non-Executive & Independent	3	2
Mr. Aditya Khaitan	Chairman & Managing Director	3	3

Three Meetings of the Audit Committee were held during the financial year ended 31st March 2022. The dates on which the Audit Committee Meetings were held are as follows:

23rd June 2021, 12th November 2021 and 14th February 2022.

As intimated earlier, in view of the commencement of CIRP and for the purpose of compliance, one meeting was held on 13th August 2021 of IRP with Key Managerial Personnel and Statutory Auditors in lieu of Audit Committee Meeting.

(B)) 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:

- 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.
- 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;
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c. consider the time commitments of the candidates.
- formulation of criteria for evaluation of performance of independent directors and the board of directors
- to carry out evaluation of every Director's performance;
- to devise a policy on Board diversity;
- 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 2022 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 2022 Meeting of the Nomination and Remuneration Committee were held on 8th November 2021 & 12th November 2021 (Adjourned Meeting).

(d) Performance evaluation criteria for independent Directors

The Nomination and Remuneration Committee at its Meeting held on 30 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 and 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 Obligations 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.

(C) STAKEHOLDERS' RELATIONSHIP COMMITTEE
(a) The Role of the Committee shall inter-alia include the following:

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

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

Stakeholder Relationship Committee of the Board as at 31st March 2022 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.

(c) Name and designation of Compliance Officer

Mr. Alok Kumar Samant, Company Secretary is the Compliance Officer for redressal of Shareholder's/Investor's complaints.

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

During the Financial Year ended 31st March 2022, 9 complaints were received from the Shareholders/Investors. The details are as under:

Opening as on 1st April 2021	0
Received during the year	9
Resolved during the year	9
Closing/Pending as on 31st March 2022	0

(g) Meetings and attendance during the year

During the financial year one Meeting of the Stakeholders' Relationship Committee was held on 8th November 2021 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	1	1
Mr. Suman Bhowmik	Non-Executive & Independent	1	1
Mr. Azam Monem	Executive Director	1	1

(D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
(a) Objectives of the Committee

The Committee focuses on social and environmental responsibilities to fulfill the needs and expectations of the communities around company's business operations. The CSR activities are not limited to philanthropy, but encompasses holistic community development, institution-building and sustainability related initiatives.

(b) Composition

As on March 31, 2022, the Corporate Social Responsibility Committee consisted of Mr. Azam Monem, Chairman of the Committee, Mr. Aditya Khaitan and Ms. Arundhuti Dhar. The Company Secretary acts as the Secretary to the Committee.

(c) Meetings

During the financial year, the Committee met once on 11th November 2021. Table below gives the attendance record of the Members at the Meeting.

During the financial year one Meeting of the Stakeholders' Relationship Committee was held on 8th November 2021 and the attendances of Members are as follows :

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Azam Monem, Chairperson	Wholetime Director	1	1
Mr. Aditya Khaitan	Executive Director	1	1
Mr. Arundhuti Dhar	Non – Executive and Independent Director	1	1

(d) Terms of Reference

The terms of reference of the Corporate Social Responsibility Committee are as follows:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the CSR activities to be undertaken by the Company;
2. To monitor the Corporate Social Responsibility Policy of the Company from time to time.
3. To discharge such other responsibilities as required under the Act and the Rules made thereunder.

(7) 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 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 2022 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	2,00,000	20,000
Mrs. Arundhuti Dhar	2,00,000	1,80,000
Mr. Suman Bhowmik	2,00,000	1,60,000
Mr. Raj Vardhan	1,60,000	1,20,000
Total	7,60,000	4,80,000

(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 2022, no Commission was paid to the Non-Executive Directors.

Details of Remuneration for the financial year ended 31st March 2022 to the Managing Director and Wholetime Directors are given below:

Particulars	Mr. A. Khaitan Rs.	Mr. A. Monem Rs.
Salary	1,80,00,000	72,00,000
Contribution to Provident Fund and other Funds	48,60,000	19,44,000
Bonus and Allowances	1,30,00,000	77,20,000
Monetary value of Perquisites	-	2,76,496
Period of appointment	3 years w.e.f. 01.04.2020	3 years w.e.f. 01.04.2020
Notice period	3 months	3 months
Severance fees	Not specified	Not specified

(iv) Stock option

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

(8) GENERAL BODY MEETINGS

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

Financial Year	Date	Time	Venue
31.03.2019	09.09.2019	10:30 a.m.	Uttam Mancha, 10/1/1, Manohar Pukur Road, Hazra, Kolkata-700 026
31.03.2020	30.12.2020	11.00 a.m.	The 22nd Annual General Meeting (AGM) was held through Video Conferencing/ Other Audio Visual Means ("VC"/"OAVM") in accordance with the guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), in view of the prevailing COVID-19 pandemic.
31.03.2021	20.12.2021	11.30 a.m.	The 23rd Annual General Meeting (AGM) was held through Video Conferencing/ Other Audio Visual Means ("VC"/"OAVM") in accordance with the guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), in view of the prevailing COVID-19 pandemic.

b) Special Resolutions passed in the previous three AGMs.

AGM held on	Special Resolution Passed
09.09.2019	No Special Resolution
30.12.2020	<p>(1) Special Resolution for approval of remuneration payable to Mr. Aditya Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 1st April 2020.</p> <p>(2) Special Resolution for approval of re-appointment of Mr. Azam Monem (DIN:00023799) as a Wholtime Director of the Company for a period of three years commencing from 1st April 2020 and the remuneration payable to him.</p>
20.12.2021	None

(c) & (d) Resolution passed through Postal Ballot during the year ended 31st March 2022 and the person who conducted the Postal Ballot Exercise.

No Special Resolution was passed during the financial year ended 31st March 2022 through Postal Ballot.

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

(f) Procedure for Postal Ballot: N.A.

(9) 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) Financial Results/Newspaper wherein Results normally published

Quarterly, half-yearly and annual results in the forms prescribed under Regulation 33 and Regulation 47 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 are published in prominent dailies which inter alia, included Business Standard (English)/The Financial Express (English) and Aajkal (Bengali) and also displayed on the website of the Stock Exchanges where company shares are listed and on the Company's website at www.mcleodrussel.com

(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.

(10) General Shareholder information

(a) Annual General Meeting

As mentioned in the notice convening the Annual General Meeting for the financial year 2021-22.

(b) Financial Calendar: 1st April to 31st March

Financial Calendar (tentative) for the year 2022-23

Publication of Unaudited Results for the quarter ending June 2022	July / August 2022
Publication of Unaudited Results for the half year ending September 2022	October / November 2022
Publication of Unaudited Results for the quarter ending December 2022	January / February 2022
Publication of Audited Results for the year ending March 2023	April / May 2023
Annual General Meeting for the year ending 31st March 2023	September 2023

(c) **Dividend Payment Date/Dates of Book Closure:** No Dividend has been proposed to be paid for the year ended 31st March 2022.

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

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

All listing and custodial fees to the stock exchanges and depositories have been duly paid upto financial year 2022-23.

(e) Stock Code/Listing of Shares

Name of the Stock Exchanges [where the Company's Shares are listed]	Stock Code
BSE	532654
NSE	MCLEODRUSS
CSE	10023930

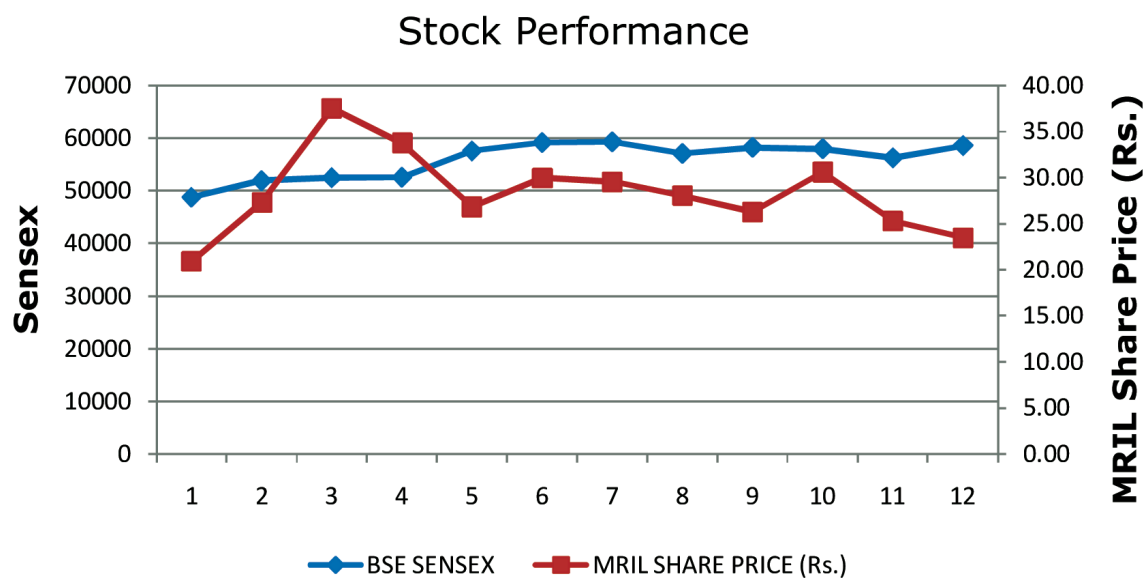
Demat ISIN for NSDL & CDSL: **INE 942G01012**

(f) Market Price Data :

Month	Bombay Stock Exchange(BSE)				National Stock Exchange (NSE)	
	High Price	Low Price	Close Price	BSE Sensex (Closing)	High Price	Low Price
April 2021	23.40	18.45	22.70	48782.36	23.50	18.50
May 2021	32.40	22.20	32.40	51937.44	32.40	22.20
June 2021	43.35	31.65	38.30	52482.71	43.50	31.35
July 2021	38.30	29.20	34.05	52586.84	37.90	29.30
August 2021	35.70	18.00	23.30	57552.39	35.20	18.05
September 2021	35.45	24.45	34.40	59126.36	35.15	24.50
October 2021	34.15	24.95	26.05	59306.93	34.15	24.95
November 2021	31.25	24.85	25.15	57064.87	31.20	24.75
December 2021	30.95	21.60	26.60	58253.82	31.20	21.55
January 2022	34.80	26.40	28.00	58014.17	34.75	26.45
February 2022	29.25	21.35	24.80	56247.28	29.20	21.50
March 2022	25.50	21.50	22.80	58568.51	25.45	21.15

(g) Performance in comparison to BSE Sensex :

Share Price Performance (April 2021 to March 2022)



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

Refer Directors Report.

(i) Registrar and Share Transfer Agents

In accordance with the SEBI directive vide Circular Nos. D&CC/FITTC/CIR-15/2002 dated 27 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 14 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 Company's equity shares are under compulsory dematerialised trading. Shares held in the dematerialised form are electronically traded in the Depository. The RTA of the Company periodically receives data regarding the beneficiary holdings, so as to enable them to update their records and send all corporate communications, dividend warrants, etc. Securities and Exchange Board of India has decided that securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2021. 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. During the year the Committee met in regular intervals 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 Scheme of 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 several 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 depository 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>

The Summary of shares which remained unclaimed lying in the demat account of McLeod Russel India Limited - Unclaimed Suspense Account as on 31st March 2022 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 01.04.2021	240	48,127
No. of Shareholders who approached the Company for transfer of Shares from Unclaimed Suspense Account during the year	-	-
No. of Shareholders to whom Shares were transferred from the Unclaimed Suspense Account during the year	4	519
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	29	2,870
Aggregate number of Shareholders and the outstanding Shares in Unclaimed Suspense Account lying as on 31.03.2022	207	44,738

The voting rights on the Shares outstanding in the Unclaimed Suspense Account as on 31st March 2022 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 2013-14, 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 20th December 2021 (date of last Annual General Meeting) on the website of the Company at the web link at <http://www.mcleodrussel.com>

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, details of which is available at the Company's website at <http://www.mcleodrussel.com>. Accordingly, all such shares in respect of which dividend had remained unclaimed for a consecutive period of 7 years from the financial years 2013-14 to 2020-2021 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
2010-11	72,753
2011-12	95,577
2012-13	46,000
2013-14	89,654
Total	3,03,984

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) Shareholding Pattern as on 31st March 2022

Sr. No.	Category	Number of Shareholders	No. of Shares held	% of holding
1	Promoters	24	65,23,450	6.2452
2	Mutual Funds/UTI	2	811	0.0008
3	Foreign Portfolio Investors	6	2305911	2.2075
4	Financial Institutions/Banks	49	40559	0.0388
5	Insurance Companies	2	1502753	1.4387
6	Central Government/State Government(s)	2	25112	0.0240
7	Resident Individuals	68605	75823800	72.5894
8	NBFCs Registered with RBI	1	109000	0.1044
9	Investor Education and Protection Fund Authority	1	943189	0.0930
10	Bodies Corporate	603	14015560	13.4177
11	Clearing Member	68	1387371	1.3282
12	Non Resident Individuals	859	1429923	1.3689
13	Domestic Corporate Unclaimed Shares Account	1	44738	0.0428
14	Trusts	11	77660	0.0743
15	Foreign Company	2	136350	0.1305
16	Foreign National	32	89548	0.0857
	Total:	70268	10,44,55,735	100.0000

(ii) Distribution of shareholding as on 31st March 2022

Size of holding	No. of holders (holding PAN)	Percentage (%)	No. of Shares	Percentage (%)
1 to 500	55298	78.7048	7474294	7.1555
501 to 1000	6550	9.3225	5389910	5.1600
1001 to 2000	3654	5.2007	5691945	5.4491
2001 to 3000	1440	2.0495	3743868	3.5842
3001 to 4000	645	0.9180	2331116	2.2317
4001 to 5000	700	0.9963	3358810	3.2155
5001 to 10000	1023	1.4560	7895407	7.5586
10001 and above	950	1.3521	68570385	65.6454
Total	70260	100.0000	104455735	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. 98.91% 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. Detailed information in this respect has been provided in the Management Discussion and Analysis Report.

(o) Plant Locations:

Tea manufacturing plants are located at the following Tea Estates -

LOCATIONS	TEA ESTATES
ASSAM:-	
BISHNAUTH	DEKORAI, MIJICAJAN, MONABARIE, PERTABGHUR, NILPUR
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
	BLENDING UNIT
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 2021-22 are as follows:-

No Credit rating done during the Financial Year 2021-22. The Debt Resolution plan of the company is under progress and currently under review by the rating agencies appointed by the lenders.

(11) OTHER DISCLOSURES

(a) Disclosures on materially significant related party transactions having potential conflict: The Company did not have any significant related party transactions, which may have potential conflict with the interest of the Company. The Board has approved a policy on dealing with related party transactions and the same has been uploaded and available on the Company's website (www.mcleodrussel.com). Related party transactions have been disclosed under Note 42 to the Accounts for the year under review. A Statement in summary form of transactions with related parties in the ordinary course of business are placed periodically before the Audit Committee. The pricing of all the transactions with the related parties were on an arm's length basis.

(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 2020, 31st March 2021 and 31st March 2022. 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

A Vigil Mechanism/Whistle Blower Policy has been established for Directors and employees to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguard against victimization of director(s)/employee(s) who avail of the mechanism and provides for direct access to the Chairman of the Audit Committee in exceptional cases. The Policy 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

Financial Results are published in prominent dailies which inter alia, included Business Standard (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 presently 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 2022 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 <https://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 <https://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 <https://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.

(i) 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 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.

(j) All the recommendations/ suggestions made by the Committees of Board of Directors which is mandatorily required during the financial year 2021-22 were accepted by the Board of Directors.

(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. 37.2 of the financial statements of the Company.

(l) Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013: Refer Directors Report.

(m) Disclosure by listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: N.A.

(12) Non-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-para (2) to (10) of the Part C of Schedule V of the Listing Regulations.

(13) Discretionary requirements: Details given in Clause 10(d) above.

(14) 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.

(15) 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, 2022.

For and on behalf of the Board of Directors

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole time Director
DIN:00023799

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 31st March 2022 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

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Chairman & Managing Director
DIN: 00023788

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

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) and (t) 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 March 31, 2022, 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 March 31, 2022 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 April 01, 2021 to March 31, 2022:
 - 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 and read the policy adopted by the company for related party transactions.

- g) 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.
- h) 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 March 31, 2022, 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**

Place: Kolkata
Date: August 12, 2022

**R. P. Singh
Partner
Membership No: 052438
UDIN:22052438AOXIIQ9955**

REMUNERATION POLICY OF MCLEOD RUSSEL INDIA LIMITED

ANNEXURE IV

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 Obligations 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 Wholtime 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) **Basic 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.

SECRETARIAL AUDIT REPORT**ANNEXURE V**

FOR THE FINANCIAL YEAR ENDED 31.03.2022

[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 31.03.2022 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 statutes 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.

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 31.03.2022 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 31.03.2022 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.

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 was under Corporate Insolvency Resolution Process ("CIRP") pursuant to order dated 6th August, 2021 passed by Hon'ble National Company Law Tribunal, New Delhi Bench, New Delhi ("NCLT"). The power of the Board of Directors of the Company had been suspended and such powers were vested with the Interim Resolution Professional (IRP) who had since taken control of the management of the Company. However, the Hon'ble National Company Law Tribunal, New Delhi Bench, New Delhi ("NCLT") vide its Order dated 3rd September, 2021 has withdrawn the aforesaid matter. Subsequently, the suspension of the Board of Directors of the Company has been re-stored and IRP has been discharged from his functions.

- (b) All the banking lenders have signed/executed an Inter Creditor Agreement ('ICA') to provide for ground rules for finalization and implementation of Resolution Plan in respect of borrower/Company pursuant to the provisions of The Reserve Bank of India ("RBI") circular no. RBI/2018-19/203 DBR.No.BP.BC.45/21.04.048/2018-19 dated 07th June 2019.
- (c) Certain transactions involving amounts given to group companies during the financial year ended 31st March, 2019 for which applicability of Section 185 could not be ascertained still stands outstanding as on 31st March, 2022. As reported by the management, the matter is under examination and pending before regulatory authorities.
- (d) During the financial year under report, the Company has paid remuneration to the Managing Director and Whole-time Director as approved by the shareholders through special resolution at the Annual General Meeting (AGM) of the Company held on 30th December, 2020. The Company prior to the AGM has made applications to the Banks and Financial Institutions for their approval with regard to payment of the aforesaid remuneration in accordance with the provisions of Schedule V to the Act. As informed by the management, majority of the lenders have granted an in-principle approval for the same and consequential adjustments in this respect will be given effect to in subsequent period on receipt of necessary intimation for such approval.
- (e) The status of the Company is shown as 'Suspended' at the Calcutta Stock Exchange site. As informed by the management, the Company is in process of application for revocation of suspension.
- (f) The Company is in process of getting registered under TReDS (Trade Receivables Discounting System) platform set up as per the notification of the Reserve Bank of India.
- (g) The Company is in process of implementation of Structured Digital Database pursuant to SEBI Notification dated 17th July, 2020.
- (h) In the light of heightened concern on spread of Covid-19 across the nation during the year under report and as per the notifications issued by the Central / State Government(s), the Company had temporarily suspended its operation of certain facilities at its Plants / Gardens and Offices till such time as has been specified in such notifications.

For A. K. LABH & Co.
Company Secretaries
(CS A. K. LABH)

Practicing Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000785441

Date : 12th August, 2022
Place : Kolkata

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 (Accounts) 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.50.88 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 upgrade 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)

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

(iv) the expenditure incurred on Research and Development.

Expenditure on Research & Development	2021-22	2020-21
Capital Expenditure	Nil	Nil
Revenue Expenditure	173.20*	177.93*
Total	173.20	177.93

* 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. 20778 Lakhs and the foreign exchange outgo during the year in terms of imports was about Rs.532.77Lakhs.

For and on behalf of the Board of Directors

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole time Director
DIN:00023799

Remuneration and other specified Particulars of Employees

Part A : 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 2021-22	
		All Employees	Executive Grade Employees
	Non-Executive Directors Mr. Amritanshu Khaitan Mrs. Arundhuti Dhar Mr. Raj Vardhan Mr. Suman Bhowmik Executive Directors Mr. Aditya Khaitan - Managing Director Mr. Azam Monem - Whole Time Director	3.46 5.98 4.41 5.67 488.24 239.34	0.22 0.38 0.28 0.36 31.08 15.24
(ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year	<p>The Non – Executive Directors have only received the sitting fee for attending meetings during the Financial Year 2021-22. The Sitting Fee for attending the Board and Committee Meetings thereof has been increased by the Board w.e.f. 12th November, 2021. One Meeting during the said Financial Year was conducted by the IRP as mentioned elsewhere in the report, due to which there has been a decrease in number of board meetings held by the Board of Directors of the Company resulting in percentage decrease in sitting fee paid to the Non – Executive directors.</p> <p>There has been no increase in the remuneration of Managing Director, Whole time Director, Company Secretary and Chief Financial Officer of the Company during the said period except for some changes in reimbursable expenses.</p>		
(iii) The percentage increase/decrease in the median remuneration of the employees in the financial year	During the said financial year, there was an increase of 2.92 % in the median remuneration of employees on the rolls as at 31st March 2022		
(iv) The number of permanent employees on the rolls of Company as on 31st March 2022	46,721		
(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.	It is hereby affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.		

Part B: Statement of Disclosure pursuant to Section 197 of the Companies Act, 2013 (Read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) Names of top ten employees in terms of remuneration drawn during the financial year 2021-22:-

Name	Designation received (in Rs. lakhs)#	Remuneration employment, whether contractual or otherwise	Nature of and experience of the employee	Qualifications commencement of employment	Date of	Age (years) held before joining the Company	The last employment of equity shares held	The percentage is a relative of any Director or Manager of the Company and if so, name of such Director or Manager	Whether any such employee
Aditya Khaitan	Managing Director	310.00	In Whole time employment as per contract	B.Com (Hons); 29 years	01.04.2005	54	N.A.	0.0165	Late Mr. B.M. Khaitan - Father
Azam Monem	Whole Time Director	151.96	-do-	B.Com (Hons); 41 years	01.04.2005	62	Eveready Industries India Limited, Senior Vice-president	0.0005	No
Pradip Bhar	Senior Vice President & CFO	88.17	Permanent Employment	B.Com (Hons), FCA, AICWA; 42 years	01.01.2012	65	D1 Williamson Magor Bio Fuel Limited, Managing Director	0.0000	No
Subhra Giri Patnaik	Sr. General Manager	41.08	Permanent Employment	FCS, 24 years	01.11.2019	47	Electro steel Castings Ltd.	0.0000	No
Supratim Chakraborty	Senior General Manager	32.45	Permanent Employment	B.Sc; 36 years	01.05.1989	57	-	0.0000	No
Vijay Simha Jagannath	Senior General Manager	26.40	Permanent Employment	B. Com (Hons); 28 years	17.01.2006	51	J.Thomas& Co Pvt. Ltd	0.0000	No
Brij Jamwal	Superintendent	24.35	Permanent Employment	BSc: 35 years	01.04.1987	58	-	0.0000	No
Sanjay Bajpai	Deputy General Manager	23.50	Permanent Employment 32 years	B. Com (Hons) & Diploma :	10.02.1992	55	-	0.0019	No
Chandan Joyti Saikia	Manager	23.06	Permanent Employment	BSc(Agri); 31 years	15.05.1991	52	George Williamson	0.0000	No
Vikram Singh	Manager	22.04	Permanent Employment	BA(Arts); 30 years	01.02.1992	52	-	0.0000	No

Remuneration received includes salary, allowances and monetary value of other perquisites computed as per Income Tax Act, 1961 and Rules thereunder.

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

- (II) Names of other employees who are in receipt of aggregate remuneration of not less than rupees One crore two lakhs per annum or not less than rupees eight lakh and fifty thousand per month (if employed for part of the FY 21-22):- Nil
- (III) There was no employee in the Company, whether employed throughout or part of the financial year 2021-22, who has drawn remuneration in excess of that drawn by the Managing Director or Whole Time Director and holds along with spouse and dependent children not less than two per cent of the equity share capital of the Company.

Date : 12th August, 2022
Place : Kolkata

For and on behalf of the Board of Directors

Aditya Khaitan	Azam Monem
Managing Director	Whole time Director
DIN: 00023788	DIN:00023799

ANNUAL REPORT ON CSR ACTIVITIES
ANNEXURE VIII

[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended.]

1. Brief outline on CSR Policy of the Company

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 with special emphasis on the environment which surround the units of the Company and thereby enriching the Society. The Policy was last amended by the Board on 12th November 2021 to be aligned with applicable regulatory changes.

2. Composition of Corporate Social Responsibility Committee :

Name of Directors	Category	No. of Meetings	
		Held during the year	Attended
Mrs. Arundhuti Dhar, Chairperson	Non-Executive & Independent	1	1
Mr. Aditya Khaitan	Managing Director	1	1
Mr. Azam Monem	Whole time Director	1	1

3. The web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company are provided below:

Composition of CSR Committee	https://www.mcleodrussel.com/investors/board-committees.aspx
CSR Policy	https://www.mcleodrussel.com/pdf/investor/policies/csr-policy.pdf
CSR Projects/Activities	Not Applicable

4. Details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: Not Applicable.

5. Details of the amount available for set-off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set-off for the financial year, if any: Not Applicable.

6. Average net profit of the company as per section 135(5) of the Companies Act, 2013: Rs. (9477.59) lakhs

7. (a) Two percent of average net profit of the company as per section 135(5)- Nil
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.- NA
- (c) Amount required to be set off for the financial year, if any- NA
- (d) Total CSR obligation for the financial year (7a+7b- 7c). - NA

8. (a) CSR amount spent or unspent for the financial year :

Amount Unspent					
Total Amount Spent for the Financial Year (Rs. in Lakhs)	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount (Rs. In Lakhs)	Date of transfer	Name of the Fund	Amount (Rs. In Lakhs)	Date of transfer
Not Applicable					

(b) Details of CSR amount spent against ongoing projects for the financial year:

Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration. (in years)	Amount allocated for the project (Rs. in Lakhs)	Amount spent in the current financial year (Rs. in Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (Rs. in Lakhs)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration Number
Not Applicable												

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)		Location of the project	Amount spent for the project (Rs. in Lakhs)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
			State	District				Name	CSR Registration Number
Not Applicable									

- (d) Amount spent in Administrative Overheads- Not Applicable
- (e) Amount spent on Impact Assessment, if applicable- Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e)- Not Applicable
- (g) Excess amount for set off, if any- Not Applicable

9. (a) Details of unspent CSR amount for the preceding three financial years:

Sl. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6)	Amount spent in the reporting financial year	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years
				Name of the Fund	Amount	Date of transfer	
				Not Applicable			

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sl. No	Project Id	Name of the Project	Financial Year in which the project was commenced	Project Duration	Total Amount allocated for the Project (In Rs.)	Amount spent on the Project in the reporting Financial Year (In Rs.)	Cumulative amount spent at the end of reporting financial year (in Rs.)	Status of the project - Completed / Ongoing
					Not Applicable			

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s)-NA
- (b) Amount of CSR spent for creation or acquisition of capital asset. - NA
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.-NA
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). -NA

11. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per Section 135(5)

: Not Applicable

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, 2022 since the Company had no average net profits during the three immediately preceding financial years.

For and on behalf of the Board of Directors

Date : 12th August, 2022
Place : Kolkata

Aditya Khaitan
Managing Director
DIN: 00023788

Azam Monem
Whole time Director
DIN:00023799

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, 2022 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 has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also 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 : CS Atul Kumar Labh

Membership No. : FCS 4848

CP No. : 3238

PRCN : 1038/2020

UIN : S1999WB026800

UDIN : F004848D000785430

Place : Kolkata

Date : 12.08.2022

INDEPENDENT AUDITORS' 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, 2022, 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, 2022, and its loss, 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. 56(a) dealing with Inter Corporate Deposits (ICDs) aggregating Rs. 2,77,094.87 lakhs and outstanding as on March 31, 2022 (including Interest of Rs. 1,933.92 lakhs accrued till March 31, 2019) from certain companies, which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. In absence of provision there against, the loss for the year is understated to that extent. Impacts 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. 1,400.00 lakhs (included under "Advances to Suppliers, Service Providers etc. under Note no. 17") which are outstanding as on March 31, 2022. 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. 35.2 regarding non-recognition of Interest of Rs. 6,716.79 lakhs (Including Rs. 2,101.32 lakhs for the year) on Inter Corporate Deposits taken by the company and thereby the loss for the year is understated to that extent and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions and details in respect of short term borrowings and certain outstanding advances being so claimed by customer included in said note and Note no. 24.5 for basis of settlement arrived at in case of one such borrowing and details, adjustments whereof as stated in Note no. 24.4 are currently not available/ determinable. Further, as stated in Note no. 57(b), penal/compound interest and other adjustments in respect of borrowings from lenders/banks/financial institution have not been recognised and amount payable to lenders, banks and financial institutions as recognised in the financial statement are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amounts with respect to these, 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/ disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 57 and 35. Adjustments/ Impacts/disclosures 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 financial statements, the predecessor auditor in respect of loans included under paragraph (a) above have reported that it includes amount 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. The promoter companies have not been considered as related parties and therefore transactions and outstanding from them have not been disclosed separately in the financial statements. 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. 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. 57(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. Loans given to promoter group and certain other companies have remained unpaid. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations could not be met as well due to insufficiency of resources. 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 restructuring/reduction of borrowings and interest thereon in terms of resolution plan under considerations of lenders and restructuring/adjustment of outstanding loans receivables and other proposals under evaluation as on this date. The ability to continue as a going concern is dependent upon formulation and approval of the resolution plan and in the event of the management's expectation in this respect and estimation etc., not turning out to be true, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us. Our opinion is not modified in respect of this 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	
<p>Biological assets of the Company comprising of unharvested green tea leaves on tea bushes and the agricultural produce comprising of harvested green leaves are valued at fair value less cost to sell at the point of harvest. Unharvested tea leaves on tea bushes at the yearend are determined on the basis of normal cycle for plucking.</p> <p>In respect of harvested or unharvested green leaves, since there is no active market for own leaves, estimates are used by management in determining the valuation.</p> <p>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.</p> <p>The principal assumptions and estimates in the determination of the fair value include assumptions with respect to production cycle, yields, prices of green leaf purchased from third parties and the stage of transformation. These assumptions and estimates require careful evaluation by management.</p> <p>Given the nature of Industry these assets and valuation thereof are significant to the operation of the company.</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of valuation includes the following:</p> <ul style="list-style-type: none"> Obtaining an understanding of the production cycle, fair value measurement methodologies used and assessing the reasonableness and consistency of the significant assumptions used for determination and valuation thereof; 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 and cycle of production to analyse the stage of transformation considered for the determination and fair valuation of biological assets; Due to multiple location of estates, 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: <ul style="list-style-type: none"> In respect of the stock of Black Tea held at certain tea estates and warehouses services of Independent firm of Chartered Accountants were engaged for carrying out physical verification; In respect of warehouses in Kolkata and Guwahati, we were present to overview the entire process being undertaken by Independent firm of Chartered Accountants; In all other locations verifications were undertaken by the management; We reviewed the reports submitted for the verification along with workings and supporting details and obtained reasons/explanation for variations observed with respect to book stock; The stock at the year end were derived by rolling back the quantities of subsequent dispatches and production; and

Key Audit Matters	Addressing the Key Audit Matters
	<ul style="list-style-type: none"> - Reliance has been placed on management's representation and evidences provided for subsequent production, dispatches and collections thereagainst. ● We examined the valuation process/methodology and checks being performed at multiple levels with due recognition of principle of materiality to ensure that the valuation is consistent with and as per the policy followed in this respect.
Impairment of Property, Plant and Equipment (PPE), Capital Work in Progress (CWIP) and Intangible Assets (Note no. 4(a) of the Standalone financial statements)	
<p>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.</p> <p>The exercise requires assessment of fair valuation of tea estates and other items of property, plant and equipments</p> <p>This exercise has gained significance 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.</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of Impairment includes the following:</p> <ul style="list-style-type: none"> ● 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 independent technical consultants for arriving at value in use and fair value of various tea estates and other assets less cost to sale and necessary updation thereof by the management based on current indicators and prevailing situation and this being a technical matter, reliance has been placed on management's contention and representation in this respect; ● Review of impairment valuation models used in relation to CGU to determine the recoverable amount and the key assumptions used by management in this respect including: <ul style="list-style-type: none"> - 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.
Recognition of Deferred Tax Assets (Note no.22.1 of the Standalone financial statements)	
<p>Deferred tax Asset include MAT Credit Entitlement of Rs. 2,110.37 lakhs being carried forward in the Standalone financial statements as at March 31, 2022.</p> <p>Further, Deferred Tax Assets in respect of MAT Credit Entitlement amounting to Rs. 2,622.22 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognized in the Standalone financial statements. Deferred Tax reversal during the tax holiday period has been ignored for the purpose computation.</p>	<p>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:</p> <ul style="list-style-type: none"> ● 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. ● Reliance has been placed on management's assumptions for possible outcome vis-à-vis resolution plan under consideration of lenders.

Key Audit Matters	Addressing the Key Audit Matters
Going Concern Assumption (Note no. 57 of the Standalone financial statements)	
<p>The Company's current liabilities have exceeded current assets by Rs. 2,44,445.12 lakhs as on March 31, 2022. 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.</p> <p>The availability of sufficient fund and the company's ability to continue meeting its financial, statutory and other obligations as and when falling due for payment are important for the going concern assumption and, as such, are significant aspects of our audit.</p>	<p>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:</p> <ul style="list-style-type: none"> Review of the Debt Restructuring process and steps so far taken by lenders in this respect which inter-alia includes approving Inter-Creditor Agreement, re-vetting of Techno Economic Viability (TEV) study, valuation of tea estates and other assets of the company and recommending the possible credit rating on the resolution plan for implementation. This includes review of: <ul style="list-style-type: none"> 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 assumptions etc. for possible valuation of the business and tea estates, system and operating results and efficiencies and management's forecast and outlook; and Management's report to gain an understanding of the various 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, 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

We did not audit the financial statement/ information of one overseas office included in the financial results of the Company whose financial statement/financial information comprising of expenses to the extent of Rs. 1.21 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 since this reflects total assets of Rs. 7.32 lakhs as at March 31, 2022 and the total revenue of 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.

Report on Other Legal and Regulatory Requirements

- a) 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 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 earlier 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, 2022. 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.
1. 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 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 Income, 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/non-determination for interest and other terms and conditions in respect of the borrowings etc. 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) Based on the legal opinion obtained by the Company and on the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors of the Company, none of the directors of the Company are disqualified as on March 31, 2022 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.
2. As required by the Companies (Auditors' Report) Order, 2020 ("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.
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 financial statements has disclosed the impact of pending litigations on its financial position of the Company - Refer Note no. 41 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.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- iv. (a) The Management has represented that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on the audit procedures and generally accepted auditing practices followed in terms of SAs that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement. However, in respect of the earlier years transactions dealing with loans and advances, securities, guarantees, etc. as stated in those years which are forming part of the Basis for Adverse Opinion as given above, we are unable to ascertain and/or comment as required under this para; and
- v. The company has not declared any dividend during the year thereby reporting under Section 143(11)(f) is not applicable for the company.
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 Company to its Managing and Whole-time Directors are not in accordance with provisions of Section 197 of the Act and accordingly such remunerations paid pending necessary approval etc. as given in Note no. 8.1 has been held by them under Trust and disclosed under Loans and Advances in the financial statement.

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

Place : Kolkata
Date : 30th May, 2022

R. P. Singh
Partner
Membership No: 52438
UDIN: 22052438AJWKDV6607

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MCLEOD RUSSEL INDIA LIMITED

(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, 2022, 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, 2022:

- 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 are 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 evidence for movement thereof as given in Note no. 58 of the 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; and
- Supporting audit evidence with respect to certain inter Corporate Deposits (ICDs), short-term borrowings and advances for repayment/adjustment against execution of securities by lenders to determine the basis and terms and conditions for the same as given in Note no. 24.4, 24.5 and 27.2 are not available.

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, 2022, 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, 2022, 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

Place : Kolkata
Date : 30th May, 2022

R. P. Singh
Partner
Membership No: 52438
UDIN: 22052438AJWKDV6607

ANNEXURE "B" TO THE AUDITORS' REPORT OF EVEN DATE TO MEMBERS OF MCLEOD RUSSEL INDIA LIMITED:

(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 in case of Property, Plant and Equipments and Intangible Assets.
- b. The Company has a program of verification of property, plant and equipment (other than bearer plants existence of which are ascertained through required yield and output therefrom) 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. Pursuant to this program, a comprehensive and detailed verification of Property, plant and Equipment and Capital Work in Progress was carried out by engaging the services of an Independent firm of professional for the purpose. According to the information and explanations given to us, no material discrepancies to the extent verified during the years 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 and buildings, bearer plant etc. attached thereto that have been taken on lease or on patta (other than the properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) 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, having regard to the note 5.3 we report that, the 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.

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 received by us from lenders.
- d. The company is not following revaluation model of accounting and has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible Assets during the year. Accordingly, the reporting under Clause 3 (i)(d) of the Order is not applicable to the Company.
- e. As per the information and explanation given to us and as represented by the management, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, further reporting under Clause 3 (i)(e) of the Order is not applicable to the Company.
- ii) a. As informed, the physical verification of inventories were carried out at reasonable intervals during the year. The year-end verification of tea stock is carried out by the management in presence and supervision of Independent firms of chartered accountant, entrusted with such responsibility. The discrepancies noticed on physical verification between the physical stock and book stock of inventories to the extent verified during the year, were not 10% or more in aggregate for each class of inventory and the same have been properly dealt with in the books of account.
- b. Due to the reasons stated in note no. 57(a) pending finalization of the resolution as stated therein, no working capital limit in excess of Rs. 5 crores has been sanctioned or renewed at any point of time during the year. In respect of such limit sanctioned in earlier years, pending regularization there of based on the resolution plan under finalization by the lender as stated above, statement of stocks and debtors have been submitted to the banks which are in agreement with the then unaudited books and records of the company.
- iii) a. The company has not made any investments in, provided any security or guarantee or granted any loan or advances in nature of loan (other than to employees in normal course of the business and payment of managerial remuneration pending necessary approval being considered recoverable and shown under advances (Note no. 8.1) and as such reporting under clause 3(iii)(a) and (b) are not applicable to the company.
- b. In respect of loans and advances in the nature of loan, Rs. 2,75,160.95 lakhs given in earlier year as stated in note no. 56(a) remained outstanding as on March 31, 2022. Certain amount as stated in note no. 56 (b) which initially given as capital advances were converted to inter corporate deposits. The amount outstanding have either been given without specifying any terms and conditions or were stated to be repayable on demand and even advances in the nature of loans given earlier no terms and conditions for repayment thereof have been specified. In respect of amounts repayable on demand even though approached, the timeline and terms of settlement/repayment etc., with the respective parties have not yet been crystallised. Accordingly, it is not possible on our part to comment on the regularity of payment in respect of such amount and also whether these have become overdue for payment. These loan and advances have neither been renewed nor extended or no fresh loan has been granted to settle these amounts. However, considering the period for which these amounts are outstanding and considering the possibility of recoverability etc., these as stated in para (a) of the Basis of adverse opinion section have been considered doubtful of recovery. In absence of required terms and conditions including interest thereof, period of default and determination of amount ultimately recoverable thereagainst it is not possible for us to comment further with respect to reporting required under clause 3(iii)(c), (d) & (e).

- c. The loans or advances in the nature of loan were granted in earlier year which were without specifying any term or period of repayment or repayable on demand and as stated above Rs. 2,75,160.95 lakhs is outstanding as on March 31, 2022. The details in respect of these loans are as follows:

Particulars	All Parties	Promoters
Aggregate amount of loans/ advances in nature of loans	Rs, 2,75,160.95	Rs. 1,46,961.64
Total (A + B)	Rs, 2,75,160.95	Rs. 1,46,961.64
Percentage of loans/ advances in nature of loans to the total loans		53.00%

The above amount has been disclosed as provided to us by the management. The above promoters and certain other companies as stated in Para (e) of the Basis of Adverse opinion section, the status of the Party whatever related or otherwise as such is not ascertainable. Further, the above does not include advances of Rs. 1,400.00 lakhs given in earlier years in respect of which as stated in Para (b) of the Basis of Adverse Opinion section necessary details are not available.

Also, terms and conditions and other details in respect of Rs. 2,000.00 lakhs paid to a lender in settlement of their dues as stated in Note no. 24.5 have also currently not been specified and disclosed above. The comments as required to be reported under clause 3(iii)(f) with respect to above as such cannot be given.

- iv) In our opinion and according to the information and explanations given to us; the Company has complied with the provisions of section 186 of the Companies Act, 2013 in respect of loans, investments and guarantees and securities, as applicable given in earlier years. However, in view of the matter described in paragraph (e) of Basis for Adverse Opinion section, it is not possible to ascertain and comment on the compliance of Section 185 of the Companies Act, 2013. The company has however not given any such loans, guarantees or provided securities during the year.
- v) During the year, as stated in Note No. 24.5 certain individuals have directly settled the loan of one of the financial creditors and the amount payable to them has been so recognized in the financial statement. In absence of details with respect to the nature of the receipt, terms and conditions the amount so recognized even though in the nature of deposit, the applicability of provisions of section 73 to 76 or any other provisions of Companies Act, 2013 or any other rules thereunder and nature of contravention as such are not determinable and as such cannot be commented upon by us. Other than this, the Company has not accepted any deposits during the year and does not have any unclaimed deposits as at March 31, 2022 from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder.
- 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, there were certain delays during the year 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.

There were no undisputed amounts payable in respect of Provident Fund, Investor Education and 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, 2022 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 relate
Income Tax Act' 1961	Corporate Dividend Tax (Refer Note no. 28.1 of the financial Statements)	344.77*	2005-2006 to 2007-2008
Assam Tea Plantations Provident Fund Scheme Act, 1955	Provident Fund	240.18	2021-22
Assam Tea Plantations Employees' Welfare Fund Act, 1959	Unclaimed Wages of labours	34.36	2010-11 to 2017-18
Assam Tea Employee Welfare Fund Act, 1959	Labour Welfare Fund	1.57	2012-13 to 2020-21
The Assam Tax on Professions, Trades, Callings and Employment Act, 1947	Professional Tax	0.07	2012-13
		1.47	2020-21
		1.01	2021-22

Name of the Statute	Nature of Dues	Amount (Rs. In Lakhs)	Period to which they relate
Assam Electricity Duty Act, 1964	Electricity Duty	5.75	2018-19
		18.56	2019-20
		18.20	2020-21
		10.09	2021-22

* Excluding Rs. 343.37 lakhs being adjusted by Income Tax Authorities against refund of Assessment Year 2007-2008

- b. According to the information and explanations given to us, the details of disputed statutory dues as given in sub-clause (a) above, as at March 31, 2022, 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	Income Tax	1,855.17	2016-2017	Dispute Resolution Panel (DRP)
Income Tax Act' 1961	Income Tax	1,568.97	2017-2018	Commissioner (Appeals)
Income Tax Act' 1961	Income Tax	138.05	2015-2016	Commissioner (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 and as represented by the management, we have neither come across nor have been informed of transactions which were previously not recorded in books of account and that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- ix) a. 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	4,649.54	1,227.54	June 2019 to March 31, 2022
HDFC Bank Limited	6,800.00	1,922.04	June 2019 to March 31, 2022
RBL Bank Limited	4,752.33	1,485.97	July 2019 to March 31, 2022
Yes Bank Limited	4,375.00	1,186.80	March 2019 to March 31, 2022
Short Term Loan from Banks			
Axis Bank Limited	25,000.00	7,480.17	July 2019 to March 31, 2022
RBL Bank Limited	23,500.00	7,088.37	July 2019 to March 31, 2022
HDFC Bank Limited	17,901.97	4,904.25	May 2019 to March 31, 2022
IndusInd Bank Limited	7,484.81	2,835.96	December 2019 to March 31, 2022
Yes Bank Limited	33,026.61	9,056.39	May 2019 to March 31, 2022
Term Loan from Others			
Housing Development Finance Corporation Limited	894.82	201.95	January 2020 to March 31, 2022
Short Term Loan from Others			
Ragini Finance Limited	950.00	-	October 2019 to March 31, 2022
Digvijay Finlease Limited	1,950.00	-	October 2019 to March 31, 2022
P D K Impex Private Limited	975.00	-	March 31, 2020 to March 31, 2022
Cash Credit			
Axis Bank Limited	480.53	128.14	October 2019 to March 31, 2022
HDFC Bank Limited	5,579.49	1,114.97	May 2019 to March 31, 2022
State Bank of India Limited	8,987.41	1,897.29	June 2019 to March 31, 2022
Punjab National Bank Limited (Erstwhile United Bank of India)	6,842.02	1,224.73	February 2020 to March 31, 2022
ICICI Bank Limited	7,763.34	2,178.37	June 2019 to March 31, 2022

Name of the Bank/ Financial Institution	Principal	Interest	Period of Default
Indian Bank Limited (Erstwhile Allahabad Bank Limited)	3,784.61	697.10	February 29, 2020 to March 31, 2022
Yes Bank Limited	900.00	-	May 2019 to March 31, 2022
RBL Bank Limited	1,839.00	1,180.17	July 2019 to March 31, 2022
UCO Bank Limited	2,426.53	480.21	May 31, 2020 to March 31, 2022

The above amounts have been disclosed on the basis as described in Note no. 57(b) of the financial statement. The above defaults and amount due are however subject to confirmation and reconciliation with respective parties and finalisation of the resolution plan under consideration by lenders (Refer Note no. 57(a)).

Other than this, there are certain inter corporate deposits and advances amounting to Rs. 11,065.19 lakhs outstanding pending finalization of terms and conditions as stated in note no. 24.5 and thereby disclosure if any under this clause as such could not be given.

- b. According to the information, explanations and representation given to us by the management, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c. In our opinion and on the basis of information and explanations given to us by the management, the Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable to the company.
- d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that the company has used funds raised on short-term basis aggregating to Rs. 24,44,45.12 lakhs for long-term purposes.
- e. According to the information and explanations given to us and as per the audit procedure performed by us, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.
- f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. However, details on the pledge of securities held in its subsidiaries where the company has defaulted in repayment thereof are as follows:

Nature of loan taken	Name of lender	Name of the subsidiary	Details of security pledged
Term Loan	Yes Bank Limited	Borelli Tea Holdings Limited	Pledge of Investment in Phuben Tea Company Limited

- x) a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under Clause 3(x)(a) of the Order is not applicable to the Company.
- b. 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 (x)(b) of the Order is not applicable to the Company.
- xi) a. During the course of our examination of books of account carried out in accordance with generally accepted auditing practices in India, we have neither come across incidence of any material fraud by the company or on the company nor have we been informed of any such case by the management.

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.

- b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us and representation received from the management, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 has not been filed with the Central Government. Such report was however filed in the earlier years by the predecessor auditor for which as stated in Para (e) of the Basis for Adverse Opinion section above final outcome is awaited.
- c. As represented to us by the management, there were no whistle blower complaints received by the company during the year.
- 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, whereby transactions and outstanding from certain promoter companies have not been considered as related party transaction. 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 as such cannot be ascertained and commented upon by us;

- xiv) a. The Internal audit of the Company has been carried out by a firm of Chartered Accountants. The system followed, in our opinion, is generally commensurate with the size and nature of its business.
- b. Further, we have considered, during the course of our audit, the reports of the internal auditor for the period under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the work of Internal Auditors".
- 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, 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 to the Company.
- xvi) a. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable to the company.
- b. The Company has not conducted any Non-Banking Financial or Housing Finance Activities without a valid certificate of registration as required under Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(b) of the Order is not applicable to the company.
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3(xvi)(c) of the Order is not applicable to the company.
- d. In our opinion and based on the representation received by us from the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable to the company.
- xvii) On the basis of overall examination of the financial statement, the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year and therefore further reporting as required in this respect under clause 3(xvii) of the Order is not applicable to the company.
- xviii) There has been no resignation of the statutory auditors of the Company during the year and accordingly reporting under clause 3(xviii) of the Order is not applicable to the company.
- xix) As stated in Note no. 57(a), there is a material uncertainty with respect to going concern for which resolution process is being undertaken by the lenders. The ability to continue as a going concern is dependent upon formulation and approval of the resolution plan and in the event of the management's expectation in this respect and estimation etc., not turning out to be true, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be ascertained. Having regard to this and other information accompanying the financial statements and our knowledge of the Board of Directors and in absence of any Management plans pending completion of the resolution process and required evidence supporting the assumptions, there is material uncertainty as on the date of the Audit Report with respect to company's capability meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date and as such were unable to comment on the matter required to be reported under this clause.
- xx) The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

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

Place : Kolkata
Date : 30th May, 2022

R. P. Singh
Partner
Membership No: 52438
UDIN: 22052438AJWKDV6607

BALANCE SHEET AS AT 31st MARCH 2022

Particulars	Note	As at 31st March, 2022 (₹ in Lakhs)	As at 31st March, 2021 (₹ in Lakhs)
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	5	95,952.10	95,294.08
b) Capital Work-in-Progress		4,251.28	5,813.73
c) Other Intangible Assets	6	692.01	943.60
d) Financial Assets			
(i) Investments	7		
- Investment in Subsidiary and Associate	7A	15,967.18	15,967.18
- Other Investments	7B	6,189.90	5,302.71
(ii) Loans	8	2,75,160.95	2,82,396.08
(iii) Other Financial Assets	9	6,384.15	6,336.54
e) Other Non-Current Assets	10	2,577.94	2,315.93
Total Non-Current Assets		4,07,175.51	4,14,369.85
Current Assets			
a) Inventories	11	9,002.20	8,272.55
b) Biological Assets other than bearer plants	12	526.79	408.52
c) Financial Assets			
(i) Trade Receivables	13	3,347.73	1,622.99
(ii) Cash and Cash Equivalents	14	1,834.46	8,941.00
(iii) Bank Balances other than (ii) above	15	155.92	170.44
(iv) Loans	8	1,272.32	1,097.46
(v) Other Financial Assets	9	1,011.15	1,579.26
d) Current Tax Assets (Net)	16	889.47	1,041.20
e) Other Current Assets	17	7,682.92	5,497.07
Total Current Assets		25,722.96	28,630.49
TOTAL ASSETS		4,32,898.47	4,43,000.34
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	18	5,222.79	5,222.79
b) Other Equity	19	1,43,122.45	1,56,680.14
Total Equity		1,48,345.24	1,61,902.93
Liabilities			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	20	-	1,000.00
(ii) Lease Liabilities	51	11.19	202.61
b) Provisions			
Employee Benefit Obligations	21	5,192.16	5,112.43
c) Deferred Tax Liabilities (Net)	22	8,727.08	6,954.38
d) Other Non-Current Liabilities	23	454.72	460.95
Total Non-Current Liabilities		14,385.15	13,730.37
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	24	188,048.06	203,014.57
(ii) Lease Liabilities	51	191.42	390.44
(iii) Trade Payables	25		
(a) Total outstanding dues of Micro and Small Enterprises		403.98	-
(b) Total outstanding dues of creditors other than Micro and Small Enterprises		9,242.13	8,376.78
(iv) Other Financial Liabilities	26	51,224.42	37,851.99
b) Other Current Liabilities	27	10,496.96	8,042.33
c) Provisions			
(i) Employee Benefit Obligations	21	5,094.15	3,653.40
(ii) Other Provisions	28	2,684.11	2,684.11
d) Current Tax Liabilities (Net)	29	2,782.85	3,353.42
Total Current Liabilities		2,70,168.08	2,67,367.04
Total Liabilities		2,84,553.23	2,81,097.41
TOTAL EQUITY AND LIABILITIES		4,32,898.47	4,43,000.34

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

R.P. Singh
Partner

Place : Kolkata

Dated : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)

Azam Monem - Wholetime Director
(DIN No: 00023799)

Pradip Bhar - Chief Financial Officer

Alok Kumar Samant - Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

Particulars	Note	Year ended 31st March, 2022 (₹ in Lakhs)	Year ended 31st March, 2021 (₹ in Lakhs)
Revenue from Operations	30	1,10,853.44	1,11,185.85
Other Income	31	554.08	848.13
Total Income		1,11,407.52	1,12,033.98
Expenses:			
Cost of Materials Consumed	32	12,411.36	10,335.18
Changes in Inventories of Finished Goods	33	142.50	(818.49)
Employee Benefits Expense	34	57,548.10	53,113.50
Finance Costs	35	15,207.62	18,719.76
Depreciation and Amortisation Expense	36	5,628.48	7,074.73
Other Expenses	37	31,881.24	32,028.92
Total Expenses		122,819.30	120,453.60
Profit/(Loss) before Tax		(11,411.78)	(8,419.62)
Tax expense:	50		
Current Tax		-	-
Income tax relating to earlier years		43.49	1,778.48
Deferred Tax		2,161.87	(4,914.46)
Total Tax Expense		2,205.36	(3,135.98)
Profit/(Loss) for the year		(13,617.14)	(5,283.64)
Other Comprehensive Income			
a) Items that will not be reclassified to profit or loss			
- Remeasurements of post employment defined benefit plans		(1,216.91)	(1,765.22)
- Change in fair value of Equity instruments through other comprehensive income		887.19	4,221.45
b) Income Tax relating to items that will not be reclassified to profit or loss	50	389.17	565.00
Other Comprehensive Income (Net of taxes)		59.45	3,021.23
Total Comprehensive Income for the year comprising of Profit/(Loss) and Other Comprehensive Income for the year		(13,557.69)	(2,262.41)
Earnings per Equity Share: [Face Value per share : Rs. 5/-]	43		
- Basic		(13.04)	(5.06)
- Diluted		(13.04)	(5.06)

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
R.P. Singh
Partner
Place : Kolkata
Dated : 30th May 2022

For and on behalf of the Board of Directors
Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)
Azam Monem - Wholtime Director
(DIN No: 00023799)
Pradip Bhar - Chief Financial Officer
Alok Kumar Samant - Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2022
A Equity Share Capital

(₹ in Lakhs)

Particulars	Refer Note No.	Amount
As at 1st April 2020	18	5,222.79
Changes in Equity Share Capital during the year		-
As at 31st March 2021	18	5,222.79
Changes in Equity Share Capital during the year		-
As at 31st March 2022	18	5,222.79

B Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus						Other Comprehensive Income		Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Equity Investments at FVTOCI	Re-measurement of defined benefit plan	
As at 1st April 2020	201.68	4,402.30	101,509.66	2,079.44	19,209.20	31,004.18	536.09	-	158,942.55
Profit/(Loss) for the year	-	-	-	(5,283.64)	-	-	-	-	(5,283.64)
Other Comprehensive Income	-	-	-	-	-	-	4,221.45	(1,200.22)	3,021.23
Total Comprehensive Income for the year	-	-	-	(5,283.64)	-	-	4,221.45	(1,200.22)	(2,262.41)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	2,459.54	-	-	(2,459.54)	-	-	-
Transfer to Retained Earnings	-	-	-	(1,200.22)	-	-	-	1,200.22	-
As at 31st March 2021	201.68	4,402.30	103,969.20	(4,404.42)	19,209.20	28,544.64	4,757.54	-	156,680.14
Profit/(Loss) for the year	-	-	-	(13,617.14)	-	-	-	-	(13,617.14)
Other Comprehensive Income	-	-	-	-	-	-	887.19	(827.74)	59.45
Total Comprehensive Income for the year	-	-	-	(13,617.14)	-	-	887.19	(827.74)	(13,557.69)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,165.07	-	-	(1,165.07)	-	-	-
Transfer to Retained Earnings	-	-	-	(827.74)	-	-	-	827.74	-
As at 31st March 2022	201.68	4,402.30	105,134.27	(18,849.30)	19,209.20	27,379.57	5,644.73	-	143,122.45

Refer Note no. 19 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

R.P. Singh

Partner

Place : Kolkata

Dated : 30th May 2022

For and on behalf of the Board of Directors
Aditya Khaitan

- Chairman and Managing Director

(DIN No: 00023788)

Azam Monem

- Wholetime Director

(DIN No: 00023799)

Pradip Bhar

- Chief Financial Officer

Alok Kumar Samant

- Company Secretary

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2022

Particulars	Year ended 31st March, 2022 (₹ in Lakhs)		Year ended 31st March, 2021 (₹ in Lakhs)	
A. Cash Flow from Operating Activities				
Net Profit/(Loss) Before Tax		(11,411.78)		(8,419.62)
Adjustments to reconcile profit/(loss) for the year to net cash generated from operating activities:-				
Finance Cost	15,207.62		18,719.76	
Depreciation and Amortisation Expense	5,628.48		7,074.73	
Loss/(Profit) on Sale of Property, Plant and Equipment	(32.70)		(115.51)	
Deferred Income	(31.37)		(29.11)	
Interest Income on fixed deposits with banks, security deposits, refund of Income tax etc.	(219.18)		(273.24)	
Provision/ Liabilities no longer required written back	(1,730.85)		(668.88)	
Profit on Compulsory acquisition of Land by Government	(341.93)		(1,223.69)	
Changes in fair value of Biological Assets	(118.28)		(408.52)	
Sundry Debtors and other balances written off	297.88		222.05	
Provision for Doubtful Debts /Advances/Interest receivable	-		26.00	
Net Unrealised (Gain)/Loss on Foreign Currency Translation and Derivative at Fair Value through Profit and Loss	(19.18)	18,640.49	(74.39)	23,249.20
Operating Profit Before Working Capital Changes		7,228.71		14,829.58
Adjustment for:				
(Increase) / Decrease in Loans, Other Financial Assets	175.03		(360.30)	
(Increase) / Decrease in Trade Receivables	(2,095.38)		120.75	
(Increase) / Decrease in Inventories	(729.65)		(2,412.60)	
Increase / (Decrease) in Other non-financial Liabilities and provisions	3,084.79		(809.94)	
(Increase) / Decrease in Other current and Non-Financial Assets	(2,240.43)		37.97	
Increase / (Decrease) in Trade Payables and other financial Liabilities	2,120.33	314.69	(582.39)	(4,006.51)
Cash Generated/(Used) from Operations		7,543.40		10,823.07
Income taxes (paid)/ Refund (Net)		(462.33)		4,473.16
Net cash Generated/(Used) from Operating Activities (A)		7,081.07		15,296.23
B. Cash Flow from Investing Activities				
Payment for Property, Plant and Equipment	(4,567.86)		(2,492.94)	
Proceeds from Sale of Property, Plant and Equipment	493.50		(1,951.19)	
Receipt/(Payments) against Sale of Specified Assets of Tea Estates	(586.51)		1,567.08	
Interest Received	219.18		651.71	
(Increase) / Decrease in Bank Balances other than Cash and cash equivalents	64.73		39.53	
(Increase) / Decrease in Inter-Corporate Deposits	-		2,213.58	
Net cash generated/(used) in Investing Activities (B)		(4,376.96)		27.77
C. Cash Flow from Financing Activities				
Repayment of Long Term Borrowings	-		(1,307.06)	
Short Term Borrowings-Receipts/(Repayments)[Net]	(8,731.39)		(4,618.03)	
Interest Paid	(603.77)		(1,576.79)	
Payment of Lease Liability	(390.44)		(370.09)	
Dividends (including corporate dividend tax)	(85.05)		(83.34)	
Net Cash from/(used) in Financing Activities (C)		(9,810.65)		(7,955.31)
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)		(7,106.54)		7,368.69
Opening Cash and Cash Equivalents		8,941.00		1,572.31
Closing Cash and Cash Equivalents		1,834.46		8,941.00

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.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2022

2. Components of Cash and Cash Equivalents

Particulars	As at 31st March, 2022 (₹ in Lakhs)	As at 31st March, 2021 (₹ in Lakhs)
Cash On Hand	374.40	452.33
Balances with Banks		
In Current Account	1,460.06	8,488.67
Cash and Cash Equivalents (Refer Note-14)	1,834.46	8,941.00

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

Particulars	As at 31st March, 2021	Cash flows*	Non-Cash Flows	As at 31st March, 2022
Non-current borrowings [Refer Note no. 20]	1,000.00	-	(1,000.00)	-
Current maturities of long term debt [Refer Note no. 24]	20,471.69	-	1,000.00	21,471.69
Short Term borrowings [Refer Note no. 24]	182,542.88	(8,731.39)	(7,235.12)	166,576.37
Lease Liabilities [Refer Note no. 51]	593.05	(390.44)	-	202.61
Interest accrued on borrowings [Refer Note no. 26]	29,279.42	(356.69)	14,960.56	43,883.29

* 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

R.P. Singh
Partner
Place : Kolkata
Dated : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)

Azam Monem - Wholetime Director
(DIN No: 00023799)

Pradip Bhar - Chief Financial Officer

Alok Kumar Samant - Company Secretary

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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.

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:

Effective 01st April, 2021, the company has adopted the amendment vide Companies (Indian Accounting Standards) Amendment Rules, 2021 notifying amendment to existing Ind AS 109 "Financial Instruments" and Ind AS 107 "Financial Instruments: Disclosures" related to practical expedient for modification of financial instruments due to Inter-Bank Offered Rate Reforms. Further, extension on practical expedient to rent concession was continued under Ind AS 116 "Leases" and amendments were made consequent to issue of Conceptual Framework for financial reporting under Ind AS 102 "Share-based Payment", Ind AS 103 "Business Combinations", Ind AS 106 "Exploration for and Evaluation of Mineral Resources", Ind AS 114 "Regulatory Deferral Accounts", Ind AS 1 "Presentation of Financial Statements", Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", Ind AS 34 "Interim Financial Reporting", Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" and Ind AS 38 "Intangible Assets".

There were certain other updates mostly clarifactory in nature under Ind AS 101 "First-time Adoption of Indian Accounting Standards", Ind AS 104 "Insurance Contracts", Ind AS 105 "Non-current assets held for sale and discontinued operations", Ind AS 111 "Joint Arrangements", Ind AS 115 "Revenue from Contracts with Customers", Ind AS 12 "Income Taxes", Ind AS 16 "Property, Plant and Equipment", Ind AS 27 "Separate Financial Statements", Ind AS 28 "Investments in Associates and Joint Ventures" and Ind AS 40 "Investment Property".

Revision in these standards did not have any material impact on the loss and earning per share for the year.

ii. Recent accounting pronouncements

"On 04th April, 2022, Ministry of Corporate Affairs (MCA) has made certain ammendments to existing Ind AS vide Companies (Indian Accounting Standard) Ammendment Rules, 2022. These ammendments to the extent relevant to the company's operation include ammendment to Ind AS 16 "Property, Plant and Equipment" which clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment and Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" which specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). Further ammendment was made to Ind AS 41 "Agriculture" so as to exclude cash flow for taxation when measuring the fair value, thereby aligning the requirement in line with Ind AS 113 "Fair Value Measurement" and Ind AS 109 "Financial Instruments" to clarify that for the purpose of performing the 10% test for de-recognition of financial liabilities in determining the fees paid the borrower includes amount paid to by the borrower to or on behalf of the lender and fees received includes amount paid by the lender to or on behalf of the borrower.

There are other ammendments in various standards including Ind AS 101 "First-time Adoption of Indian Accounting Standards" and Ind AS 103 "Business Combinations" which have not been listed herein above since these are not relevant to the company.

Even though the company will evaluate the impact of above, none of these ammendments as such are vital in nature and are not likely to have material impact on the financial statements 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;

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- 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 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 (as amended). 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 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 input credit 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 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 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 related 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
Drain Improvement/ Extension	Upto 5 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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.

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 and useful lives are reviewed and adjusted as appropriate at each reporting date.

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 that reflects current market assessments of the time value of money and the risk specific to the asset.

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.

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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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. 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 comprising of Borrowings, Trade and Other payables 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 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.

ii. 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.

iii. For the purpose of para (i) and (ii) 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.

iv. 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.

v. 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.

vi. 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. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value

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. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold or terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

vii. 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 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.

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.

viii. 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.

ix. 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 counterparty.

x. 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.

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 including purchased tea leaves, 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.

By-Products are valued at net realisable value..

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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 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 on account of this 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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. 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 pertaining to 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. 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 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 / ROU/ 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(c) below are under evaluation and consideration of lenders and otherwise may have significant impact.

b) Arrangement containing leases and classification of leases

Ind AS 116 requires lessee 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

c) **Going Concern assumption**

As stated in Note no. 57, 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. 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 recoverability of these and interest thereagainst and/or adjustments required as stated in Note no. 56 will be determinable on finalisation of resolution plan and proceeding for recovery initiated during the year.

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.

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) **Taxes on Income**

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses for estimation of the provision for taxes on income including agricultural income. These are based on assumption and inferences and are subject to final assessment by the taxation authorities. Further judgement is involved in determining the deferred tax position on the balance sheet date.

The Company has significant amount of unused tax credits for which 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. The amount of deferred tax is dependent upon the outcome of resolution plan as referred to in Note no. 57(a) and therefore assumption for reversal/adjustment of deferred tax is expected to be materially different depending upon the outcome of resolution plan for which required steps are being taken and effect will then be given on determination of amount thereof.

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 recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which are subject to change in future.

Management also uses in-house and external legal professional to make judgments for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Company.

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. An actuarial valuation involves making various assumptions that may differ based on actual developments in future. These include the determination of the discount rate, inflation, future salary increases and mortality rates. Due to the complexities involved in the valuation and being long-term in nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at every financial year end.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

5. PROPERTY, PLANT AND EQUIPMENT

As at 31st March 2021

(₹ in Lakhs)

Particulars	GROSS AMOUNT						ACCUMULATED DEPRECIATION				NET CARRYING AMOUNT	
	As at 1st April 2020	Additions during the year	Disposals during the year	Adjustments/ Re-Classification During the year	As at 31st March 2021		As at 1st April 2020	Depreciation for the year	Disposals during the year	Adjustments/ Re-Classification during the year	As at 31st March 2021	As at 31st March 2021
Freehold Land	285.64	-	-	-	285.64		-	-	-	-	-	285.64
ROU Leasehold Land	41.18	-	-	-	41.18		2.41	2.41	-	-	4.82	36.36
Buildings	34,819.08	713.39	1.01	428.35	35,959.81		9,288.30	3,167.42	0.29	428.35	12,883.78	23,076.03
ROU Building	1,542.00	-	10.10	-	1,531.90		322.78	401.70	-	-	724.48	807.42
Plant and Equipment	24,189.49	326.24	10.89	391.53	24,896.37		7,366.18	1,593.63	7.88	394.79	9,346.72	15,549.65
Furniture and Fixtures	633.67	12.10	-	30.32	676.09		347.96	64.16	-	30.32	442.44	233.65
Vehicles	2,319.53	60.80	17.76	266.99	2,629.56		1,493.39	258.18	11.54	263.73	2,003.76	625.80
Office Equipment	72.04	-	-	9.45	81.49		61.90	3.67	-	9.45	75.02	6.47
Computer	267.57	24.21	1.36	6.76	297.18		200.90	31.86	1.21	6.76	238.31	58.87
Bearer Plants	61,741.76	816.36	277.13	41.18	62,322.17		6,482.26	1,292.76	69.43	2.39	7,707.98	54,614.19
Total	125,911.96	1,953.10	318.25	1,174.58	128,721.39		25,566.08	6,815.79	90.35	1,135.79	33,427.31	95,294.08

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
As at 31st March 2022
(₹ in Lakhs)

Particulars	GROSS AMOUNT					ACCUMULATED DEPRECIATION					NET CARRYING AMOUNT
	As at 1st April 2021	Additions during the year	Disposals during the year	Adjustments/ Re-Classification During the year	As at 31st March 2022	As at 1st April 2021	Depreciation for the year	Disposals during the year	Adjustments/ Re-Classification during the year	As at 31st March 2022	
Freehold Land	285.64	-	-	-	285.64	-	-	-	-	-	285.64
ROU Leasehold Land	41.18	-	-	-	41.18	4.82	2.41	-	-	7.23	33.95
Buildings	35,959.81	555.69	-	-	36,515.51	12,883.78	1,575.30	-	-	14,459.08	22,056.42
ROU Building	1,531.90	-	-	-	1,531.90	724.48	397.73	-	-	1,122.21	409.69
Plant and Equipment	24,896.37	534.76	5.80	-	25,425.33	9,346.72	1,573.74	4.48	-	10,915.98	14,509.35
Furniture and Fixtures	676.09	26.55	1.35	-	701.29	442.44	58.93	1.31	-	500.06	201.23
Vehicles	2,629.56	62.15	4.70	-	2,687.01	2,003.76	210.72	4.61	-	2,209.87	477.14
Office Equipment	81.49	2.11	-	-	83.60	75.02	3.57	-	-	78.59	5.01
Computer	297.18	19.17	4.99	-	311.36	238.31	25.74	4.98	-	259.07	52.29
Bearer Plants	62,322.17	4,926.51	134.68	-	67,114.00	7,707.98	1,527.07	42.43	-	9,192.62	57,921.38
Total	128,721.39	6,126.94	151.52	-	134,696.81	33,427.31	5,375.21	57.81	-	38,744.71	95,952.10

5.1 "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. 51).

5.2 "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 had 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 had 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.

5.3 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 which have been recognised and disclosed as ROU leasehold land. The Company's 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 had therefore not been considered in this respect.

5.4 Adjustments/ Re-classification pertain to realignment of various items of PPE with corresponding items as per fixed asset register. This however did not have any impact on carrying value of these assets.

5.5 Refer note. no. 20 and 24 in respect of charge created against borrowings and note no. 52 referring restriction imposed by Hon'ble High Court of Delhi relating to disposal of assets.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
6. OTHER INTANGIBLE ASSETS
As at 31st March, 2021
(₹ in Lakhs)

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2020	Additions during the year	Disposals during the year	As at 31st March 2021	As at 1st April 2020	Amortisation for the year	Disposals during the year	As at 31st March 2021	As at 31st March 2021
Trade Mark [Brand]	2,437.50	-	-	2,437.50	1,250.00	250.00	-	1,500.00	937.50
Computer Software	529.61	2.89	-	532.50	517.46	8.94	-	526.40	6.10
Total	2,967.11	2.89	-	2,970.00	1,767.46	258.94	-	2,026.40	943.60

As at 31st March, 2022
(₹ in Lakhs)

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2021	Additions during the year	Disposals during the year	As at 31st March 2022	As at 1st April 2021	Amortisation for the year	Disposals during the year	As at 31st March 2022	As at 31st March 2022
Trade Mark [Brand]	2,437.50	-	-	2,437.50	1,500.00	250.00	-	1,750.00	687.50
Computer Software	532.50	1.68	-	534.18	526.40	3.27	-	529.67	4.51
Total	2,970.00	1.68	-	2,971.68	2,026.40	253.27	-	2,279.67	692.01

- 6.1 Trade mark (Brand - WM logo), acquired in January 2005, is being amortised under straight line method over 20 years based on valuation by Independent Valuer.
- 6.2 Computer Software is being amortised under straight line method over 5 years.

7. NON-CURRENT INVESTMENTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Investment in Equity Instruments			
(Face Value of Rs 10 each fully paid, except otherwise stated)			
7A Investment in Subsidiary and Associate			
In Subsidiary (at cost unless stated otherwise)			
Unquoted			
Borelli Tea Holdings Limited -BTHL, (U.K.)			
2,52,000 (31st March 2021: 2,52,000) Shares of GBP 1/- each		15,967.18	15,967.18
In Associate (at cost unless stated otherwise)			
Unquoted			
D1 Williamson Magor Bio Fuel Limited			
72,81,201 (31st March 2021: 72,81,201) Shares, fully impaired		-	-
		15,967.18	15,967.18
7A.1 Aggregate amount of unquoted investments		15,967.18	15,967.18
7A.2 Aggregate amount of impairment in the value of investments		2,184.35	2,184.35

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
7. NON-CURRENT INVESTMENTS

(₹ in Lakhs)

7A.3 Details of Subsidiaries and Associates in accordance with Ind AS 112 Disclosure of interests in other entities:

Name of the Company	Country of Incorporation	Proportion of ownership interest/ voting rights held by the Company	
		As at 31st March 2022	As at 31st March 2021
Subsidiary			
Borelli Tea Holdings Limited -BTHL	United Kingdom	100.00%	100.00%
Associate			
D1 Williamson Magor Bio Fuel Limited	India	34.30%	34.30%

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
7B Other Investments (at Fair Value through Other Comprehensive Income)			
Quoted			
McNally Bharat Engineering Company Limited - MBECL	7B.5		
30,52,295 (31st March 2021: 30,52,295) Shares		155.49	239.61
Williamson Financial Services Limited			
16,66,953 (31st March 2021: 16,66,953) Shares		86.08	67.51
Eveready Industries India Limited	7B.7		
16,63,289 (31st March 2021: 16,63,289) Shares of Rs. 5/- each		5,565.60	4,490.88
The Standard Batteries Limited			
10,03,820 (31st March 2021: 10,03,820) Shares of Re. 1/- each	7B.8	382.02	473.30
Kilburn Chemicals Limited			
Nil (31st March 2021: 3,50,200) Shares	7B.10	-	30.36
Kilburn Office Automation Limited			
31,340 (31st March 2021: 31,340) Shares	7B.9	-	0.34
Unquoted			
ABC Tea Workers Welfare Services Limited			
11,067 (31st March 2021: 11,067) Shares		0.71	0.71
Murabblack India Limited			
5,00,000 (31st March 2021: 5,00,000) Shares , fully impaired		-	-
Suryachakra Seafood Limited			
4,00,000 (31st March 2021: 4,00,000) Shares, fully impaired		-	-
		6,189.90	5,302.71
7B.1 Aggregate amount of Unquoted Investments		0.71	0.71
7B.2 Aggregate amount of Quoted Investments		6,189.19	5,302.00
7B.3 Aggregate market value of Quoted Investments		6,189.19	5,302.00
7B.4 Aggregate amount of Impairment in the value of Investments	7B.6	-	-

7B.5 In connection with a Term Loan from ICICI Bank Limited of Rs. 5,000.00 lakhs (31st March, 2021: Rs. 5,000.00 lakhs) outstanding amount as on 31st March 2022 Rs. 672.07 lakhs (31st March, 2021: Rs. 651.66 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.

7B.6 Amount is below the rounding off norm adopted by the Company.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

7B.7 Shares of Eveready Industries India Limited were pledged to Housing Development Finance Corporation Limited against short-term loan of Rs. 7,500.00 lakhs (Balance Outstanding as on 31st March 2022: Nil) pending release of security by the lenders.

7B.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 2022: Rs. 39.86 lakhs).

7B.9 Trading of Kilburn Office Automation Limited Shares have been suspended on the stock exchange. Accordingly, for the purpose of fair valuation of these shares have been derived based on the latest audited financial statement.

7B.10 Pursuant to the approval of the Resolution Plan of Meghmani Organics Limited vide order of Hon'ble NCLT Kolkata dated 16th December 2021, the existing equity shares of Kilburn Chemical Limited was cancelled pursuant to the said Resolution Plan. Accordingly, the company has written off its investment in the said company.

8. LOANS
(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
(Unsecured - considered good unless otherwise stated)					
Loans to Bodies Corporate	56				
Considered Good		-	275,147.95	-	282,383.08
Credit Impaired		-	1,098.00	-	1,098.00
Less: Allowance for Doubtful Loans	8.2	-	(1,098.00)	-	(1,098.00)
Loans to Others	56	-	13.00	-	13.00
Loans and Advances to Employees					
Considered Good	8.1	1,272.32	-	1,097.46	-
Credit Impaired		-	9.56	-	9.56
Less: Allowance for Doubtful Loans	8.2	-	(9.56)	-	(9.56)
		1,272.32	275,160.95	1,097.46	282,396.08

8.1 Loans to employees include remuneration to the extent of Rs. 900.40 lakhs (including Rs. 459.20 lakhs for the year ended 31st March 2022) paid to Managing Director and Wholtime Director as decided by the Shareholders vide their special resolution in the Annual General Meeting (AGM) dated 30th December 2020. Pursuant to the company's application for obtaining approval of such payments from banks and financial institutions, as stated by the management in principle approval has since been granted by majority of the lenders. Consequential adjustments in this respect will therefore be given effect to in subsequent period on receipt of necessary intimation for such approval.

8.2 Movement of Impairment Allowances for doubtful balances :

(₹ in Lakhs)

Particulars	Loans to Bodies Corporate		Loans and Advances to Employees	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
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

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

8.3 Loans or Advances in the nature of loans granted to Promoters, Directors, KMPs and the related parties in accordance with Schedule III (as amended) are as follows :

(₹ in Lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
	Amount	%ge of Total	Amount	%ge of Total
Repayable on Demand				
Promoters				
Williamson Magor & Co. Limited	19,221.42	6.95%	19,221.42	6.78%
Babcock Borsig Limited	14,500.00	5.25%	14,525.00	5.12%
Williamson Financial Services Limited	22,200.00	8.03%	22,200.00	7.83%
Woodside Parks Limited	91,040.22	32.93%	92,590.22	32.66%
Directors				
Aditya Khaitan	620.00	0.22%	649.21	0.23%
Azam Monem	280.40	0.10%	131.20	0.05%

8.4 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

9. OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
Security Deposits		-	1,256.89	-	1,336.54
Margin Money Deposit with banks	9.1 and 58	-	24.29	-	24.29
Fixed Deposit with Banks	9.1	-	17.34	-	67.54
Receivable against Sale of specified assets of Tea Estates	9.2 and 58	-	2,564.12	-	2,386.66
Interest Accrued on Loans and Deposits	56				
Considered good		-	1,942.16	16.16	1,942.16
Credit Impaired	9.4	-	7,999.34	-	7,999.34
Less: Allowance for Doubtful Interest Receivable	9.5	-	(7,999.34)	-	(7,999.34)
Interest Subsidies receivable from Government	9.3	-	579.35	-	579.35
Receivable on account of Claims and Other receivable	58				
Considered good		162.53	-	419.10	-
Credit Impaired		26.00	-	26.00	-
Less: Allowance for Doubtful Claims	9.5	(26.00)	-	(26.00)	-
Accrued duty draw back benefits pertaining to exports		142.19	-	573.68	-
Subsidies receivable from Government		610.97	-	474.86	-
Compensation receivable from Government	58	95.46	-	95.46	-
		1,011.15	6,384.15	1,579.26	6,336.54

9.1 Margin money and Fixed deposits with banks represents the amount lying against bank guarantee issued by them under Non-Fund based facilities granted.

9.2 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- 9.3 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.
- 9.4 This includes Rs.1,051.99 lakhs, being the amount of tax deducted by the Bodies Corporate to whom Loans were granted and were not deposited by them. Such amounts remain provided for in the financial statement.
- 9.5 Movement of Impairment Allowances for doubtful balances :

(₹ in Lakhs)

Particulars	Receivable on account of Claims and Other receivable		Interest Accrued on Loans and Deposits	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
Balance at the beginning of the year	26.00	-	7,999.34	7,999.34
Recognised during the year	-	26.00	-	-
Reversal during the year	-	-	-	-
Balance at the end of the year	26.00	26.00	7,999.34	7,999.34

- 9.6 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

10. OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advances Other than Capital Advances :			
Advances to Suppliers, Service Providers etc.		1,161.51	1,209.91
Less : Allowance for Doubtful Advances	10.2	(1,161.51)	(1,209.91)
Advance for Employee Benefit	39		
- Superannuation Fund		1,490.79	1,228.78
Tax Payment under Protest	10.1	700.00	700.00
Deposits with National Bank for Agriculture and Rural Development		387.15	387.15
		2,577.94	2,315.93

- 10.1 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 has obtained a stay against the same 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. In terms of the 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. Further, pursuant to the amendments made to Section 9 of the Income Tax Act and Section 119 of the Finance Act 2012 pending receipt of the amount, the same has been considered good and recoverable. Under the Taxation Laws (Amendment) Act 2021 and the notification of the Income – tax (31st Amendment) Rules 2021, the Company as directed by Income Tax authorities has withdrawn the appeal and the writ petition filed as mentioned above. Consequent to this, the Commissioner of Income Tax (IT & TP) has issued an order on 14th February 2022 granting the relief in terms of the said amendment enabling the Company to claim the said amount of Rs. 700.00 lakhs deposited by it.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
10.2 Movement of Impairment Allowances for doubtful balances :
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Balance at the beginning of the year	1,209.91	1,209.91
Recognised during the year	-	-
Reversal during the year	48.40	-
Balance at the end of the year	1,161.51	1,209.91

11. INVENTORIES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
At lower of cost and net realisable value			
Raw Materials (Green Leaf)		288.31	199.84
Finished Goods (Stock of Tea)		3,863.51	4,006.01
[Including in transit Rs. 838.36 Lakhs (31st March 2021: Nil)]			
Stores and Spares	11.1	4,850.38	4,066.70
		9,002.20	8,272.55

11.1 Stores and Spares is net of allowance for slow moving/obsolete inventory amounting to Rs. 99.43 lakhs (31st March 2021: Rs. 99.43 lakhs).

11.2 Disclosure as per Ind AS 2 "Inventories"

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
a) Cost of Inventories recognised as Expense during the year	120,596.77	102,599.17
b) (Increase)/Decrease in value of inventory due to variation in realisable value	450.67	68.76

11.3 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

12. BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Fair Value of Biological Assets other than Bearer Plants (Unharvested Tea Leaves)		526.79	408.52
		526.79	408.52

12.1 Changes in Fair Value of Biological Assets Other Than Bearer Plants
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Opening	408.52	-
Increase due to harvest/physical changes	526.79	408.52
Decrease due to harvest/physical changes	(408.52)	-
Closing	526.79	408.52

12.2 Unharvested tea leaves on bushes as on 31st March 2022 was 19.00 Lakh Kgs (31st March 2021: 11.38 Lakh Kgs).

12.3 Refer Note no. 24 to the financial statements in respect of charge of tea estate against borrowings.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
13. TRADE RECEIVABLES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Secured	58		
- Considered Good	13.3	350.00	350.00
- Credit Impaired		195.26	195.26
Less : Allowance for Doubtful Debts	13.2	(195.26)	(195.26)
Unsecured	58		
- Considered Good		2,997.73	1,272.99
- Credit Impaired		176.23	176.23
Less : Allowance for Doubtful Debts	13.2	(176.23)	(176.23)
		3,347.73	1,622.99

13.1 Trade Receivables ageing schedule based on the due date for payment there against are as follows:
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed Trade Receivables- Considered Good			
Within the credit period		832.93	298.52
Less than 6 Months		1,948.24	772.65
6 months - 1 Year		73.73	68.32
1-2 Years		14.87	81.85
2-3 Years		98.48	34.29
3 Years and above		29.48	17.36
Undisputed Trade Receivables- Credit impaired			
3 Years and above		176.23	176.23
Disputed Trade Receivables- Considered Good			
Within the credit period		-	-
Less than 6 Months		-	-
6 months - 1 Year		-	-
1-2 Years		-	-
2-3 Years		-	-
3 Years and above		350.00	350.00
Disputed Trade Receivables- Credit impaired			
3 Years and above		195.26	195.26

13.2 Movement of Impairment Allowances for doubtful debts
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Opening	371.49	371.49
Recognised during the year	-	-
Reversal during the year	-	-
Closing	371.49	371.49

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

13.3 Trade Receivable secured represents amount secured against value of building available as security from a customer. Such building had been disposed off by the Liquidator of the said customer in earlier years. The sale proceeds thereof had been withheld by the liquidator and is expected to be realised on resolution of various cases concerning legal ownership of said building.

13.4 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

14. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Balance with banks in Current Accounts		1,460.06	8,488.67
Cash on hand		374.40	452.33
		1,834.46	8,941.00

14.1 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

15. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Earmarked Balance with banks:			
- In Dividend Accounts	15.1	77.12	162.17
- In Escrow Accounts	15.2	3.26	4.41
- In Fixed Deposits	9.1	75.38	3.70
- In Escrow Accounts/Fractional Share Sale Proceeds Account	15.1	0.16	0.16
		155.92	170.44

15.1 Amount is not due for transfer to Investor Education and Protection Fund.

15.2 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.

15.3 Refer Note no. 24 to the financial statements in respect of charge created against borrowings.

16. CURRENT TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advance Tax - Agricultural Income Tax	29.1	810.50	823.44
[Net of Provision Rs. 17,127.44 lakhs (31st March 2021: Rs. 17,096.89 lakhs)]			
Advance Tax - Fringe Benefit Tax		78.97	217.76
[Net of Provision Rs. 274.07 lakhs (31st March 2021: Rs 274.07 lakhs)]			
		889.47	1,041.20

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
17. OTHER CURRENT ASSETS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Balance with Government Authorities- GST, etc.		1,723.18	1,584.64
Advances to Suppliers, Service Providers etc.	58		
Considered Good		3,435.68	3,228.25
Considered Doubtful		256.00	265.00
Less: Allowance for Doubtful Advances	17.1	(256.00)	(265.00)
Advance for Employee Benefits	39		
- Superannuation Fund		35.57	186.40
Advance to Employees			
Considered Good		108.64	186.60
Considered Doubtful		113.51	51.89
Less: Allowance for Doubtful Advances	17.1	(113.51)	(51.89)
Prepaid Expenses		379.85	311.18
Other	17.2	2,000.00	-
		7,682.92	5,497.07

17.1 Movement of Impairment Allowances for doubtful advances
(₹ in Lakhs)

Particulars	Advances to Suppliers, Service Providers etc.		Loans and Advances to Employees	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
Opening	265.00	265.00	51.89	-
Recognised during the year	-	-	61.62	51.89
Reversal during the year	9.00	-	-	-
Closing	256.00	265.00	113.51	51.89

17.2 The proceedings initiated under IBC pursuant to a petition filed by a corporate lender having an outstanding balance of Rs. 10,000.00 lakhs had been closed following a settlement arrived at towards the amount payable in this respect. Rs. 12,000.00 lakhs has been paid to said corporate lender by certain parties on behalf of the company and differential of Rs. 2,000.00 lakhs pending payment of entire amount and finalisation of necessary terms etc. and non-recognition of interest as stated in Note no. 35.2 has been carried forward in the financial statement. Adjustments/ Impact if any in this respect including with respect to the amount of Interest included in the said note will be given effect to on final confirmation and ascertainment of amount thereof.

18. EQUITY SHARE CAPITAL
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Authorised			
12,00,00,000 (31st March 2021: 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 2021: 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

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
18.1 Reconciliation of number of Equity Shares outstanding
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
As at beginning of the year	10,44,55,735	10,44,55,735
Changes in Equity Share Capital during the year	-	-
At the end of the year	10,44,55,735	10,44,55,735

18.2 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.

18.3 Buy Back of Shares

During the year ended 31st March, 2019, pursuant to the approval of the Board of Directors the Company had bought back 5,000,000 equity shares at an aggregate consideration of Rs. 6,901.28 Lakhs.

18.4 Shareholders holding more than 5% of the Equity Shares in the Company
(₹ in Lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
	(No. of Shares)	%	(No. of Shares)	%
Ichamati Investments Limited	56,710	0.05	1,71,24,210	16.39
Niraj Rajnikant Shah	45,11,185	4.32	72,84,347	6.97

18.5 Shareholding of Promoter and Promoter Group:
For the year ended 31st March 2022
(No. of Shares)

Particulars	As at 31st March 2022		As at 31st March 2021		%ge Change
	(No. of Shares)	%	(No. of Shares)	%	
LATE BRIJ MOHAN KHAITAN	36,588	0.04	36,588	0.04	0.00
ADITYA KHAITAN	17,272	0.02	17,272	0.02	0.00
AMRITANSHU KHAITAN	15,000	0.01	15,000	0.01	0.00
YASHODHARA KHAITAN	72,504	0.07	72,504	0.07	0.00
KAVITA KHAITAN	40,02,591	3.83	2,200	0.00	3.83
ISHA KHAITAN	7,500	0.01	7,500	0.01	0.00
VANYA KHAITAN	5,909	0.01	5,909	0.01	0.00
WILLIAMSON MAGOR & CO. LIMITED	3,724	0.00	4,76,315	0.46	(0.45)
BISHNAUTH INVESTMENTS LIMITED	-	0.00	1,97,961	0.19	(0.19)
BABCOCK BORSIG LIMITED	95,989	0.09	95,989	0.09	0.00
UNITED MACHINE CO. LIMITED	1,29,927	0.12	1,29,927	0.12	0.00
ICHAMATI INVESTMENTS LIMITED	56,710	0.05	1,71,24,210	16.39	(16.34)
KILBURN ENGINEERING LIMITED	66,666	0.06	66,666	0.06	0.00
NITYA HOLDINGS & PROPERTIES LIMITED	10,000	0.01	10,000	0.01	0.00
DUFFLAGHUR INVESTMENTS LIMITED	3,030	0.00	3,030	0.00	0.00
EVEREADY INDUSTRIES INDIA LIMITED	40	0.00	40	0.00	0.00
EKTA CREDIT PVT LTD	20,00,000	1.91	-	0.00	1.91

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
For the year ended 31st March 2021
(No. of Shares)

Particulars	As at 31st March 2021		As at 31st March 2020		%ge Change
	(No. of Shares)	%	(No. of Shares)	%	
LATE BRIJ MOHAN KHAITAN	36,588	0.04	36,588	0.04	0.00
ADITYA KHAITAN	17,272	0.02	17,272	0.02	0.00
AMRITANSHU KHAITAN	15,000	0.01	15,000	0.01	0.00
YASHODHARA KHAITAN	72,504	0.07	72,504	0.07	0.00
KAVITA KHAITAN	2,200	0.00	2,200	0.00	0.00
ISHA KHAITAN	7,500	0.01	7,500	0.01	0.00
VANYA KHAITAN	5,909	0.01	5,909	0.01	0.00
WILLIAMSON MAGOR & CO. LIMITED	4,76,315	0.46	89,67,253	8.58	(8.13)
WILLIAMSON FINANCIAL SERVICES LIMITED	-	0.00	12,33,725	1.18	(1.18)
BISHNAUTH INVESTMENTS LIMITED	1,97,961	0.19	4,15,000	0.40	(0.21)
BABCOCK BORSIG LIMITED	95,989	0.09	95,989	0.09	0.00
UNITED MACHINE CO. LIMITED	1,29,927	0.12	1,29,927	0.12	0.00
ICHAMATI INVESTMENTS LIMITED	1,71,24,210	16.39	1,71,24,210	16.39	-
KILBURN ENGINEERING LIMITED	66,666	0.06	66,666	0.06	0.00
NITYA HOLDINGS & PROPERTIES LIMITED	10,000	0.01	10,000	0.01	0.00
DUFFLAGHUR INVESTMENTS LIMITED	3,030	0.00	3,030	0.00	0.00
EVEREADY INDUSTRIES INDIA LIMITED	40	0.00	40	0.00	0.00
EKTA CREDIT PVT LTD	-	-	-	0.00	0.00

19. OTHER EQUITY
(₹ in Lakhs)

Particulars	Reserves and Surplus						Other Comprehensive Income		Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Equity Investments through FVTOCI	Remeasurement of Defined Benefit Plan	
As at 1st April 2020	201.68	4,402.30	1,01,509.66	2,079.44	19,209.20	31,004.18	536.09	-	1,58,942.55
Profit/(Loss) for the year	-	-	-	(5,283.64)	-	-	-	-	(5,283.64)
Other Comprehensive Income	-	-	-	-	-	-	4,221.45	(1,200.22)	3,021.23
Total Comprehensive Income for the year	-	-	-	(5,283.64)	-	-	4,221.45	(1,200.22)	(2,262.41)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	2,459.54	-	-	(2,459.54)	-	-	-
Transfer to Retained Earnings	-	-	-	(1,200.22)	-	-	-	1,200.22	-
As at 31st March 2021	201.68	4,402.30	1,03,969.20	(4,404.42)	19,209.20	28,544.64	4,757.54	-	1,56,680.14
Profit/(Loss) for the year	-	-	-	(13,617.14)	-	-	-	-	(13,617.14)
Other Comprehensive Income	-	-	-	-	-	-	887.19	(827.74)	59.45
Total Comprehensive Income for the year	-	-	-	(13,617.14)	-	-	887.19	(827.74)	(13,557.69)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,165.07	-	-	(1,165.07)	-	-	-
Transfer to Retained Earnings	-	-	-	(827.74)	-	-	-	827.74	-
As at 31st March 2022	201.68	4,402.30	1,05,134.27	(18,849.30)	19,209.20	27,379.57	5,644.73	-	1,43,122.45

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

Nature and Purpose of Reserves

19.1 Capital Reserve

Represents the amount transferred from the transferor company pursuant to Scheme of Arrangement effected in earlier years.

19.2 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.

19.3 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.

19.4 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.

19.5 Retained Earnings

Retained earnings generally represents amount of accumulated surplus/deficit of the company. This includes Other Comprehensive Income of (Rs. 5,596.60 lakhs) (31st March 2021: (Rs. 4,768.86 lakhs)) relating to remeasurement of defined benefit plans (net of tax) which cannot be reclassified to Statement of Profit and Loss.

19.6 Revaluation Surplus

Represents differential arising on revaluation of Property, Plant and Equipment by the erstwhile Bulk Tea Division of Eveready 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.

19.7 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 19.5 above.

20. NON CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
SECURED					
Term Loans from Banks					
ICICI Bank Limited		656.54	-	656.54	-
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		3,993.00	-	2,993.00	1,000.00
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.					

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars		Refer Note No.	As at 31st March 2022		As at 31st March 2021	
			Current	Non-Current	Current	Non-Current
b)	Rate of Interest					
	Interest is payable on monthly basis at 1 year MCLR plus 1.70% p.a.					
HDFC Bank Limited			2,300.00	-	2,300.00	-
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			20.3	4,500.00	-	4,500.00
a)	Nature of Security					
	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.					
RBL Bank Limited				4,752.33	-	4,752.33
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			20.3	4,375.00	-	4,375.00
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				894.82	-	894.82
a)	Rate of Interest					
	Interest is payable on monthly basis at HDFC CORP-PLR plus 2.10% p.a.					
			21,471.69	-	20,471.69	1,000.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

20.1 The company in terms of the sanction letter has been in default for the repayment of principal and interest thereof to the lenders (banks & others). The period and amount of such defaults as on balance sheet date are as follows : (₹ in Lakhs)

Particulars	Period of Default	Principal		Interest	
		As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2022	As at 31st March, 2021
Term Loans from Banks					
ICICI Bank Limited	June 2019 to 31st March, 2022	4,649.54	3,649.54	1,227.54	828.90
HDFC Bank Limited	June 2019 to 31st March, 2022	6,800.00	6,800.00	1,922.04	1,253.49
RBL Bank Limited	July 2019 to 31st March, 2022	4,752.33	4,752.33	1,485.97	1,035.94
Yes Bank Limited	March 2019 to 31st March, 2022	4,375.00	4,375.00	1,186.80	816.76
Term Loan from Others					
Housing Development Finance Corporation Limited	1st January, 2020 to 31st March, 2022	894.82	894.82	201.95	118.73
Short Term Loan from Banks					
Axis Bank Limited	July 2019 to 31st March, 2022	25,000.00	25,000.00	7,480.17	5,121.07
RBL Bank Limited	July 2019 to 31st March, 2022	23,500.00	23,500.00	7,088.37	4,810.78
HDFC Bank Limited	May 2019 to 31st March, 2022	17,901.97	17,901.97	4,904.25	3,257.28
IndusInd Bank Limited	December 2019 to 31st March, 2022	7,484.81	13,050.00	2,835.96	2,167.51
Yes Bank Limited	May 2019 to 31st March, 2022	33,026.61	33,026.61	9,056.39	6,577.00
Short Term Loan from Others					
Ragini Finance Limited	October 2019 to 31st March, 2022	950.00	1,000.00	-	-
Digvijay Finlease Limited	October 2019 to 31st March, 2022	1,950.00	2,000.00	-	-
P D K Impex Private Limited	31st March, 2020 to 31st March, 2022	975.00	1,000.00	-	-
Cash Credit					
Axis Bank Limited	October 2019 to 31st March, 2022	480.53	847.31	128.14	76.39
HDFC Bank Limited	May 2019 to 31st March, 2022	5,579.49	7,431.09	1,114.97	624.04
State Bank of India Limited	June 2019 to 31st March, 2022	8,987.41	11,488.73	1,897.29	1,139.46
Punjab National Bank Limited (Erstwhile United Bank of India)	February 2020 to 31st March, 2022	6,842.02	8,696.60	1,224.73	667.46
Indian Bank Limited (Erstwhile Allahabad Bank Limited)	29th February 2020 to 31st March 2022	3,784.61	4,863.09	697.10	355.46
Yes Bank Limited	May 2019 to 31st March 2022	900.00	1,111.55	-	-
RBL Bank Limited	July 2019 to 31st March 2022	1,839.00	1,839.00	1,180.17	782.88
UCO Bank Limited	31st May 2020 to 31st March 2022	2,426.53	3,155.87	480.21	276.45
ICICI Bank Limited	June 2019 to 31st March, 2022	7,763.34	9,901.06	2,178.37	1,420.27
		170,863.01	186,284.57	46,290.42	31,329.87

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

20.2 During the year ended 31st March, 2020, Yes Bank Limited had recalled its entire loan outstanding including interest thereon. Accordingly, such loans had been considered as due for payment.

20.3 In terms of agreement with lenders the above mentioned loans in certain cases were also required to be secured as stated in Note 24.2.

20.4 The Security as disclosed above have 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 including the period and amount of repayment etc. thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

20.5 The disclosure given herein above has been made on the basis mentioned in note no. 57(b). The default and amount due are therefore subject to confirmation and reconciliation with respective parties and finalisation of resolution plan under consideration by lender as stated in Note no. 57(a).

20.6 Pending finalisation of resolution plan as stated in Note no. 57(a) any further charge or satisfaction as such could not be filled with Registrar of Companies (ROC) and details of charges herein above are based on filling done earlier.

20.7 Also Refer Note no. 57 and 35.1.

21. EMPLOYEE BENEFIT OBLIGATIONS

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
Provision for Employee Benefits	39				
- Staff Pension		1,744.29	3,701.62	1,681.24	3,905.17
- Gratuity Fund		2,932.93	1,294.36	1,624.02	1,097.22
- Medical Benefit		253.90	183.82	205.31	102.25
- Expatriate Pension		23.65	12.36	3.45	7.79
- Leave		139.38	-	139.38	-
		5,094.15	5,192.16	3,653.40	5,112.43

22. DEFERRED TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Deferred Tax Liabilities		22,001.21	21,872.31
Deferred Tax Assets		13,274.13	14,917.93
		8,727.08	6,954.38

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2022 are given below:

(₹ in Lakhs)

Particulars	As at 1st April, 2021	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2022
Deferred Tax Assets:				
Expenses allowable on payment basis	10,282.95	795.49	(389.17)	9,876.63
Allowances for Doubtful Debts, Advances etc.	1,127.31	18.35	-	1,108.96
MAT Credit Entitlement	3,105.64	995.27	-	2,110.37
Others	402.03	223.86	-	178.17
Total Deferred Tax Assets	14,917.93	2,032.97	(389.17)	13,274.13
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment and other intangible assets	21,872.31	128.90	-	22,001.21
Total Deferred Tax Liabilities	21,872.31	128.90	-	22,001.21
NET DEFERRED TAX (ASSETS)/ LIABILITIES	6,954.38	2,161.87	(389.17)	8,727.08

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Components of Deferred tax (Assets)/ Liabilities as at 31st March 2021 are given below:
(₹ in Lakhs)

Particulars	As at 1st April, 2020	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2021
Deferred Tax Assets:				
Expenses allowable on payment basis	3,413.18	(6,304.77)	(565.00)	10,282.95
Allowances for Doubtful Debts, Advances etc.	1,309.76	182.45	-	1,127.31
MAT Credit Entitlement	5,154.45	2,048.81	-	3,105.64
Others	522.11	120.08	-	402.03
Total Deferred Tax Assets	10,399.50	(3,953.43)	(565.00)	14,917.93
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment and other intangible assets	22,833.34	(961.03)	-	21,872.31
Total Deferred Tax Liabilities	22,833.34	(961.03)	-	21,872.31
NET DEFERRED TAX (ASSETS)/ LIABILITIES	12,433.84	(4,914.46)	(565.00)	6,954.38

22.1 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 MAT Credit Entitlement amounting to Rs. 2,622.22 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognised.

23. OTHER NON - CURRENT LIABILITIES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Deferred Revenue arising from Government Grants	23.1	454.72	460.95
		454.72	460.95

23.1 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.	489.87	27.59	31.37	486.09

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
24. CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Secured Loans from Banks			
Cash Credit, Packing Credit and Demand Loans		38,602.93	49,334.30
(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	23,500.00
(a) Nature of security:			
Subservient charge by way of hypothecation/mortgage over moveable fixed assets of the Company - both present and future.			
Subservient charge over the current assets of the company both present and future.			
IndusInd Bank Limited		7,484.81	13,050.00
(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	9,636.61
(a) Nature of security:			
Subservient charge on all the Moveable Fixed assets of certain tea estates- both present and future.			
HDFC Bank Limited	24.2	17,901.97	17,901.97
(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 Loans from Others			
Techno Electric and Engineering Company Limited	24.4	-	10,000.00
(a) Nature of Security			
Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata -700019.			

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
24. CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Unsecured Loans - Short Term			
Unsecured Loans from Banks	24.2		
Axis Bank Limited		10,000.00	10,000.00
Yes Bank Limited		23,390.00	23,390.00
Unsecured Loans from Others			
Intercompany Loans:			
- From Individual	24.5	3,500.00	-
- From Body Corporates	24.5 and 24.2	6,939.86	6,425.00
- From Related Party	24.5	10,620.19	4,305.00
Current Maturities of Long Term Debts			
Secured Loans from Banks	20		
ICICI Bank Limited		4,649.54	3,649.54
HDFC Bank Limited		6,800.00	6,800.00
RBL Bank Limited		4,752.33	4,752.33
Yes Bank Limited		4,375.00	4,375.00
Secured Loans from Others	20		
Housing Development Finance Corporation Limited		894.82	894.82
		1,88,048.06	2,03,014.57

24.1 Refer Note no. 20.1 in respect of default in borrowings

24.2 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, Equitable Mortgage by way of exclusive charge over land with a single storied house constructed thereon at Guwahati, Ulbari, Dist-Guwahati and Pledge of entire equity shares of Phuben Tea Company Limited (PBTC) Vietnam (Shares handed over to Yes Bank in the year 2019-20 and pledge created by BTHL subsequently in the previous year). However, in view of pending resolution plan, such loan could not be fully securitised as required in term of agreement with lenders.

24.3 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. Further, in certain cases Personal guarantee of Mr. Aditya Khaitan, Managing Director was pending execution. 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.

24.4 The proceedings initiated during the year under Insolvency and Bankruptcy Code, 2016 (IBC) pursuant to a petition filed by a corporate lender having an outstanding balance of Rs. 10,000.00 lakhs had been closed following a settlement arrived at towards the amount payable in this respect. Rs. 12,000.00 lakhs has been paid to said corporate lender by certain parties on behalf of the company and differential of Rs. 2,000.00 lakhs pending payment of entire amount and finalisation of necessary terms etc. and non-recognition of interest as stated in Note no. 35.2, has been carried forward in the financial statement. Adjustments/ Impact if any in this respect including with respect to the amount of Interest included in Note no. 35.2 will be given effect to on final confirmation and ascertainment of amount thereof.

24.5 Certain payments made by Individuals amounting to Rs. 3,500.00 lakhs, from a body corporate amounting to Rs. 2,000.00 lakhs and from a related party amounting to Rs. 5,565.19 lakhs against settlement of ICD as disclosed above in Note no. 24.4 and invocation of securities by a lender, such balances have been disclosed as short term borrowings. Pending finalisation of terms and conditions with respect to these loans, necessary disclosure in this respect have not been made in these financial statements.

24.6 Pending finalisation of resolution plan as stated in Note no. 57(a) any further charge or satisfaction as such could not be filled with Registrar of Companies (ROC) and details of charges herein above are based on filling done earlier.

24.7 Also refer Note no. 57, 35.1 and 35.2

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
25. TRADE PAYABLES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Payable for Goods and Services	58		
a) Total outstanding dues of micro enterprises and small enterprises	25.1	403.98	-
b) Total outstanding dues other than micro enterprises and small enterprises		9,242.13	8,376.78
		9,646.11	8,376.78

25.1 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 (Also Refer Note no. 58).

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
a) Principal amount remaining unpaid but not due as at year end		403.98	-
b) Interest amount remaining unpaid but not due as at year end		-	-
c) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year		-	-
d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006		-	-
e) Interest accrued and remaining unpaid as at year end		-	-
f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise		-	-

25.2 Trade Payable ageing schedule to the extent possible based on the outstanding balance as computed from date of transaction are as follows: (Also Refer Note no. 58).

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed - Non MSME			
Less than 1 year		4,460.41	1,614.88
1-2 years		1,227.48	7.45
2-3 years		436.67	3,484.02
More than 3 years		3,117.57	3,270.43
		9,242.13	8,376.78
Undisputed - MSME			
Less than 1 year		299.51	-
1-2 years		45.53	-
2-3 years		24.77	-
More than 3 years		34.17	-
		403.98	-
Disputed - MSME			
Less than 1 year		-	-
1-2 years		-	-
2-3 years		-	-
More than 3 years		-	-
		-	-
Disputed - Non-MSME			
Less than 1 year		-	-
1-2 years		-	-
2-3 years		-	-
More than 3 years		-	-
		-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
25.3 Unbilled amount included above being less than 1 year are as follows:
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed - Non MSME		81.97	127.89
Undisputed - MSME		-	-
		81.97	127.89

26. OTHER FINANCIAL LIABILITIES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Interest accrued and due on borrowings	20.1, 26.2 and 26.4	43,883.29	29,279.42
Unpaid Dividends	26.1	77.12	162.17
Unclaimed Fractional Share Sale Proceeds	26.1	0.16	0.16
Deposits Received from Agents/ Customers	58	106.59	108.43
Employee Benefits Payable		6,921.44	7,760.52
Derivative instrument fair valued through profit and loss		-	20.50
Payable against Fair Trade Premium		235.82	99.06
Payable pertaining to Sale of Specified Assets of Sold Tea Estates (Net)	26.3 and 58	-	421.73
		51,224.42	37,851.99

26.1 There are no amounts due for payment to the Investor Education and Protection Fund as at the year end.

26.2 The liability in relation to borrowings have been stated based on the provisions and appropriations stated in Note no. 35.1 and 35.2, pending finalisation of resolution plan and confirmation/reconciliation of balances etc. by the lender (Refer Note no. 57(b)).

26.3 Represents amount payable to the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.

26.4 Interest accrued and due is net of Rs. 2,893.59 lakhs (31st March 2021: Rs. 2,536.90 lakhs) pertaining to certain debit balances lying with banks which had been appropriated against their outstanding dues pending confirmation and reconciliation as detailed in Note no. 57(b)

27. OTHER CURRENT LIABILITIES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advances- from Customers, Selling Agents and others	58 and 27.2	5,210.58	5,581.23
Statutory Payables (including Provident Fund and Tax deducted at Source)		3,775.76	965.61
Advances against Sale of Fixed Assets	27.1 and 58	1,479.25	1,466.57
Deferred Revenue arising from Government Grants	23.1	31.37	28.92
		10,496.96	8,042.33

27.1 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. 3,201.82 lakhs). However pursuant to the injunction imposed vide the order of Hon'ble High Court of Delhi, 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. 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.

27.2 This includes advance of Rs. 5,000.00 lakhs (31st March 2021: Rs. 5,000.00 lakhs) received in earlier year against sale of tea, pending finalisation of terms and conditions thereof.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
28. PROVISIONS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Provision for Tax on Proposed Dividend	28.1	1.40	1.40
(Net of Payment of Rs. 343.37 lakhs (31st March 2021: Rs. 343.37 lakhs))			
Provision for Other Retirement Benefits	28.2	662.35	662.35
Provision for Others	28.3	2,020.36	2,020.36
		2,684.11	2,684.11

28.1 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. During the previous year, the tax authorities had appropriated such demand against the refund order for Assessment year 2007-2008 against which the company has preferred a further appeal. In the event of the said demand being quashed by taxation authorities following the order of Supreme court, the said amount so adjusted will be refunded to the company.

28.2 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.

28.3 Provision for others includes Rs. 105.00 lakhs (31st March 2021: Rs. 105.00 lakhs) which relates to various demands raised by the buyer's of Specified Assets of Tea Estates in respect of expenditure incurred by them in relation to period prior to hand over of such tea estates, pending reconciliation and finalisation of the same with the books of accounts. Further, provision of Rs. 1,915.36 lakhs (31st March 2021: Rs. 1,915.36 lakhs) relates to estimated cost to be incurred in relation to Sale of Specified Assets of Tea Estates.

28.4 Movement in the Provisions are as follows :

(₹ in Lakhs)

Particulars	Provision for Tax on Proposed Dividend	Provision for Other Retiral Benefits	Provision for Other
As on 1st April 2020	344.77	662.35	2,020.36
Provided during the Year	-	-	-
Reversal during the Year			
Adjusted by Income Tax Authorities during the year	343.37	-	-
As on 31st March 2021	1.40	662.35	2,020.36
Provided during the Year	-	-	-
Reversal during the Year			
Adjusted by Income Tax Authorities during the year	-	-	-
As on 31st March 2022	1.40	662.35	2,020.36

29. CURRENT TAX LIABILITIES (NET)
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Provision for Income Tax		2,782.85	3,353.42
[Net of Advance Tax Rs. 17,127.44 lakhs (31st March 2021 - Rs. 18,661.60 lakhs)]			
		2,782.85	3,353.42

29.1 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
30. REVENUE FROM OPERATIONS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Sale of Products - Tea	30.2	107,858.09	107,654.33
Other Operating Revenues			
Consultancy Fees		-	73.11
Government Grants	30.1		
- Subsidy on Orthodox Tea		267.24	54.14
- Replantation Subsidy		477.19	691.60
- Transport Subsidy		38.84	125.00
- Subsidy- Capital Items	23.1	31.37	29.11
- Accrued duty exemption entitlement and other benefits relating to exports		84.14	547.66
Liabilities no Longer Required Written Back		1,695.85	668.88
Profit on Compulsory acquisition of Leasehold Land by Government	30.3	341.93	1,223.69
Scrap sales and other income from operations		58.79	118.33
		110,853.44	111,185.85

30.1 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.

30.2 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:

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Sale of Tea		
Within India	85,698.14	85,722.01
Outside India	21,721.26	21,575.76
Tea Waste Sales	438.69	356.56
	107,858.09	107,654.33

30.3 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.

31. OTHER INCOME
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Interest on Financial assets carried at amortised cost			
Deposits with Banks and NABARD		19.78	20.10
Loans	31.1	-	-
Others		50.40	58.73
Interest on Tax Refunds		149.00	194.41
Insurance Claims		182.47	109.21
Profit on Disposal of Property, Plant and Equipment (Net)		32.70	115.51
Provision no longer required written back		35.00	-
Derivative Instruments at Fair Value through Profit and Loss		19.18	74.39
Sundry Income	31.2	65.55	275.78
		554.08	848.13

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

31.1 The company received request in earlier years as well as in current year from various bodies corporate to whom Loans were given and outstanding as on 31st March 2022 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. Such interest at the rate applicable for the previous period works out to be Rs. 102,626.65 lakhs (including Rs. 34,238.13 lakhs for the year). As stated in Note no. 56(a), terms and conditions for repayment of loans including interest thereon will be decided on approval of 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 accrued in earlier years and outstanding as on 31st March 2022, provision of Rs.7,999.34 lakhs had been made and adjustments if any needed in this respect will be given effect to on finalisation of the resolution plan.

31.2 Sundry Income includes Nil (31st March 2021: Rs. 156.41 lakhs) being the net gain against Investment of funds lying in the Escrow account with Solicitors pertaining to the tea estates sold in earlier years.

32. COST OF MATERIALS CONSUMED
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Green Leaf (Consumed)	32.1	12,411.36	10,335.18
		12,411.36	10,335.18

32.1 Cost of materials consumed includes green leaf purchased from external sources

33. CHANGES IN INVENTORIES OF FINISHED GOODS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Stock of Tea at the beginning of the year		4,006.01	3,187.52
Less: Stock of Tea at the end of the year		(3,863.51)	(4,006.01)
(Increase)/Decrease		142.50	(818.49)

34. EMPLOYEE BENEFITS EXPENSE
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Salaries, Wages and Bonus etc.		47,341.83	43,450.93
Contribution to Provident and Other Funds	39	5,518.89	4,771.93
Staff and Workers Welfare Expenses		4,687.38	4,890.64
		57,548.10	53,113.50

35. FINANCE COSTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Interest Expense			
On financial liabilities measured at amortised cost	35.1 and 35.2	15,168.61	18,679.62
Other borrowing cost		39.01	40.14
		15,207.62	18,719.76

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

35.1 Pending completion of debt restructuring process pursuant to the resolution plan, Interest on borrowings have been provided as stated in Note no. 57(b).

35.2 Short term borrowings includes Inter Corporate Deposits of Rs 21,060.05 lakhs taken by the company against which interest to the extent of Rs. 6,716.79 Lakhs (including Rs. 2,101.32 Lakhs for the year) has not been recognised pending final settlement/finalisation of resolution plan as stated in Note no. 57(b). Further, in respect of Rs. 11,065.19 lakhs included as above and certain outstanding advances being so claimed by customers as stated in note no. 27.2, pending finalisation of terms and conditions, amount of interest if any thereagainst has not been determined.

36. DEPRECIATION AND AMORTISATION EXPENSE
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Depreciation on Property, Plant and Equipment	5	5,375.21	6,815.79
Amortisation of Other Intangible Assets	6	253.27	258.94
		5,628.48	7,074.73

37. OTHER EXPENSES
(₹ in Lakhs)

articulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Consumption of Stores and Spare Parts		383.09	357.28
Consumption of Manure, Fertiliser, Chemicals etc.		6,656.20	5,937.34
Consumption of Packing Materials		867.77	966.40
Power and Fuel		13,007.19	11,543.22
Electricity Charges		95.39	216.88
Rent	51	2.98	3.42
Lease Rent	51	2.13	3.96
Repairs to			
- Buildings		559.93	668.04
- Machinery		1,673.32	1,570.83
- Others		471.62	2,697.44
Insurance		373.67	397.43
Rates and Taxes		318.19	335.11
Travelling		535.85	386.67
Legal and Professional Fees		979.48	1,520.97
Freight, Shipping and Selling Expenses		3,462.00	3,370.84
Brokerage on Sales		656.31	647.17
Provision for Doubtful Receivable/Advance/ Claims etc.		-	26.00
Bad Debts/ Sundry balances written off		297.88	222.05
Net Loss on Foreign Currency Transaction and Translation		207.93	232.06
Changes in Fair Value of Biological Assets	12.1	(118.28)	(408.52)
Director's Fees		12.40	16.00
Miscellaneous Expenses	37.1 and 37.2	1,436.19	1,318.33
		31,881.24	32,028.92

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

37.1 Expenditure on Research and Development Rs. 173.20 lakhs (31st March 2021: Rs. 177.93 lakhs) represent subscription to Tea Research Association.

37.2 Miscellaneous Expenditure includes Payment to Auditor :

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
As Auditors - Audit Fees		48.00	43.00
For Other Services:			
- Tax Audit Fees		15.00	13.00
- Limited review and other certification etc.		50.00	35.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

38. 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).

39. 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. The Company's contribution of Rs. 172.87 lakhs (31st March 2021: Rs. 160.43 lakhs) to the Provident Fund Trust in this respect has been expensed under the 'Contribution to Provident and Other Funds'.

Expense recognised for Defined Contribution Plans for the year is as under:

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Employer's Contribution to Provident and Pension Fund	4,440.26	3,645.07

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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
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 2022 and corresponding figures for the previous year:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2022				
	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	698.32	-	290.34	-	-
2 Past Service Cost	-	-	-	-	-
3 Interest Cost	455.58	26.93	401.02	20.82	0.83
4 Expected return on plan assets	(996.96)	(132.21)	-	-	-
5 Total expense recognised in the Statement of Profit and Loss	156.94	(105.28)	691.36	20.82	0.83
- Re-measurements recognised in Other Comprehensive Income					
6 Return on plan assets (excluding amounts included in Net interest cost)	109.36	(8.39)	-	-	-
7 Effect of changes in demographic assumptions	-	-	-	-	-
8 Effect of changes in financial assumptions	(726.23)	(3.92)	(25.37)	(0.26)	1.95
9 Changes in asset ceiling (excluding interest income)	-	-	-	-	-
10 Effect of experience adjustments	2218.82	6.41	(516.15)	138.70	21.99
11 Total re-measurements included in Other Comprehensive Income	1,601.95	(5.90)	(541.52)	138.44	23.94
12 Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)	1758.89	(111.18)	149.84	159.26	24.77

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021				
	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	915.07	-	237.13	-	-
2 Past Service Cost	-	-	-	-	-
3 Interest Cost	906.87	25.11	348.19	19.32	1.00
4 Expected return on plan assets	(846.84)	(108.09)	-	-	-
5 Total expense recognised in the Statement of Profit and Loss	975.10	(82.98)	585.32	19.32	1.00
- Re-measurements recognised in Other Comprehensive Income					
6 Return on plan assets (excluding amounts included in Net interest cost)	(588.91)	(125.65)	-	-	-
7 Effect of changes in demographic assumptions	-	-	-	-	-
8 Effect of changes in financial assumptions	(685.96)	(3.96)	(26.29)	(0.26)	1.14
9 Changes in asset ceiling (excluding interest income)	-	-	-	-	-
10 Effect of experience adjustments	3,021.78	1.02	151.36	26.59	(5.64)
11 Total re-measurements included in Other Comprehensive Income	1746.91	(128.59)	125.07	26.33	(4.50)
12 Total defined benefit cost recognised in Profit and Loss and other Comprehensive Income (5+11)	2,722.01	(211.57)	710.39	45.65	(3.50)

(₹ in Lakhs)

Particulars	As on 31st March, 2022				
	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	17,839.59	381.51	5,445.91	437.72	36.01
2 Fair Value of Plan Assets	14,396.60	1,907.87	-	-	-
3 Status [Surplus/(Deficit)]	(3,442.99)	1,526.36	(5,445.91)	(437.72)	(36.01)
4 Restrictions on Asset Recognised					

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021				
	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	16,248.51	378.75	5,586.41	307.56	11.24
2 Fair Value of Plan Assets	13,527.27	1,793.93	-	-	-
3 Status [Surplus/(Deficit)]	(2,721.24)	1,415.18	(5,586.41)	(307.56)	(11.24)
4 Restrictions on Asset Recognised	-	-	-	-	-

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2022				
	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	16,248.51	378.75	5,586.41	307.56	11.24
2 Current Service Cost	698.32	-	290.34	-	-
3 Past Service Cost	-	-	-	-	-
4 Interest Cost	455.58	26.93	401.02	20.82	0.83
5 Remeasurement gains / (losses):					
a. Effect of changes in demographic assumptions	-	-	-	-	-
b. Effect of changes in financial assumptions	(726.23)	(3.92)	(25.37)	(0.26)	1.95
c. Changes in asset ceiling (excluding interest income)	-	-	-	-	-
d. Effect of experience adjustments	2,218.82	6.41	(516.15)	138.70	21.99
6 Curtailment Cost / (Credits)	-	-	-	-	-
7 Settlement Cost / (Credits)	-	-	-	-	-
8 Liabilities assumed in business combination	-	-	-	-	-
9 Exchange difference on foreign plans	-	-	-	-	-
10 Benefits Paid	(1,055.41)	(26.66)	(290.34)	(29.10)	-
11 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
12 Present Value of DBO at the end of the year	17,839.59	381.51	5,445.91	437.72	36.01

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021				
	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	13,969.11	364.79	5,129.55	292.98	14.74
2 Current Service Cost	915.07	-	237.13	-	-
3 Past Service Cost	-	-	-	-	-
4 Interest Cost	906.87	25.11	348.19	19.32	1.00
5 Remeasurement gains / (losses):					
a. Effect of changes in demographic assumptions	-	-	-	-	-
b. Effect of changes in financial assumptions	(685.96)	(3.96)	(26.29)	(0.26)	1.14
c. Changes in asset ceiling (excluding interest income)	-	-	-	-	-
d. Effect of experience adjustments	3,021.78	1.02	151.36	26.59	(5.64)
6 Curtailment Cost / (Credits)	-	-	-	-	-
7 Settlement Cost / (Credits)	-	-	-	-	-
8 Liabilities assumed in business combination	-	-	-	-	-
9 Exchange difference on foreign plans	-	-	-	-	-
10 Benefits Paid	(1,878.36)	(8.21)	(253.53)	(31.07)	-
11 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
12 Present Value of DBO at the end of the year	16,248.51	378.75	5,586.41	307.56	11.24

IV Best Estimate of Employers' Expected Contribution for the next year

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
- Gratuity	1,785.97	3,195.04
- Superannuation	-	-

(₹ in Lakhs)

Particulars	As on 31st March, 2022				
	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	13,527.27	1,793.93	-	-	-
2 Asset acquired in Business Combination	-	-	-	-	-
3 Interest Income	996.96	132.21	-	-	-
4 Remeasurement Gains / (Losses) on plan assets	(109.36)	8.39	-	-	-
5 Actual Company Contributions	1,037.14	-	-	-	-
6 Benefits Paid	(1,055.41)	(26.66)	-	-	-
7 Settlement Cost	-	-	-	-	-
8 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
9 Plan Assets at the end of the year	14,396.60	1,907.87	-	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	As on 31st March, 2021				
	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	12,167.24	1,568.40	-	-	-
2 Asset acquired in Business Combination	-	-	-	-	-
3 Interest Income	846.84	108.09	-	-	-
4 Remeasurement Gains / (Losses) on plan assets	588.91	125.65	-	-	-
5 Actual Company Contributions	1,802.64	-	-	-	-
6 Benefits Paid	(1,878.36)	(8.21)	-	-	-
7 Settlement Cost	-	-	-	-	-
8 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-
9 Plan Assets at the end of the year	13,527.27	1,793.93	-	-	-

VI Actuarial Assumptions

Particulars		As at 31st March 2022		As at 31st March 2021	
		Discount Rate (%)	Return on Plan Assets (%)	Discount Rate (%)	Return on Plan Assets (%)
1	Gratuity	7.37	7.37	6.96	6.96
2	Superannuation	7.37	7.37	6.96	6.96
3	Staff Pension	7.37	-	6.96	-
4	Medical Benefit Liability	7.37	-	6.96	-
5	Expatriate Pension	7.37	-	6.96	-

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

Particulars		As at 31st March 2022		As at 31st March 2021	
		Amount (₹ In Lakhs)	%	Amount (₹ In Lakhs)	%
1	Government Bonds	23.61	0.14	23.66	0.15
2	Investment with Life Insurance Corporation of India	245.17	1.50	228.89	1.49
3	Investment with Other Insurance Companies	15,996.85	98.12	15,031.28	98.11
4	Cash and Cash Equivalents	38.84	0.24	37.37	0.24
	Total	16,304.47	100.00	15,321.20	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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
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.

(₹ in Lakhs)

Particulars	Impact on Defined Benefit Obligations As on 31st March, 2022				
	Gratuity (Funded)	Superannuation (funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	%	%	%	%	%
Increase in Assumption of:					
1 Discount Rate by 0.50%	(4.37)	(2.19)	(1.78)	(0.05)	(2.76)
2 Salary Growth Rate by 10%	4.77	-	0.02	-	-
3 Attrition Rate by 0.50%	0.02	-	1.88	0.06	-
Decrease in Assumption of:					
1 Discount Rate by 0.50%	4.73	2.28	1.86	0.05	2.71
2 Salary Growth Rate by 10%	(4.45)	-	(0.02)	-	-
3 Attrition Rate by 0.50%	(0.02)	-	(1.82)	(0.06)	-

(₹ in Lakhs)

Particulars	Impact on Defined Benefit Obligations As on 31st March, 2021				
	Gratuity (Funded)	Superannuation (funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
		%	%	%	%
Increase in Assumption of:					
1 Discount Rate by 0.50%	(4.19)	(2.62)	(1.90)	(0.04)	(1.58)
2 Salary Growth Rate by 10%	4.59	-	0.01	-	-
3 Attrition Rate by 0.50%	0.06	-	2.01	0.05	-
Decrease in Assumption of:					
1 Discount Rate by 0.50%	4.52	2.74	2.00	0.04	1.55
2 Salary Growth Rate by 10%	(4.28)	-	(0.01)	-	-
3 Attrition Rate by 0.50%	(0.06)	-	(1.94)	(0.05)	-

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 yield: If plan assets underperform this yield, it 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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.

X The average duration of liabilities for all the funds is as follows :

Particulars	No. of Years	
	As at 31st March 2022	As at 31st March 2021
Defined benefit obligation		
Gratuity Fund (Funded)		
McLeod Russel India Limited Employees Gratuity Fund	16	16
George Williamson (Assam) Limited Employees Group Gratuity Fund	17	17
The Bisnauth Tea Company Limited Employees Group Gratuity fund	17	17
Superannuation Fund (Funded)		
George Williamson (Assam) Limited Superannuation Fund	7	7
Williamson Magor & Company Limited Superannuation Fund	5	5
McLeod Russel India Limited Superannuation Fund	6	6
Staff Pension Fund (Unfunded)		
McNeil & Magor and McLeod Russel Group	4	4
Medical Benefit Liability (Unfunded)		
McLeod Russel India Limited	4	4
Expatriate Pension (Unfunded)		
McLeod Russel India Limited	6	6

XI The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

(₹ in Lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
As at 31st March 2022					
Defined benefit obligation					
Gratuity Fund (Funded)	2,475.44	1,463.44	4,357.06	37,065.16	45,361.10
Superannuation Fund (Funded)	35.57	23.89	35.69	129.49	224.64
Staff Pension Fund (Unfunded)	1,663.90	631.25	1,530.85	3,284.73	7,110.73
Medical Benefit Liability (Unfunded)	253.94	242.03	699.47	765.13	1,960.57
Expatriate Pension (Unfunded)	11.09	10.33	21.91	-	43.33
	4,439.94	2,370.94	6,644.98	41,244.51	54,700.37
As at 31st March 2021					
Defined benefit obligation					
Gratuity Fund (Funded)	2,283.80	1,236.11	3,892.79	27,733.54	35,146.24
Superannuation Fund (Funded)	186.39	38.94	165.85	138.20	529.38
Staff Pension Fund (Unfunded)	699.98	183.45	524.69	1,160.32	2,568.44
Medical Benefit Liability (Unfunded)	239.66	217.66	449.04	591.35	1,497.71
Expatriate Pension (Unfunded)	7.90	5.36	7.02	11.99	32.27
	3,417.73	1,681.52	5,039.39	29,635.40	39,774.04

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
40. 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:

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
(I) Property, Plant and Equipment		
Commitment (Gross)	37.44	166.27
Advances against above commitments	-	-
Commitment (Net)	37.44	166.27

(b) Other Commitments

Particulars	As at 31st March 2022	As at 31st March 2021
I) Derivative Contracts		
Interest Rate Swap		
USD/INR	NIL	USD 9,71,278
INR/USD	NIL	INR 21,78,00,000

41. 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 :

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Electricity Dues- Inappropriate Electricity Withdrawal by the Tea Estates from Assam Power Distribution Company Limited	53.38	53.38
Excise Duty- Availment of refund was erroneous and to be recovered under Section 11A of the Central Excise Act, 1944	42.99	42.99
Income Tax- matters in respect of various exempted income and other disallowances	2,937.12	1,988.08
Service Tax- Demand of Service tax under reverse charge mechanism for royalty, license fee and consultancy fees	583.72	583.72
Land Revenue- Fine for Encroachment of Land declared and finalised as Ceiling Surplus in 2010	9.65	9.65

- b) The Company has issued various "Letter of Comfort" to lenders against loans taken by promoter group and certain other companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March 2022 is Rs. 1,13,599.78 Lakhs (31st March, 2021 - Rs. 1,46,099.78 Lakhs). The aggregate amount of borrowings of group-companies as on 31st March 2022 is Rs. 69,139.34 Lakhs (31st March, 2021 - Rs. 70,423.74 Lakhs).
- c) The Company's pending litigations comprises of claim against the company and proceedings pending with Taxation/ Statutory/ Government Authorities. This includes income tax matter pending before Appellate Authorities where issues involved are similar in nature and in view of the management there is remote possibility. 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 to be determined pending resolution of the same.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

42. 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)

(c) Associate

D1 Williamson Magor Bio Fuel Limited (D1WMBFL)

(d) Key Management Personnel

Mr. Aditya Khaitan (AK)

Managing Director and Chairman

Mr. Azam Monem (AM)

Wholetime Director

Mr. Amritanshu Khaitan (AAK)

Non-Executive Director

Ms. Arundhuti Dhar (AD)

Non-Executive Director

Mr. Suman Bhowmik (SB)

Non-Executive Director

Mr. Raj Vardhan (RV)

Non-Executive Director

(e) Relatives of Key Management Personnel

Mrs. Kavita Khaitan (KK)

Wife of Managing Director

Mr. Akhil Khaitan (AKK)

Son of Managing Director

(f) Entities where KMP or their close member have significant influence or control or Group Enterprises or Companies under common control and with whom transaction have taken place during the year

Soom Stud Farm Private Limited (SSFPL)

Ichamati Investments Limited (IIL)

(g) 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)

George Williamson (Assam) Limited Superannuation Fund (GWLSF)

Williamson Magor & Company Limited Superannuation Fund (WMCLSF)

McLeod Russel (India) Limited Staff Superannuation Fund (MRILSF)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(h) Transactions with Key Management Personnel:
(i) Key Management Personnel Compensation:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Excess Recoverable (Refer Note no. 8.1)	Net	Year ended 31st March 2021	Excess Recoverable (Refer Note no. 8.1)	Net
Short- term employment benefits						
AK	310.00	310.00	-	310.00	310.00	-
AM	149.20	149.20	-	131.20	131.20	-
	459.20	459.20	-	441.20	441.20	-
Post-employment benefits						
AK	48.60	-	48.60	47.70	-	47.70
AM	19.44	-	19.44	19.08	-	19.08
	68.04	-	68.04	66.78	-	66.78
Total compensation	527.24	459.20	68.04	507.98	441.20	66.78

Balance at the Year-end- Receivable
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
AK	620.00	649.21
AM	280.40	131.20

(i) Transactions / Balances with subsidiaries or Step down subsidiaries :
(i) Sales and purchases of goods and services:
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
MRME		
Sale of tea	85.56	108.88
MRUL		
Bad Debts	-	153.21
BTHL		
Royalty Payable written back	649.39	-
PBTCL		
Bad Debts	181.97	-
Consultancy Income	-	73.11

(ii) Expenses Incurred on behalf of the subsidiaries :
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
At the beginning of the year		
MRUL	-	17.16
PBTCL	3.32	3.32
MRME	-	4.15
BTHL	-	0.69
MRAL	-	4.53
	3.32	29.85
Bad Debts		
BTHL	-	0.69
PBTCL	3.32	-
MRUL	-	17.16
MRAL	-	4.53
MRME	-	4.15
	3.32	26.53

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(ii) Expenses Incurred on behalf of the subsidiaries :
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
At the end of the year		
MRUL	-	-
BTHL	-	-
PBTCL	-	3.32
MRAL	-	-
MRME	-	-
MRUL	-	-
	-	3.32

(iii) Outstanding balances
(₹ in Lakhs)

The following balances are outstanding at the end of the reporting period in relation to transactions with subsidiaries/step down subsidiaries:

Particulars	As at 31st March 2022	As at 31st March 2021
MRUL		
Receivables (Consultancy fees)	-	-
PBTCL		
Receivables (Consultancy fees)	-	181.97
MRME		
Receivables (Sale of Tea)	44.69	37.50
BTHL		
Royalty Payable	-	649.39

(iv) Balance of investment at year end
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
BTHL	15,967.18	15,967.18

(j) Transactions / Balances with associate:
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
D1 Williamson Magor Bio Fuel Limited		
Short Term Loan taken	750.00	4,205.00
Closing balance at the Year-end		
Short Term Loan	4,955.00	4,205.00
Balance of Investment*	-	-

* (Cost - Rs.2,184.35 lakhs, fully impaired)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(k) Transactions with Non-Executive Directors:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Sitting Fees		
AAK	2.20	2.60
AD	3.80	4.20
SB	3.60	4.20
RV	2.80	3.80
	12.40	14.80
Sitting Fees payable		
AD	0.40	0.40
SB	0.40	0.40
RV	0.40	0.40
	1.20	1.20

(l) Transactions with Enterprise where KMP have significant influence or control and companies under common control:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Loan Taken		
IIL	5,565.19	-
	5,565.19	-
Closing Payable		
SSFPL	100.00	100.00
IIL	5,565.19	-
	5,665.19	100.00

(m) Transactions with Relative of KMP:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Remuneration		
KK	10.60	-
AKK	6.22	-
	16.82	-
Closing Payable		
KK	-	-
AKK	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(n) Transactions with Trusts:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Contribution to Funds		
BTCGF	229.65	457.85
GWLGF	455.45	486.15
MRILGF	352.04	858.63
MRILPF	493.42	471.51
	1,530.56	2,274.14
Closing Liability (Net)		
BTCGF	276.11	459.83
GWLGF	1,705.68	1,795.62
MRILGF	1,461.22	465.79
	3,443.01	2,721.24
Closing Assets (Net)		
GWLSF	395.87	367.49
WMCLSF	503.58	473.01
MRILSF	626.90	574.67
	1,526.35	1,415.17

Note :

- The above related party is as identified by the management and relied upon by the auditor.
- All transactions from related parties are made in ordinary course of business. For the year ended 31st March 2022, 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.
- In respect of above parties, there is no provision for doubtful debts as on 31st March 2022 and no amount has been written back or written off during the year other than those disclosed above in respect of debts due from/ to them.
- 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"

43. EARNINGS PER SHARE

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Earnings per share (EPS) has been computed as under:		
(a) Net profit after taxes as per Statement of Profit and Loss (Rs. in lakhs)	(13,617.14)	(5,283.64)
(b) Computation of Weighted Average Number of Shares		
Number of equity shares outstanding as on Opening	104,455,735	104,455,735
Changes in Equity Share Capital during the year	-	-
Number of equity shares outstanding as on Closing	104,455,735	104,455,735
(c) Weighted average number of Equity shares outstanding for the purpose of basic and diluted earnings per share	104,455,735	104,455,735
(d) Earnings per share on profit for the year [Face Value Rs. 5.00 per share]		
Basic and Diluted EPS [(a)/(b)](Rs.)	(13.04)	(5.06)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
44. 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
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
1. Revenue from external Customers		
- Within India	89,132.18	89,536.98
- Outside India	21,721.26	21,648.87
Total	110,853.44	111,185.85
(₹ in Lakhs)		
Particulars	As at 31st March 2022	As at 31st March 2021
2. Non Current Assets*		
- Within India	101,982.54	103,138.56
- Outside India	-	-
Total	101,982.54	103,138.56

*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.

45. FAIR VALUE MEASUREMENTS
(₹ in Lakhs)

The accounting classification of each category of financial instruments, their carrying amount and fair values as follows:

Particulars	As at 31st March 2022					As at 31st March 2021				
	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	-	6,189.90	-	6,189.90	6,189.90	-	5,302.71	-	5,302.71	5,302.71
Trade Receivables	-	-	3,347.73	3,347.73	3,347.73	-	-	1,622.99	1,622.99	1,622.99
Loans	-	-	1,272.32	1,272.32	1,272.32	-	-	1,097.46	1,097.46	1,097.46
Inter-Corporate Deposits	-	-	275,160.95	275,160.95	275,160.95	-	-	282,396.08	282,396.08	282,396.08
Cash and Cash Equivalents	-	-	1,834.46	1,834.46	1,834.46	-	-	8,941.00	8,941.00	8,941.00
Other Bank Balances	-	-	155.92	155.92	155.92	-	-	170.44	170.44	170.44
Interest Receivable	-	-	1,942.16	1,942.16	1,942.16	-	-	1,958.32	1,958.32	1,958.32
Other Financial Assets	-	-	5,453.14	5,453.14	5,453.14	-	-	5,957.48	5,957.48	5,957.48
Total Financial assets	-	6,189.90	289,166.68	295,356.58	295,356.58	-	5,302.71	302,143.77	307,446.48	307,446.48

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	As at 31st March 2022					As at 31st March 2021				
	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value	FVTPL	FVTOCI	Amortised Cost	Total Carrying	Total Fair
Financial liabilities (Current and Non-Current)										
Long Term Borrowings	-	-	21,471.69	21,471.69	21,471.69	-	-	21,471.69	21,471.69	21,471.69
Short Term Borrowings	-	-	166,576.37	166,576.37	166,576.37			182,542.88	182,542.88	182,542.88
Interest Accrued on Borrowings	-	-	43,883.29	43,883.29	43,883.29	-	-	29,279.42	29,279.42	29,279.42
Trade payables	-	-	9,646.11	9,646.11	9,646.11	-	-	8,376.78	8,376.78	8,376.78
Lease Liabilities	-	-	202.61	202.61	202.61			593.05	593.05	593.05
Other Financial Liabilities	-	-	7,341.13	7,341.13	7,341.13	-	-	8,552.07	8,552.07	8,552.07
Derivative- not designated as hedging instruments- Interest Rate Swap	-	-	-	-	-	20.50	-	-	20.50	20.50
Total Financial liabilities	-	-	2,49,121.20	2,49,121.20	2,49,121.20	20.50	-	2,50,815.89	2,50,836.39	2,50,836.39

(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. These assumptions are subject to finalisation of resolution plan and determination of terms and conditions of borrowings and amount given as loans to various parties as stated in note no. 56 and note no. 57:

- 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 other than dealt with hereunder approximate their fair values.
- The Company's long-term debt from Banks and financial institutions were originally contracted at floating rates of interest. Fair value of variable interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost. Terms and conditions of these loan pending finalisation of resolution plan are yet to be finalised (Note no. 57(b)) and there is a uncertainty in this respect as on this date. Further, there are other unsecured borrowing as stated in note no. 24 terms and conditions whereof have not been decided.
- 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.
- The fair value of Inter-Corporate deposits based on management evaluation related to the credit and non-performance risks associated with the counterparties is dependent upon restructuring and/or adjustment based on finalisation of the resolution plan as stated in Note no. 57(a) and there is a uncertainty to the extent as stated in the said note.

(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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

During the year, the company has changed its valuation technique in respect of Kilburn Office Automation Limited for reasons stated in Note no. 7B.9 of the financial statements. Accordingly such shares have been valued as per Level 3 Technique whereby the said valuation has been arrived at based on the latest audited financial statements. This however does not have any material impact on the financial statement. Other than this, there are no transfers between level 1, level 2 and level 3 during the year.

Financial assets and liabilities measured at fair value through profit or loss/ Other Comprehensive Income recurring fair value measurements as at 31st March 2022.
(₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	7B	6,189.19	-	-	6,189.19
UnQuoted Equity Investments	7B			0.71	0.71
Total Financial Assets		6,189.19	-	0.71	6,189.90
Financial liabilities					
Derivatives not designated as hedge Instrument	26	-	-	-	-
Total Financial Liabilities	-	-	-	-	-

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2022
(₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	8 and 56			275,160.95	275,160.95
Total Financial assets		-	-	275,160.95	275,160.95
Financial liabilities					
Borrowings (including interest accrued)	20, 24, 26 and 57	-	231,931.35	-	231,931.35
Lease Liabilities	51		202.61	-	202.61
Total Financial liabilities		-	232,133.96	-	232,133.96

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.

Financial assets and liabilities measured at fair value through profit or loss/Other Comprehensive Income recurring fair value measurements as at 31st March 2021
(₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	7B	5,302.00	-	-	5,302.00
UnQuoted Equity Investments	7B			0.71	0.71
Total Financial Assets		5,302.00	-	0.71	5,302.71
Financial liabilities					
Derivatives not designated as hedge Instrument	26	-	20.50	-	20.50
Total Financial Liabilities		-	20.50	-	20.50

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2021 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	8 and 56	-	-	282,396.08	282,396.08
Total Financial assets	-	-		282,396.08	282,396.08
Financial liabilities					
Borrowings (including interest accrued)	20, 24, 26 and 57	-	233,293.99	-	233,293.99
Lease Liabilities	51	-	593.05	-	593.05
Total Financial liabilities		-	233,887.04	-	233,887.04

(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, 2022 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	12	-	526.79	-	526.79
Total		-	526.79	-	526.79

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2021 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	12	-	408.52	-	408.52
Total		-	408.52	-	408.52

46. 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 reviews 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. As stated in Note no. 57(a), the company has defaulted in repayment of borrowings including interest accrued thereon due to low recovery of the amount outstanding in respect of ICD's given by the company and resolution plan is under consideration of lenders. The company expects to restructure its borrowings and mitigate the related financial risk. Financial risk management as stated below has been considered based on the assumption of successful outcome of the resolution plan which is under consideration of the lenders as stated in the said note. The risk envisaged can materially be different on approval of the said plan and terms and conditions specified in this respect.

(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 (i.e. auction, consignment, private - both domestic and export) are made after judging credit worthiness of the customers, advance payment, deposit from customers 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-payment by group and other companies to whom amounts have been lent and for which restructuring as given in Note no. 57(a) is under consideration. The Company is expecting to mitigate the risk involved therein in due course of time on approval of resolution plan.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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. 45.

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

Certain 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 considering the steps being taken for realisation thereof.

(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 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 in earlier years 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 Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

- all non-derivative financial liabilities, and
- 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. 57(b).

Contractual maturities of financial liabilities as at 31st March 2022

(₹ in Lakhs)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	231,931.35	-	-	-	231,931.35
Lease Liabilities	191.42	2.22	3.30	5.67	202.61
Trade Payables	9,646.11	-	-	-	9,646.11
Other financial liabilities	7,341.13	-	-	-	7,341.13
Total non-derivative financial liabilities	249,110.01	2.22	3.30	5.67	249,121.20
Derivatives					
Interest rate swaps	-	-	-	-	-
Total derivative financial liabilities	-	-	-	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Contractual maturities of financial liabilities as at 31st March 2021
(₹ in Lakhs)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	232,293.99	1,000.00	-	-	233,293.99
Lease Liabilities	390.44	182.72	14.01	5.88	593.05
Trade Payables	8,376.78	-	-	-	8,376.78
Other financial liabilities	8,552.07	-	-	-	8,552.07
Total non-derivative financial liabilities	249,613.28	1,182.72	14.01	5.88	250,814.91
Derivatives					
Interest rate swaps	20.50	-	-	-	20.50
Total derivative financial liabilities	20.50	-	-	-	20.50

(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 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 per the 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 2022 :

(₹ in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	-	-	7.32	7.32
Trade Receivable	1,020.18	348.27	-	1,368.45
Other Financial Assets	-	-	-	-
	1,020.18	348.27	7.32	1,375.77
Financial Liabilities (b)				
Trade Payable	-	-	-	-
	-	-	-	-
Net Exposure in Foreign Currency (a-b)	1,020.18	348.27	7.32	1,375.77

10% appreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Company would result in increase in the Company's profit before tax by approximately Rs. 137.58 lakhs for financial assets. 10% depreciation of INR would have an equal and opposite effect on the Company's financial statements.

The following table sets forth information relating to foreign currency exposure as at 31st March 2021:

(₹ in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	-	-	8.63	8.63
Trade Receivable	633.62	-	-	633.62
Other Financial Assets	181.97	-	-	181.97
	815.59	-	8.63	824.22
Financial Liabilities (b)				
Trade Payable	-	-	649.39	649.39
	-	-	649.39	649.39
Net Exposure in Foreign Currency (a-b)	815.59	-	(640.76)	174.83

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

10% appreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Company would result in increase in the Company's profit before tax by approximately Rs. 82.42 lakhs for financial assets and decrease in the Company's profit before tax by approximately Rs.64.94 lakhs for financial liabilities. 10% depreciation of INR would have an equal and opposite effect on the Company's financial statements.

(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 2022 and 31st March 2021, 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 2022 and 31st March 2021, to interest rate risk excluding certain ICD and Deposits as dealt in Note no. 24.4 and 24.5 is as follows :

(₹ in Lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate
Financial Assets	-	275,160.95	-	282,396.08
Financial Liabilities	166,988.01	9,994.86	183,284.57	20,730.00
	(166,988.01)	265,166.09	(183,284.57)	261,666.08

Increase of 50 basis points (holding all other variables constant) in interest rates at the balance sheet date would result in decrease in net income of Rs. 834.94 lakhs on profit before tax for the year ended 31st March 2022 and Rs. 916.42 lakhs for the year ended 31st March 2021. A decrease in 50 basis point would have an equal and opposite effect on the Company's financial statements.

Interest risk on financial liabilities as stated above has been considered based on the accounting followed in this respect as stated in Note no. 56(a) and 57(b). The rate of interest and amount payable in this respect is subject to approval of resolution plan which as stated in Note no. 57(a) is under consideration of lenders. The risk envisaged can materially be different on approval of the said plan and terms and conditions specified in this respect.

(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 2022 is Rs 6,189.19 lakhs (31st March 2021: Rs. 5,302.00 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.

The Company manages the above financial risks in the following manner:

- 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.
- Slightly higher level of consumable stores viz packing materials, coal and HSD are maintained in order to mitigate financial risk arising from logistics problems.
- 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.
- 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. 57(a) is under

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

47. 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. 57(a):

(₹ in Lakhs)

Particulars	Note	As at 31st March 2022	As at 31st March 2021
(i) Total Debt			
Borrowings - Non-Current	20	-	1,000.00
- Current	24	166,576.37	182,542.88
Current Maturities of Long Term Debt	24	21,471.69	20,471.69
Interest accrued and due on borrowings	26	43,883.29	29,279.42
		231,931.35	233,293.99
Less : Cash and Cash Equivalents	14	1,834.46	8,941.00
Net Debt		230,096.89	224,352.99
(ii) Equity attributable to Shareholders	18 and 19	148,345.24	161,902.93
(iii) Net debt to equity ratio		1.55	1.39

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.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2022 considering pending outcome of the resolution plan under consideration of lenders (Refer Note no. 57(a)).

48. 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. 7A & 7B 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:

(₹ in Lakhs)

Name of Parties	Amount Outstanding as on 31st March 2021	Additions	Repayment/ Adjustment	Amount Outstanding as on 31st March 2022
Williamson Magor & Co. Limited	19,221.42	-	-	19,221.42
Babcock Borsig Limited	14,525.00	-	25.00	14,500.00
Williamson Financial Services Limited	22,200.00	-	-	22,200.00
Seajulie Developers & Finance Limited	133,846.44	-	5,660.13	128,186.31
Woodside Parks Limited	92,590.22	-	1,550.00	91,040.22
Vinod Enterprises	13.00	-	-	13.00
	282,396.08	-	7,235.13	275,160.95

Note : The company has not recognised interest income for reasons stated in Note no. 31.1 and 56 (a).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

49. RATIOS

The ratios given hereunder including debt-equity and debt service coverage ratios have been arrived at based on figures stated in financial statement and are therefore subject to variation due to reason stated in note no. 56 and 57. The analytical ratios for the year ended 31st March 2022 and 31st March 2021 are as follows:

Particulars	Numerator	Denominator	As at / For the year ended 31st March 2022	As at / For the year ended 31st March 2021	Variance	Remarks
Working Capital Ratio	Current Assets	Current Liabilities	0.10	0.11	-11.09%	
Debt-Equity ratio	Short Term Borrowings+ Long Term Borrowings	Total Equity	1.27	1.26	0.60%	
Debt service coverage ratio	Earning before Interest, Depreciation and Tax+ Exceptional Items	Interest Expense+ Principal Repayment of Long Term Debt+ Repayment of Lease Liabilities	0.60	0.91	-33.62%	Due to substantial reduction in average realisation and increase in wages and resultant decrease in profit
Return on Equity Ratio	Profit after Tax+ Exceptional Items	Total Equity	-9.18%	-3.26%	181.28%	Due to substantial reduction in average realisation and increase in wages and resultant decrease in profit
Inventory turnover ratio	Revenue from operations less EBITDA	Average Inventory	11.74	13.28	-11.55%	
Trade Receivable turnover ratio	Revenue from Operation	Average Trade Receivables	44.60	70.37	-36.61%	Due to increase in outstanding receivable account of sales made at the end of the year
Trade payables turnover ratio	Total Purchases	Average Trade Payables	2.34	2.43	-3.66%	
Net capital turnover ratio	Revenue from operations	Working Capital	(0.45)	(0.47)	-2.63%	
Net profit margin	Profit after Tax+ Exceptional Items	Revenue from Operations	-12.28%	-4.75%	158.50%	Due to substantial Operation reduction in average realisation and increase in wages and resultant decrease in profit
Return on capital employed	Earning before Interest and Tax+ Exceptional Items	Average Capital Employed (Capital Employed= Total Assets- Current Liabilities)	2.33%	5.86%	-60.23%	Due to substantial Operation reduction in average realisation and increase in wages and resultant decrease in profit
Return on Investments	Income generated from investments	Time weighted average investments (Average investment)	16.73%	390.42%	-95.71%	Due to variation in market rate

Notes : The ratios given herein above including debt-equity and debt service coverage ratios have been arrived at based figures stated in financial statement and are therefore subject to variation due to reason stated in note no. 56 and 57.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
50. 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
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Current Tax		
Current tax for the year	-	-
Interest u/s 234B and 234C	-	-
Total Current Tax (A)	-	-
Provisions for tax relating to earlier years	43.49	1,778.48
Total provision relating to earlier years (B)	43.49	1,778.48
Deferred tax for the year	2,161.87	(4,914.46)
Total Deferred Tax (C)	2,161.87	(4,914.46)
Grand Total (A+B+C)	2,205.36	(3,135.98)

(b) Amount recognised in other comprehensive income
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Deferred Tax		
Income tax relating to items that will not be re-classified to profit or loss	389.17	565.00
Total	389.17	565.00

(c) Reconciliation of effective tax rate:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Profit before tax	(11,411.78)	(8,419.62)
Income tax expense calculated @ 31.98% (31st March 2021- 31.98%)	(3,649.21)	(2,692.39)
Effect of Tax Holiday under Agriculture Income	2,054.12	1,515.53
Effect of expenses that are deductible/non-deductible in determining taxable profit	751.53	(28.89)
Effect of additional deduction under Income tax Act'1961	-	(18.65)
Effect of income that is exempt from taxation	(270.09)	(316.68)
MAT Credit Utilisation	995.27	-
Effect for Interest disallowance not considered for creation of Deferred Tax	2,280.25	366.70
Effect for creation of Deferred Tax subsequent to tax holiday	-	(3,740.08)
	2,161.87	(4,914.46)

Notes :

- The tax rate used in the corporate tax rate payable on taxable profits under the Income Tax Act'1961.
- The Company's agriculture income is subject to lower tax rates @ 30% under the respective state tax laws. Further, considering the tax holiday granted by the State Government, effect of Deferred Tax reversal during the said tax holiday period has been considered for computing Deferred Tax Assets.
- 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.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
51. DISCLOSURE AS PER IND AS 116

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.

(i) Following are the changes in the carrying value of right of use assets:

(₹ in Lakhs)

Particulars	Building	Leasehold Land	Total
As at 1st April 2020	1,219.22	38.77	1,257.99
Addition	-	-	-
Deletion	10.10	-	10.10
Depreciation	401.70	2.41	404.11
As at 31st March 2021	807.42	36.36	843.78
Addition	-	-	-
Deletion	-	-	-
Depreciation	397.73	2.41	400.14
As at 31st March 2022	409.69	33.95	443.64

(ii) The following is the break-up of current and non-current lease liabilities :

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Current lease liabilities	191.42	390.44
Non-Current lease liabilities	11.19	202.61
	202.61	593.05

(iii) The following is the movement in lease liabilities :

(₹ in Lakhs)

Particulars	Amount
As at 1st April 2020	975.32
Additions	-
Finance cost accrued during the period	89.60
Deletions	(11.69)
Payment of lease liabilities	
- Principal	(370.09)
- Interest	(90.09)
As at 31st March 2021	593.05
Additions	-
Finance cost accrued during the period	47.97
Deletions	-
Payment of lease liabilities	
- Principal	(390.44)
- Interest	(47.97)
As at 31st March 2022	202.61

(iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis: (₹ in Lakhs)

Particulars	As at 31st March 2022
Not later than one year	191.61
Later than one year and not more than five years	19.47
Later than five years	10.98

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- (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. 5.11 lakhs (31st March 2021: Rs. 7.38 lakhs).

52. SALE OF SPECIFIED ASSETS OF CERTAIN TEA ESTATES

On 09th August, 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 :

- a) The specified assets of one 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'.
- b) The Company has received advances against sale of estates and certain other assets amounting to Rs. 1,413.87 lakhs (including Rs. 550.00 lakhs dealt in (a) above). There is a stay imposed by Hon'ble High Court of Delhi vide it's order dated whereby the same can not be disposed of by the company. Accordingly, such assets pending final decision of Hon'ble High Court of Delhi has been continued to be 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.

53. Ageing Schedule of Capital Work in Progress are as follows :

Projects in progress

As at 31st March 2022

(₹ in Lakhs)

Particulars	Bearer Plant	Plant and Equipments	Building & Other Assets	Total
Less than 1 Year	1,599.16	67.51	32.24	1,698.91
1-2 Years	521.95	27.52	1.97	551.44
2-3 Years	713.27	-	0.62	713.89
More than 3 Years	1,260.16	-	4.37	1,264.53
	4,094.54	95.03	39.20	4,228.77

As at 31st March 2021

(₹ in Lakhs)

Particulars	Bearer Plant	Plant and Equipments	Building & Other Assets	Total
Less than 1 Year	1,210.88	336.56	33.80	1,581.24
1-2 Years	674.54	1.02	21.77	697.33
2-3 Years	1,076.44	0.48	24.03	1,100.95
More than 3 Years	2,398.22	-	16.68	2,414.90
	5,360.08	338.06	96.28	5,794.42

Projects temporarily suspended

As at 31st March 2022

(₹ in Lakhs)

Particulars	Bearer Plant	Plant and Equipments	Building & Other Assets	Total
Less than 1 Year	-	-	-	-
1-2 Years	-	-	-	-
2-3 Years	-	1.46	1.74	3.20
More than 3 Years	-	0.14	19.17	19.31
	-	1.60	20.91	22.51

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
As at 31st March 2021
(₹ in Lakhs)

Particulars	Bearer Plant	Plant and Equipments	Building & Other Assets	Total
Less than 1 Year	-	-	-	-
1-2 Years	-	-	-	-
2-3 Years	-	0.14	12.03	12.17
More than 3 Years	-	-	7.14	7.14
	-	0.14	19.17	19.31

- (b) The expected completion of amount lying under Capital Work in progress whose completion is overdue or has exceeded its cost compared to its original plan are as below :

As at 31st March 2022
(₹ in Lakhs)

Particulars	Amount in Capital work in progress to be completed in			
	Less than 1 Year	1-2 years	2-3 years	More than 3 years
Projects in progress:				
Bearer Plant	-	-	-	-
Plant & Equipment	11.40	-	-	-
Building & Other Assets	1.59	-	-	-
	12.99	-	-	-
Projects temporarily suspended				
Bearer Plant	-	-	-	-
Plant & Equipment	1.60	-	-	-
Building & Other Assets	20.91	-	-	-
	22.51	-	-	-

As at 31st March 2021
(₹ in Lakhs)

Particulars	Amount in Capital work in progress to be completed in			
	Less than 1 Year	1-2 years	2-3 years	More than 3 years
Projects in progress:				
Bearer Plant	-	-	-	-
Plant & Equipment	226.27	5.62	-	-
Building & Other Assets	60.18	-	-	-
	286.45	5.62	-	-
Projects temporarily suspended				
Bearer Plant	-	-	-	-
Plant & Equipment	0.14	-	-	-
Building & Other Assets	19.17	-	-	-
	19.31	-	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

54. RELATIONSHIP WITH STRUCK-OFF COMPANIES ARE AS FOLLOWS :

Based on information available with the company from the website of Ministry of Corporate Affairs regarding whether the company with whom transaction have been carried out are struck-off is based on such identification to the extent possible :

(₹ in Lakhs)

Name of the Struck-off Company & Nature of transaction	Relationship with Struck-off Company	Refer Note No.	As at 31st March 2022	As at 31st March 2021
Advances given				
Sonata Construction Private Limited	Not applicable		1,400.00	1,400.00
Shares held by Struck off company				
Astral Auto Parts Pvt Ltd	Not applicable		-	0.99
Dreams Broking Pvt Ltd	Not applicable	54.1	0.00	0.00
Ethics Investment Consultants Private Limited	Not applicable		-	0.04
ING Securities Private Limited	Not applicable		0.43	0.39
Kshirode Chandra Ghosh & Sons Pvt L	Not applicable		0.02	0.02
M/S JIC Finance Private Ltd	Not applicable		0.01	0.01
Madhur Bharat Private Ltd	Not applicable		0.02	0.02
N R I Financial Services Ltd	Not applicable	54.1	0.00	0.00
Overland Finance And Invest Cons	Not applicable	54.1	0.00	0.00
Standard Chartered Bank Trustee E & Executor	Not applicable		0.09	0.09
Vaishak Shares Limited	Not applicable	54.1	0.00	0.00
Victor Properties Private Limited	Not applicable		0.15	0.15

54.1 Amount is below the rounding off norm adopted by the Company.

55. COVID 19

The Company has taken into account all the possible impacts of COVID-19 in preparation of these financial statement, including but not limited to its assessment of, liquidity and going concern assumption, the recoverability of property, plant and equipments, receivables, intangible assets, cash and cash equivalents and investments. The Company has carried out this assessment based on available internal and external sources of information upto the date of approval of these financial statements and believes that no adjustment in the carrying amount of assets and liabilities is expected to arise. The Company continues to monitor future economic conditions and its consequent impact on the business operations, given the uncertain nature of the pandemic.

56. Inter-corporate loans given

- In respect of Inter-Corporate Deposits (ICDs) given to Promoter group and certain other companies as given in Note no. 48(B), the amount outstanding aggregates to Rs. 2,75,160.95 Lakhs as at 31st March 2022 (31st March 2021: Rs. 2,82,396.08 Lakhs) (net of provision of Rs. 1,098.00 Lakhs). Interest accrued upto 31st March 2019 and remaining unpaid as on 31st March 2022 aggregates to Rs. 1,933.92 Lakhs (net of provision of Rs. 7,999.00 Lakhs). Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, has not been accrued since 1st April 2019. Over and above, the company has issued letters of comfort to lenders of these companies as given in Note no. 41(b). These borrowing companies are in the process of recovering the money in turn advanced by them to entities including those where proceedings under Insolvency and Bankruptcy Code, 2016 (IBC) has been initiated. Resolution plan as stated in Note no. 57(a) below is currently under consideration of lenders. The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/adjusted and/or restructured considering the outcome of the Resolution Plan under consideration and no further provision/adjustment is required at this stage.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- b) Inter-Corporate Deposits to companies as dealt herein above in Note no. 56(a), the predecessor auditors' had issued an adverse opinion on the audited financial statement for the year ended 31st March 2019. Inter-Corporate Deposits to companies as dealt herein above include Rs. 77,575.00 lakhs reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 2,75,160.95 Lakhs given to various parties are outstanding as on 31st March 2022. In view of the management these companies are not related parties requiring disclosure in terms of the Ind As and companies Act, 2013. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities are being provided and final outcome and/or directions if any are awaited as on this date.

57. Going Concern and Default in Borrowings

- a) Overall performance of the company over the period even though has improved, the Company's financial position is continued to be under stress. The Inter-Corporate Deposits (ICDs) given to various group and other companies in earlier years to provide them funds for strategic reasons for meeting various obligations along with interest to the extent applicable are lying outstanding as on this date. The mismatch of company's resources vis-à-vis its commitments and obligations due to non-recovery of such ICDs have caused financial constraints resulting in hardship in servicing of the short term and long-term debts and meeting other liabilities.

The CIRP proceeding initiated against the company as stated in Note no. 24.4 has been closed. Following this, the Resolution process of the company in terms of circular dated 7th June, 2019 issued by the Reserve Bank of India are under evaluation by the lenders. Inter-Creditor Agreement (ICA) for arriving at and implementing the resolution plan has been signed by all the lenders (bankers). The forensic audit for utilisation of funds borrowed in the past, conducted on behest of lenders had been completed. Techno Economic Viability (TEV) study carried out earlier have been re-verified and confirmed. Valuation of tea estates and other assets are currently in process and will be completed in due course of time. The committee formed by the lenders has appointed the Credit Rating Agencies for assessing the possible credit rating of the company on implementation of the proposed resolution plan. The draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker along with their recommendation has been modified and the said resolution plan after obtaining the final valuation of the assets and credit rating of the company, will be placed for necessary approval for implementation.

The management is confident that with the bankers support in restructuring their debt to a sustainable level and rationalisation of cost of borrowing and other costs, induction of additional fund in the system etc. and other ameliorative measures taken and/or proposed to be taken and restructuring/reducing the outstanding amount of loan receivable in line with resolution plan, the company will be able to generate sufficient cashflow to meet its obligations and strengthen its financial position over a period of time. Considering that these measures are under implementation and/or under active consideration for arriving at a resolution plan in due course of time, these financial statements have been prepared on going concern basis.

- b) Pending approval of resolution plan and completion of debt restructuring process and consequential adjustment in this respect as per Note No. 57(a) above, Interest on borrowings from banks and financial institutions have been continued to be provided on simple interest basis based on 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 including by executing securities etc., have been adjusted against principal amount outstanding. 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 the resolution plan pending approval by the lenders as on this date. Adjustments, if any required in this respect will be recognised on determination thereof and will then be given effect to in the financial statements.

- 58.** Certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 57 and 35 above, clearing accounts, trade and other payables, advances from customers, loans and advances (other than as dealt with in Note no. 56), other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact/related disclosures in this respect are currently not ascertainable. However, certain inter-unit balances and amount of receivables which were under reconciliation in the preceding year, have been reconciled and adjustments thereof have been given effect to in this year.

59. Additional Information pursuant to amendments (effective 1st April, 2021) made in Schedule III to the extent applicable to the company (Other than those that have been disclosed under the respective Notes to the financial statements:

A) Utilisation of borrowed funds and share premium

- (i) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (ii) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(B) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(C) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(D) Compliance with number of layers of companies

The Company has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017.

- 60. These financial statements have been approved by the Board of Directors of the Company on 30th May 2022, for issue to the shareholders for their adoption.
- 61. Schedule III to the Companies Act, 2013 vide notification dated 24th March 2021 issued by Ministry of Corporate Affairs has been amended with effect from 1st April 2021 and these financial statement have been prepared giving effect to the said amendments. Accordingly, comparative figures for the previous year have been regrouped wherever applicable to make them comparable with those of the current year's figure.

As per our report of even date
For Lodha & Co,
Chartered Accountants
R.P. Singh
Partner
 Place : Kolkata
 Dated : 30th May 2022

For and on behalf of the Board of Directors
Aditya Khaitan - Chairman and Managing Director
 (DIN No: 00023788)
Azam Monem - Wholetime Director
 (DIN No: 00023799)
Pradip Bhar - Chief Financial Officer
Alok Kumar Samant - Company Secretary

**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 Results for the Financial Year ended March 31, 2022

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

(₹ in Lakh)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (audited figures after adjusting for qualifications to the extent ascertainable)
	1	Turnover / Total income	1,11,407	1,11,407
	2	Total Expenditure	1,22,819	1,29,535
	3	Net Profit/(Loss)	(13,617)	(20,333)
	4	Earnings Per Share	(13.04)	(19.47)
	5	Total Assets	4,32,897	4,32,897
	6	Total Liabilities	2,84,552	2,91,268
	7	Total Equity	1,48,345	1,41,629
	8	Any other financial item(s)	-	-

II	Audit Qualification (each audit qualification separately) : Qualification-1	
a.	Details of Audit Qualification:	Inter Corporate Deposits (ICD) aggregating to Rs. 2,77,095 lakhs as on March 31, 2022 (including Interest of Rs. 1,934 lakhs accrued till March 31, 2019) given to certain companies which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. 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 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:	There is a detailed exercise under way through which the possibilities of capital infusion, liquidating the outstanding amount and/or restructuring these over a period of time. The promoter group companies have assets, monetisation of which could result in additional cash generation and this is also part of the entire restructuring exercise to address the outstanding liabilities of borrowing companies including ICDs taken from the company. This exercise to certain extent is dependent upon the resolution plan under consideration of company's lenders and recovery proceedings including those where proceedings under Insolvency and Bankruptcy Code, 2016 (IBC) has been initiated against entities to whom significant amount have been advanced by these borrowing companies. Pending these and also expected recovery against the assets etc. considering the delays in this respect due to COVID-19 and lack of liquidity in the market, the amount of provision required if any, is presently not determinable and as such has not been considered for the purpose of these financial results.
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:	The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/adjusted and/or restructured considering the outcome of the Resolution Plan under consideration and proceedings for recovery pending as stated above as on this date, no further provision/adjustment is required at this stage.
(iii)	Auditors' Comments on (i) or (ii) above:	

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, 2022. In absence of appropriate audit evidence and status thereof, they are unable to comment on the validity and recoverability of such advance.
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 had extended certain advances to a body corporate towards the proposed acquisition of certain land parcels on behalf of the Company in Assam for setting up a blending unit for the Company's business purposes. In case the said body corporate was unable to fulfil the objective for this advance, then the same would be refunded to the Company.
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:	The Company is in the process of recovering such advance
(iii) Auditors' Comments on (i) or (ii) above:	
Qualification-3	
a. Details of Audit Qualification:	<p>Non-recognition of Interest on Inter Corporate Deposits taken by the company and thereby the loss for the year is understated to the extent indicated in said note and non-determination of interest on short term borrowings and certain advances being so claimed by customers as stated therein.</p> <p>Further, penal/compound interest and other adjustments in respect of borrowings from lenders/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.</p>
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:	<p>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.</p> <p>The Company further submits that the Company's lenders are in advanced stages of discussions for finalizing a debt resolution/ debt restructuring proposal in accordance with the applicable guidelines issued by the Reserve Bank of India. On the implementation of the said debt restructuring plan, which is expected to be soon, the Company's cash flow is expected to improve significantly which would in turn strengthen the Company's financial position. The credit rating process is about to complete. The inter-creditor agreement for the resolution plan has already been executed. Pending the determination of interest under the debt resolution plan and its treatment, the Company had accounted for normal interest.</p>
e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
(i) Management's estimation on the impact of audit qualification:	Penal/compound interest and other adjustments in respect of borrowings are 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. Further, interest would be restructured under Resolution-Plan and amount payable will be ascertained and given effect to in the accounts.
(iii) Auditors' Comments on (i) or (ii) above:	

Qualification-4	
a. Details of Audit Qualification:	Non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest there upon.
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 Company submits that it has 33 tea estates/ factories and 2 offices and therefore it is practically not feasible to reconcile the entire balances and such reconciliation is an ongoing process. Impact will thus become ascertainable only upon reconciliations and confirmations.
(iii) Auditors' Comments on (i) or (ii) above:	
Qualification-5	
a. Details of Audit Qualification:	The predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under Qualification (1) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 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 included in loans and advances dealt with in Note no. 4 of the accompanying results and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the company are valid for current year also. The matter as reported is under examination and pending before regulatory authorities.
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 **For McLeod Russel India Limited**

(Aditya Khaitan)
(DIN: 00023788)

- Chief Financial Officer **For McLeod Russel India Limited**

(Pradip Bhar)

- Audit Committee Chairman

(Arundhuti Dhar)
(DIN: 03197285)

- Statutory Auditors

For Lodha & Co,
Chartered Accountants

(R.P. Singh)
(Partner)
Membership No: 052348)

Place : KOLKATA
Date : 30th May, 2022

INDEPENDENT AUDITORS' 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, 2022, 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, 2022, 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. 55(a) dealing with Inter Corporate Deposits (ICDs) aggregating Rs. 2,77,094.87 lakhs given by the Parent and outstanding as on March 31, 2022 (including Interest of Rs. 1,933.92 lakhs accrued till March 31, 2019) from certain companies which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the Parent. 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 Rs. 1,400.00 lakhs (Included in Note no. 17 under "Advances to Suppliers, Service Providers etc.") which are outstanding as on March 31, 2022. 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. 35.2 regarding non-recognition of Interest of Rs. 6,716.79 lakhs (Including Rs. 2,101.32 lakhs for the year) on Inter Corporate Deposits taken by the Parent and thereby the loss for the year is understated to that extent and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions and details in respect of short term borrowings and certain outstanding advances being so claimed by customer included in said note and Note no. 24.5 for basis of settlement arrived at in case of one such borrowing and details, adjustments whereof as stated in Note no. 24.4 are currently not available/ determinable. Further, as stated in Note no. 56(b), penal/compound interest and other adjustments in respect of borrowings from banks/financial institution have not been recognised and amount payable to lenders banks and financial institutions as recognised in the consolidated financial statement 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 57 regarding non reconciliation/ disclosure of certain debit and credit balances by the Parent with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 57 and 35. Adjustments/ Impacts/disclosures with respect to these are currently not ascertainable and as such cannot be commented upon by us;and
- e) As stated in Note no. 55(b) of the consolidated financial statements, the predecessor auditor in respect of loans included under paragraph (a) above have reported that it includes amount 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 Parent 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 Group. 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 Group are valid for current year also. (The promoter companies have not been considered as related parties and therefore transactions and outstanding from them have not been disclose separately in the Consolidated Financial Statement). 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. 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. 56(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 company. Loans given to promoter group and certain other companies have remained unpaid. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations could not be met as well due to insufficiency of resources. These conditions indicate the existence of a material uncertainty about the Parent's ability to continue as a going concern. However, the consolidated financial statement of the Group 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 restructuring/reduction of borrowings and interest thereon in terms of resolution plan under considerations of lenders and restructuring/adjustment of outstanding loans receivables and other proposals under evaluation as on this date. The ability to continue as a going concern is dependent upon formulation and approval of the resolution plan and in the event of the management's expectation in this respect and estimation etc., not turning out to be true, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us. Our opinion is not modified in respect of this 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 Matters	Addressing the key audit matters
Valuation of Biological Assets and Agricultural produce	
<p>Biological assets of the Group comprising of unharvested green tea leaves on tea bushes and the Group's agricultural produce comprising of harvested green leaves are valued at fair value less cost to sell at the point of harvest. Unharvested tea leaves on tea bushes at the year end are determined on the basis of normal cycle for plucking.</p> <p>In respect of harvested or unharvested green leaves, since there is no active market for own leaves, estimates are used by management in determining the valuation.</p> <p>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.</p> <p>The principal assumptions and estimates in the determination of the fair value include assumptions with respect to production cycle, yields, prices of green leaf purchased from third parties and the stage of transformation. These assumptions and estimates require careful evaluation by management.</p> <p>Given the nature of Industry these assets and valuation thereof are significant to the operation of the Group.</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of valuation includes the following:</p> <ul style="list-style-type: none"> Obtaining an understanding of the production cycle, fair value measurement methodologies used and assessing the reasonableness and consistency of the significant assumptions used for determination and valuation thereof; 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 and cycle of production to analyse the stage of transformation considered for the determination and fair valuation of biological assets; Due to multiple location of estates, 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: <ul style="list-style-type: none"> In respect of the stock of Black Tea held at certain tea estates and warehouses services of Independent firm of Chartered Accountants were engaged for carrying out physical verification; In respect of warehouses in Kolkata and Guwahati, we were present to overview the entire process being undertaken by Independent firm of Chartered Accountants; In all other locations verifications were undertaken by the management;

Key Audit Matters	Addressing the key audit matters
	<ul style="list-style-type: none"> - We reviewed the reports submitted for the verification along with workings and supporting details and obtained reasons/explanation for variations observed with respect to book stock; - The stock at the year end were derived by rolling back the quantities of subsequent dispatches and production; and - Reliance has been placed on management's representation and evidences provided for subsequent production, dispatches and collections thereagainst. • We examined the valuation process/methodology and checks being performed at multiple levels with due recognition of principle of materiality so that to ensure that the valuation is consistent with and as per the policy followed in this respect.
Impairment of Property, Plant and Equipment (PPE), Capital Work in Progress (CWIP) and Intangible Assets (Note no. 4(a) of the Consolidated financial statements)	
<p>Evaluation of the impairment in case of 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.</p> <p>The exercise requires assessment of fair valuation of tea estates and other items of property, plant and equipment.</p> <p>This exercise has gained significance 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.</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of Impairment includes the following:</p> <ul style="list-style-type: none"> • 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 independent technical consultants for arriving at value in use and fair value of various tea estates and other assets less cost to sale and necessary updation thereof by the management based on current indicators and prevailing situation and this being a technical matter, reliance has been placed on management's contention and representation in this respect; • Review of impairment valuation models used in relation to CGU to determine the recoverable amount and the key assumptions used by management in this respect including: <ul style="list-style-type: none"> - 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.
Recognition of Deferred Tax Assets (Note no.22.1 of the Consolidated financial statements)	
<p>Deferred tax Asset include MAT Credit Entitlement of Rs. 2,110.37 lakhs being carried forward in the Consolidated financial statements as at March 31, 2022.</p> <p>Further, Deferred Tax Assets in respect of MAT Credit Entitlement amounting to Rs. 2,622.22 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognized in the consolidated financial statements. Deferred Tax reversal during the tax holiday period has been ignored for the purpose computation.</p>	<p>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:</p> <ul style="list-style-type: none"> • 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 statements for ensuring the compliances on the matter. • Reliance has been placed on management's assumptions for possible outcome vis-à-vis resolution plan under consideration of lenders.

Key Audit Matters	Addressing the key audit matters
Going Concern Assumption (Note no. 56 of the Consolidated financial statements)	
<p>The Parent's current liabilities exceeded current assets by Rs. 2,44,445.12 lakhs as on March 31, 2022. 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 networth of the Parent. The Parent was unable to discharge its obligations for repayment of loans and settlement of financial and other liabilities.</p> <p>The availability of sufficient fund and the Parent's ability to continue meeting its financial, statutory and other obligations as and when falling due for payment are important for the going concern assumption and, as such, are significant aspect of our audit.</p>	<p>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:</p> <ul style="list-style-type: none"> Review of the Debt Restructuring process and steps so far taken by lenders in this respect which inter-alia includes approving Inter-Creditor Agreement, re-vetting of Techno Economic Viability (TEV) study, valuation of tea estates and other assets of the company and recommending the possible credit rating on there solution plan for implementation. This includes review of: <ul style="list-style-type: none"> Core operations of the parent and management 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 assumptions etc. for possible valuation of the business and tea estates, system and operating results and efficiencies and management's forecast and outlook; and Management's report to gain an understanding of the various costs and realisations supporting the cash flow projections of the parent 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 consolidated financial statement to ensure compliances in this respect.

Information Other than the Financial Statements and Auditors' 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, 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, consolidated changes in equity 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 consolidated 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.

Auditors' Responsibilities 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;
- 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; and
- 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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 statements of the subsidiary company, whose consolidated financial statements reflect total assets as at March 31, 2022, 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, 2022	Total Revenue for the year ended March 31, 2022	Net Cash Inflow/(Outflow) for the year ended March 31, 2022
Borelli Tea Holdings Limited (Consolidated)	4,33,99.77	2,61,09.38	(75.57)

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 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 Rs. 1.21 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 since this reflects total assets of Rs. 7.32 lakhs as at March 31, 2022 and the total revenue of 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.
- c) 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.
- d) 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.

Report on Other Legal and Regulatory Requirements

- 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 Adverse Opinion Section of this report due to the reasons stated therein are prejudicial to the interest of the parent. This includes ICDs aggregating to Rs. 77,575.00 Lakhs (included under Para (e) of Basis for Adverse Opinion Section) as reported by predecessor auditor which were initially given by parent as capital advances in the earlier 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, 2022. 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.
- With respect to matters specified in Paragraph 3(xxi) of the Companies (Auditors' Report) Order, 2020 ('the Order') issued by the Central Government in terms of Section 143(11) of the Act, the parent did not have any subsidiary to whom the order are applicable thereby reporting under Clause 3(xxi) of the Order is not applicable.
- As required by Section 143(3) of the Act, based on our we report, to the extent applicable that:
 - We have sought and except for the effects/ possible effects of the matters described in the Basis for Adverse Opinion section above 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;
 - 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 intercorporate deposits as stated in Para(a) and (e) of that section, provision/non-determination for interest and other terms and conditions in respect of the borrowings etc. 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 Group;
 - f) Based on the legal opinion obtained by the Parent and on the basis of the written representations received from the directors as on March 31, 2022 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, 2022 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 considered for consolidation are incorporated outside India and in respect of the associate since these are Management certified accounts. 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.
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 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; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent.
 - iv. (a) The Management of the parent company being the company incorporated in India whose financial statement has been audited under the Act has represented that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management of the parent company being the company incorporated in India whose financial statement has been audited under the Act has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- (c) Based on the audit procedures and generally accepted auditing practices followed in terms of SAs that have been considered reasonable and appropriate in the circumstances in respect of transactions undertaken during the year, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement, However, in respect of the earlier years transactions dealing with loans and advances, securities, guarantees, etc. as stated in those years which are forming part of the Basis for Adverse Opinion as given above, we are unable to ascertain and/or comment as required under this para; and
 - v. The Group has not declared any dividend during the year thereby reporting under Section 143(11)(f) is not applicable for the Group.
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 Parent to its managing and whole time directors are not in accordance with provisions of Section 197 of the Act and accordingly such remunerations paid pending necessary approval etc. as given in Note no. 8.1 has been held by them in Trust and disclosed under Loans and Advances in the consolidated financial statement.

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

Place : Kolkata
Date : 30th May, 2022

R. P. Singh
Partner
Membership No: 52438
UDIN: 22052438AJWKDV6607

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT**To the Members of McLeod Russel India Limited**

(Referred to in paragraph 3(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 its associates as of and for the year ended March 31, 2022, 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.

Auditors' 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 with reference to consolidated financial statements.

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 with reference to consolidated 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 Parent's internal financial controls with reference to consolidated financial statements as at March 31, 2022:

- 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 are 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. 57 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; and
- Supporting audit evidence with respect to certain inter Corporate Deposits (ICDs), short-term borrowings and advances for repayment/adjustment against execution of securities by lenders to determine the basis and terms and conditions for the same as given in Note no. 24.4, 24.5 and 27.2.

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, 2022, 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 its associate for the year ended March 31, 2022, 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

Place : Kolkata
Date : 30th May, 2022

R. P. Singh
Partner
Membership No: 52438
UDIN: 22052438AJWKDV6607

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH 2022

Particulars	Note	As at 31st March, 2022 (₹ in Lakhs)	As at 31st March, 2021 (₹ in Lakhs)
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	5	118,401.88	118,324.01
b) Capital Work-in-Progress		5,638.95	6,682.75
c) Goodwill on Consolidation	5A	20,132.79	20,177.93
d) Other Intangible Assets	6	925.27	1,239.29
e) Financial Assets			
(i) Investments	7		
- Investment in Associate	7A	-	-
- Other Investments	7B	6,189.90	5,302.71
(ii) Loans	8	276,244.19	284,006.66
(iii) Other Financial Assets	9	6,429.73	6,392.85
f) Other Non-Current Assets	10	2,588.00	2,374.25
Total Non-Current Assets		436,550.71	444,500.45
Current Assets			
a) Inventories	11	18,109.42	20,464.62
b) Biological Assets other than bearer plants	12	640.73	498.48
c) Financial Assets			
(i) Trade Receivables	13	4,921.74	3,192.32
(ii) Cash and Cash Equivalents	14	2,506.01	9,688.11
(iii) Bank Balances other than (ii) above	15	178.12	191.42
(iv) Loans	8	1,272.32	1,097.46
(v) Other Financial Assets	9	1,241.93	1,630.03
d) Current Tax Assets (Net)	16	2,320.94	2,397.32
e) Other Current Assets	17	8,556.32	7,178.32
Total Current Assets		39,747.53	46,338.08
TOTAL ASSETS		476,298.24	490,838.53
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	18	5,222.79	5,222.79
b) Other Equity	19	159,649.95	177,104.35
Equity attributable to Owners' of the Parent		164,872.74	182,327.14
Non-controlling interests		-	-
Total Equity		164,872.74	182,327.14
Liabilities			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	20	12,246.50	11,098.62
(ii) Lease Liabilities	50	39.88	202.61
b) Provisions			
Employee Benefit Obligations	21	5,924.03	5,876.44
c) Deferred Tax Liabilities (Net)	22	10,234.81	8,580.32
d) Other Non-Current Liabilities	23	454.72	460.95
Total Non-Current Liabilities		28,899.94	26,218.94
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	196,152.14	214,127.39
(ii) Lease Liabilities	50	444.81	664.28
(iii) Trade Payables	25		
(a) Total outstanding dues of Micro and Small Enterprises		403.98	-
(b) Total outstanding dues of creditors other than Micro and Small Enterprises		12,450.02	11,177.66
(iv) Other Financial Liabilities	26	51,456.78	37,976.16
b) Other Current Liabilities	27	11,056.72	8,653.05
c) Provisions			
(i) Employee Benefit Obligations	21	5,094.15	3,656.38
(ii) Other Provisions	28	2,684.11	2,684.11
d) Current Tax Liabilities (Net)	29	2,782.85	3,353.42
Total Current Liabilities		282,525.56	282,292.45
Total Liabilities		311,425.50	308,511.39
TOTAL EQUITY AND LIABILITIES		476,298.24	490,838.53

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 : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)

Azam Monem - Wholtime Director
(DIN No: 00023799)

Pradip Bhar - Chief Financial Officer
Alok Kumar Samant - Company Secretary

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

Particulars	Note	Year ended 31st March, 2022 (₹ in Lakhs)	Year ended 31st March, 2021 (₹ in Lakhs)
Revenue from Operations	30	135,583.37	143,843.26
Other Income	31	1,009.09	1,999.49
Total Income		136,592.46	145,842.75
Expenses:			
Cost of Materials Consumed	32	17,911.54	17,441.43
Purchase of Tea		1,459.04	3,623.79
Changes in Inventories of Finished Goods	33	3,613.84	160.34
Employee Benefits Expense	34	63,717.05	59,692.01
Finance Costs	35	16,549.01	20,451.39
Depreciation and Amortisation Expense	36	7,480.81	9,038.06
Other Expenses	37	42,078.27	43,407.94
Total Expenses		152,809.56	153,814.96
Profit/(Loss) before Share of Associate, Exceptional Items and Tax		(16,217.10)	(7,972.21)
Share of Profit of Associate		-	-
Profit/(Loss) before Tax		(16,217.10)	(7,972.21)
Tax expense:	49		
Current Tax		(140.35)	160.49
Income tax relating to earlier years		43.49	1,778.48
Deferred Tax		1,972.24	(4,672.09)
Tax expense		1,875.38	(2,733.12)
Profit/(Loss) for the Year		(18,092.48)	(5,239.09)
Other Comprehensive Income			
a) (i) Items that will not be reclassified to profit or loss			
- Remeasurements of post employment defined benefit plans		(1,258.04)	(1,925.74)
- Change in fair value of Equity instruments through other comprehensive income		887.19	4,221.45
(ii) Income Tax relating to items that will not be reclassified to profit or loss	49	401.51	612.67
b) (i) Items that will be reclassified to profit or loss			
Exchange difference on translation of foreign operations		607.42	(784.33)
Other Comprehensive Income (Net of taxes)		638.08	2,124.05
Total Comprehensive Income for the year (Comprising of Profit/(Loss) and Other Comprehensive Income for the year)		(17,454.40)	(3,115.04)
Profit/(Loss) for the year attributable to :			
Owners' of the Parent		(18,092.48)	(5,239.09)
Non-Controlling Interests		-	-
Other Comprehensive Income for the year attributable to:			
Owners' of the Parent		638.08	2,124.05
Non-Controlling Interests		-	-
Total Comprehensive Income for the year attributable to :			
Owners' of the Parent		(17,454.40)	(3,115.04)
Non-Controlling Interests		-	-
Earnings per Equity Share: [Face Value per share : Rs. 5/-]	43		
- Basic		(17.32)	(5.02)
- Diluted		(17.32)	(5.02)

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 : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan

(DIN No: 00023788)

Azam Monem

(DIN No: 00023799)

Pradip Bhar

Alok Kumar Samant

- Chairman and Managing Director

- Wholtime Director

- Chief Financial Officer

- Company Secretary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2022
A Equity Share Capital
(₹ in Lakhs)

Particulars	Refer Note No.	Amount
As at 1st April 2020	18	5,222.79
Changes in Equity Share Capital during the year		-
As at 31st March 2021	18	5,222.79
Changes in Equity Share Capital during the year		-
As at 31st March 2022	18	5,222.79

B Other Equity
(₹ in Lakhs)

Particulars	Reserves and Surplus						Other Comprehensive Income			Total Equity	Non Controlling Interest	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 Transaction Reserve			
As at 1st April 2020	201.68	4,402.30	101,509.66	30,788.16	19,209.20	31,004.18	411.29	-	(7,307.08)	180,219.39	-	180,219.39
Profit/(Loss) for the year	-	-	-	(5,239.09)	-	-	-	-	-	(5,239.09)	-	(5,239.09)
Other Comprehensive Income	-	-	-	-	-	-	4,221.45	(1,313.07)	(784.33)	2,124.05	-	2,124.05
Total Comprehensive Income for the year	-	-	-	(5,239.09)	-	-	4,221.45	(1,313.07)	(784.33)	(3,115.04)	-	(3,115.04)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	2,459.54	-	-	(2,459.54)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(1,313.07)	-	-	-	1,313.07	-	-	-	-
As at 31st March 2021	201.68	4,402.30	103,969.20	24,236.00	19,209.20	28,544.64	4,632.74	-	(8,091.41)	177,104.35	-	177,104.35
Profit/(Loss) for the year	-	-	-	(18,092.48)	-	-	-	-	-	(18,092.48)	-	(18,092.48)
Other Comprehensive Income	-	-	-	-	-	-	887.19	(856.53)	607.42	638.08	-	638.08
Total Comprehensive Income for the year	-	-	-	(18,092.48)	-	-	887.19	(856.53)	607.42	(17,454.40)	-	(17,454.40)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,165.07	-	-	(1,165.07)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(856.53)	-	-	-	856.53	-	-	-	-
As at 31st March 2022	201.68	4,402.30	105,134.27	5,286.99	19,209.20	27,379.57	5,519.93	-	(7,483.99)	159,649.95	-	159,649.95

Refer Note no. 19 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

Place : Kolkata

Dated : 30th May 2022

For and on behalf of the Board of Directors
Aditya Khaitan

(DIN No: 00023788)

Azam Monem

(DIN No: 00023799)

Pradip Bhar
Alok Kumar Samant

- Chairman and Managing Director

- Wholtime Director

- Chief Financial Officer

- Company Secretary

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2022

Particulars	Year ended 31st March, 2022 (₹ in Lakhs)		Year ended 31st March, 2021 (₹ in Lakhs)	
A. Cash Flow from Operating Activities				
Net Profit/(Loss) Before Tax		(16,217.10)		(7,972.21)
Adjustments to reconcile profit/(loss) for the year to net cash generated from operating activities:-				
Finance Cost	16,549.01		20,451.39	
Depreciation and Amortisation Expense	7,480.81		9,038.06	
Deferred Income	(31.37)		(29.11)	
Interest Income on deposits with bank, security deposits and refund of interest on income tax etc.	(478.20)		(621.13)	
Provision/ Liabilities no longer required written back	(1,080.55)		(668.88)	
Profit on Compulsory acquisition of Land by Govt.	(362.72)		(1,223.69)	
Changes in fair value of Biological Assets	(142.25)		(419.75)	
Sundry debtors and other balances written off	411.39		222.05	
Provision for Doubtful Debts /Advances/Interest receivable	-		445.50	
(Profit) / Loss on disposal of Property, Plant and Equipment	(50.30)		(77.59)	
Provision for Derivative Fair value through Profit and Loss	(20.50)		(354.33)	
Net Unrealised (Gain)/Loss on foreign currency translation	607.69	22,883.01	(784.33)	25,978.19
Operating Profit before Working Capital Changes		6,665.91		18,005.98
Adjustment for:				
(Increase) / Decrease in Loans, Other Financial Assets	599.83		(755.32)	
(Increase) / Decrease in Trade Receivables	(1,876.52)		471.92	
(Increase) / Decrease in Inventories	2,494.42		(1,034.26)	
Increase / (Decrease) in Other non-financial Liabilities and provisions	2,734.48		(920.70)	
(Increase) / Decrease in Other Current and Non-Financial Assets	(1,759.50)		234.34	
Increase / (Decrease) in Trade Payables and other financial Liabilities	2,174.40	4,367.11	(2,782.62)	(4,786.64)
Cash Generated/(Used) from operations		11,033.02		13,219.34
Income Taxes (Paid)/ Refund (Net)		(537.52)		4,599.97
Net Cash generated from/(Used) in Operating Activities (A)		10,495.50		17,819.31
B. Cash Flow from Investing Activities				
Payment for Property, Plant and Equipment	(5,915.67)		(3,031.31)	
Proceeds from Sale of Property, Plant and Equipment	475.22		1,276.70	
Receipt/(Payments) against Sale of Specified Assets of Tea Estates	(586.51)		(1,653.33)	
Interest Received	329.20		1,000.43	
(Increase) / decrease in Bank Balances other than Cash and cash equivalents	(4.45)		18.69	
(Increase) / Decrease in Inter-Corporate Deposits	-		2,213.58	
Net cash generated/(used) in Investing Activities (B)		(5,702.21)		(175.24)
C. Cash Flow from Financing Activities				
Long Term Borrowings-Receipts	4,634.31		-	
Long Term Borrowings-Repayments	(3,269.97)		(4,835.33)	
Short Term Borrowings-Receipts/(Repayments)[Net]	(10,956.59)		(4,519.95)	
Interest Paid	(1,915.18)		(3,415.66)	
Payment of Lease Liabilities	(382.20)		(303.77)	
Dividends (including Corporate Dividend Tax)	(85.05)		(83.14)	
Net cash generated from/(used) in Financing Activities (C)		(11,974.68)		(13,157.85)
Net Increase/ (decrease) in Cash and Cash Equivalents (A+B+C)		(7,181.39)		4,486.22
Unrealised (Loss)/Gain on foreign Currency Cash and Cash Equivalent		(0.71)		39.97
Opening Cash and Cash Equivalents		9,688.11		5,161.92
Closing Cash and Cash Equivalents		2,506.01		9,688.11

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 FLOWS FOR THE YEAR ENDED 31ST MARCH, 2022

2. Components of Cash and Cash Equivalents

Particulars	As at 31st March, 2022 (₹ in Lakhs)	As at 31st March, 2021 (₹ in Lakhs)
Cash On Hand	1,491.50	492.45
Balances with Banks		
In Current Account	1,014.51	9,195.66
Cash and Cash Equivalents (Refer Note-14)	2,506.01	9,688.11

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

Particulars	As at 31st March, 2021	Cash flows*	Non-Cash Flows	As at 31st March, 2022
Non-current borrowings [Refer Note no. 20]	11,098.62	4,634.31	(3,486.43)	12,246.50
Current maturities of long term debt [Refer Note no. 24]	23,741.67	(3,269.97)	3,486.43	23,958.13
Short Term borrowings [Refer Note no. 24]	190,385.72	(10,956.59)	(7,235.12)	172,194.01
Lease Liabilities [Refer Note no. 50]	866.89	(382.20)	-	484.69
Interest accrued but not due on borrowings [Refer Note no. 26]	120.95	(120.95)	150.91	150.91
Interest accrued on borrowings [Refer Note no. 26]	29,279.42	(356.69)	14,960.56	43,883.29

* 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 : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan

(DIN No: 00023788)

- Chairman and Managing Director

Azam Monem

(DIN No: 00023799)

- Wholetime Director

Pradip Bhar

Alok Kumar Samant

- Chief Financial Officer

- Company Secretary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 STATEMENTS

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:

"Effective 01st April, 2021, the Group has adopted the amendment vide Companies (Indian Accounting Standards) Amendment Rules, 2021 notifying amendment to existing Ind AS 109 "Financial Instruments" and Ind AS 107 "Financial Instruments: Disclosures" related to practical expedient for modification of financial instruments due to Inter-Bank Offered Rate Reforms. Further, extension on practical expedient to rent concession was continued under Ind AS 116 "Leases" and amendments were made consequent to issue of Conceptual Framework for financial reporting under Ind AS 102 "Share-based Payment", Ind AS 103 "Business Combinations", Ind AS 106 "Exploration for and Evaluation of Mineral Resources", Ind AS 114 "Regulatory Deferral Accounts", Ind AS 1 "Presentation of Financial Statements", Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", Ind AS 34 "Interim Financial Reporting", Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" and Ind AS 38 "Intangible Assets".

There were certain other updates mostly clarifactory in nature under Ind AS 101 "First-time Adoption of Indian Accounting Standards", Ind AS 104 "Insurance Contracts", Ind AS 105 "Non-current assets held for sale and discontinued operations", Ind AS 111 "Joint Arrangements", Ind AS 115 "Revenue from Contracts with Customers", Ind AS 12 "Income Taxes", Ind AS 16 "Property, Plant and Equipment", Ind AS 27 "Separate Financial Statements", Ind AS 28 "Investments in Associates and Joint Ventures" and Ind AS 40 "Investment Property".

Revision in these standards did not have any material impact on the loss and earning per share for the year.

ii. Recent accounting pronouncements

On 04th April, 2022, Ministry of Corporate Affairs (MCA) has made certain ammendments to existing Ind AS vide Companies (Indian Accounting Standard) Ammendment Rules, 2022. These ammendments to the extent relevant to the Group's operation include ammendment to Ind AS 16 "Property, Plant and Equipment" which clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment and Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" which specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). Further ammendment was made to Ind AS 41 "Agriculture" so as to exclude cash flow for taxation when measuring the fair value, thereby aligning the requirement in line with Ind AS 113 "Fair Value Measurement" and Ind AS 109 "Financial Instruments" to clarify that for the purpose of performing the 10% test for de-recognition of financial liabilities in determining the fees paid the borrower includes amount paid to by the borrower to or on behalf of the lender and fees received includes amount paid by the lender to or on behalf of the borrower.

There are other ammendments in various standards including Ind AS 101 "First-time Adoption of Indian Accounting Standards" and Ind AS 103 "Business Combinations" which have not been listed herein above since these are not relevant to the group.

Even though the group will evaluate the impact of above, none of these ammendments as such are vital in nature and are not likely to have material impact on the consolidated financial statements of the group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 31st December, 2021. 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.

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 such 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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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.

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 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 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 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 on 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 related 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
Drain Improvement/ Extension	Upto 5 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 in case of Parent 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.

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 disclosed separately.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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, 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 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 that reflects current market assessments of the time value of money and the risk specific to the asset.

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.

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 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 Group 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. 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 comprising of Borrowings, Trade and Other payables subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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

ii. 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.

iii. For the purpose of para (i) and (ii) 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.

iv. 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.

v. Equity Instruments

The Group measures all equity investments (except Investment in Associate) at Fair value through profit or loss. 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.

vi. 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 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. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value

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. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold or terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

vii. 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 company 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

viii. 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.

ix. 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 counterparty.

x. 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.

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 including purchased tea leaves, 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.

By-Products are valued at net realisable value.

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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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.

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 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 on account of this 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 from the tax authorities, using the tax rates and tax laws that have been enacted pertaining to 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. 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, 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 / ROU/ 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.

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 containing leases and classification of leases

Ind AS 116 requires lessee 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 managements 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. 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

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 recoverability of these and interest thereagainst and/or adjustments required as stated in Note no. 55 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.

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 Group.

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) **Taxes on Income**

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses for estimation of the provision for taxes on income including agricultural income. These are based on assumption and inferences and are subject to final assessment by the taxation authorities. Further judgement is involved in determining the deferred tax position on the balance sheet date.

The Group has significant amount of unused tax credits for which 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. The amount of deferred tax is dependent upon the outcome of resolution plan as referred to in Note no. 56(a) and therefore assumption for reversal/adjustment of deferred tax is expected to be materially different depending upon the outcome of resolution plan for which required steps are being taken and effect will then be given on determination of amount thereof.

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 recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which are subject to change in future.

Management also uses in-house and external legal professional to make judgments for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigations/ against the Group.

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. An actuarial valuation involves making various assumptions that may differ based on actual developments in future. These include the determination of the discount rate, inflation, future salary increases and mortality rates. Due to the complexities involved in the valuation and being long-term in nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at every financial year end.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
5. PROPERTY, PLANT AND EQUIPMENT

As at 31st March 2022

(₹ in Lakhs)

Particulars	GROSS AMOUNT						ACCUMULATED DEPRECIATION				NET CARRYING AMOUNT	
	As at 1st April 2021	Additions during the year	Disposal/ Forex Adjustment during the year	Adjustments/ Re-Classification During the year	As at 31st March 2022	As at 1st April 2021	Depreciation for the year	Disposal/ Forex Adjustment during the year	Adjustments/ Re-Classification during the year	As at 31st March 2022	As at 31st March 2022	As at 31st March 2022
Freehold	285.64	-	-	-	285.64	-	-	-	-	-	-	285.64
Leasehold Improvements	-	-	-	-	-	-	-	-	-	-	-	-
Buildings	46,973.17	572.93	(509.73)	-	48,035.83	16,236.25	1,847.51	(162.89)	-	18,246.65	29,809.18	
ROU Leasehold Land	793.37	-	(30.68)	342.00	1,166.05	27.29	11.76	3.50	213.33	248.88	917.17	
ROU Building	1,531.90	-	-	-	1,531.90	724.48	397.73	-	-	1,122.21	409.69	
Plant and Equipment	45,333.58	736.51	(761.01)	-	46,831.10	20,882.72	2,837.25	(378.63)	-	24,098.60	22,732.50	
Furniture and Fixtures	759.90	26.55	1.03	-	785.42	508.58	64.93	1.00	-	572.51	212.91	
Vehicles	3,557.02	62.15	60.28	50.84	3,609.73	2,837.58	254.60	9.72	-	3,082.46	527.27	
Office Equipment	445.01	15.99	(14.62)	-	475.62	425.94	9.64	(14.57)	-	450.15	25.47	
Computer	341.07	24.60	7.58	-	358.09	274.64	30.16	7.70	-	297.10	60.99	
Bearer Plants	70,571.64	4,926.51	(303.32)	(215.26)	75,586.21	10,350.81	1,714.24	(100.10)	-	12,165.15	63,421.06	
Total	170,592.30	6,365.24	(1,550.47)	177.58	178,685.59	52,268.29	7,167.82	(634.27)	213.33	60,283.71	118,401.88	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

As at 31st March 2021

Particulars	GROSS AMOUNT					ACCUMULATED DEPRECIATION					NET CARRYING AMOUNT
	As at 1st April 2020	Additions during the year	Disposal/ Forex Adjustment During the year	Adjustments/ Re-Classification During the year	As at 31st March 2021	As at 1st April 2020	Depreciation for the year	Disposal/ Forex Adjustment during the year	Adjustments/ Re-Classification during the year	As at 31st March 2021	
Freehold	285.64	-	-	-	285.64	-	-	-	-	-	285.64
Leasehold Improvements	38.22	-	0.37	(37.85)	-	10.72	-	0.11	(10.61)	-	-
Buildings	44,911.45	1,601.16	(32.43)	428.13	46,973.17	12,388.61	3,430.59	11.08	428.13	16,236.25	30,736.92
ROU Leasehold Land	575.90	-	(3.95)	213.52	793.37	2.41	14.44	0.28	10.72	27.29	766.08
ROU Building	1,542.00	-	10.10	-	1,531.90	322.78	401.70	-	-	724.48	807.42
Plant and Equipment	42,051.22	2,980.75	(11.96)	289.65	45,333.58	17,747.19	2,929.79	87.70	293.44	20,882.72	24,450.86
Furniture and Fixtures	711.78	21.56	3.76	30.32	759.90	412.74	69.61	4.08	30.31	508.58	251.32
Vehicles	3,247.23	60.80	18.00	266.99	3,557.02	2,249.89	336.70	12.74	263.73	2,837.58	719.44
Office Equipment	327.95	8.14	2.40	111.32	445.01	308.88	8.89	2.61	110.78	425.94	19.07
Computer	306.12	29.48	1.30	6.77	341.07	234.19	35.07	1.37	6.75	274.64	66.43
Bearer Plants	69,687.46	1,073.65	230.67	41.20	70,571.64	8,921.60	1,489.49	62.68	2.40	10,350.81	60,220.83
Total	163,684.97	5,775.54	218.26	1,350.05	170,592.30	42,599.01	8,716.28	182.65	1,135.65	52,268.29	118,324.01

5.1 "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. 50).

5.2 "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.

5.3 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 has 2 tea estates land taken on lease for 30 years on renewal basis from Government of West Bengal which have been recognised and disclosed as ROU leasehold land. The Group's 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 had therefore not been considered in this respect.

5.4 Adjustments/ Re-classification pertain to realignment of various items of PPE with the corresponding items as per fixed asset register. This however does not have any impact on carrying value of these assets.

5.5 Disposal/ Forex Adjustments includes Rs. 1,987.71 lakhs (31st March 2021: Rs. 216.41 lakhs) under Gross Amount and Rs. 980.23 lakhs (31st March, 2021: Rs. 19.52 Lakhs) under Accumulated Depreciation related to realignment of PPE at closing rates as required in terms of Ind AS.

5.6 Refer note. No. 20 and 24 of the consolidated financial statement in respect of charge created against borrowings and and note no. 51 referring restriction imposed by Hon'ble High Court of Delhi relating to disposal of assets.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
5A. GOODWILL ON CONSOLIDATION

(₹ in Lakhs)

Particulars	Amount
As at 1st April 2020	19,937.43
Add/(less) : Foreign Exchange Adjustment	240.50
Balance as at 31st March 2021	20,177.93
Add/(less) : Foreign Exchange Adjustment	(45.14)
Balance as at 31st March 2022	20,132.79

6. OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

As at 31st March, 2021

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2020	Additions during the year	Disposal/ Forex Adjustment during the year	As at 31st March 2021	As at 1st April 2020	Amortisation for the year	Disposal/ Forex Adjustment during the year	As at 31st March 2021	As at 31st March 2021
Trade Mark [Brand]	3,526.17	-	(86.75)	3,612.92	2,012.07	306.51	(63.00)	2,381.58	1,231.34
Computer Software	589.12	2.89	(0.02)	592.03	568.91	15.27	0.10	584.08	7.95
Total	4,115.29	2.89	(86.77)	4,204.95	2,580.98	321.78	(62.90)	2,965.66	1,239.29

As at 31st March, 2022

Particulars	GROSS AMOUNT				ACCUMULATED AMORTISATION				NET CARRYING AMOUNT
	As at 1st April 2021	Additions during the year	Disposal/ Forex Adjustment during the year	As at 31st March 2022	As at 1st April 2021	Amortisation for the year	Disposal/ Forex Adjustment during the year	As at 31st March 2022	As at 31st March 2022
Trade Mark [Brand]	3,612.92	-	16.28	3,596.64	2,381.58	309.26	13.51	2,677.33	919.31
Computer Software	592.03	1.68	(2.91)	596.62	584.08	3.73	(2.85)	590.66	5.96
Total	4,204.95	1.68	13.37	4,193.26	2,965.66	312.99	10.66	3,267.99	925.27

- 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 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. 13.37 lakhs (31st March 2021: Rs. 86.77 lakhs) under Gross Amount and Rs. 10.66 lakhs (31st March, 2021: Rs. 62.90 Lakhs) under Accumulated Amortisation related to realignment of Other Intangible Assets at closing rates as required in terms of Ind AS.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
7. NON-CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Investment in Equity Instruments (Face Value of Rs 10 each fully paid, except otherwise stated)			
7A Investment in Associate (Accounted under Equity method) Unquoted			
D1 Williamson Magor Bio Fuel Limited		-	-
72,81,201 (31st March 2021: 72,81,201) Shares , fully impaired		-	-
7A.1 Aggregate amount of unquoted investments		-	-
7A.2 Aggregate amount of impairment in the value of investments		2,184.35	2,184.35

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
7B Other Investments (at Fair Value through Other Comprehensive Income)			
Quoted			
McNally Bharat Engineering Company Limited - MBECL	7B.5		
30,52,295 (31st March 2021: 30,52,295) Shares		155.49	239.61
Williamson Financial Services Limited			
16,66,953 (31st March 2021: 16,66,953) Shares		86.08	67.51
Eveready Industries India Limited	7B.7		
16,63,289 (31st March 2021: 16,63,289) Shares of Rs. 5/- each		5,565.60	4,490.88
The Standard Batteries Limited			
10,03,820 (31st March 2021: 10,03,820) Shares of Re. 1/- each	7B.8	382.02	473.30
Kilburn Chemicals Limited			
Nil (31st March 2021: 3,50,200) Shares	7B.10	-	30.36
Kilburn Office Automation Limited			
31,340 (31st March 2021: 31,340) Shares	7B.9	-	0.34
Unquoted			
ABC Tea Workers Welfare Services Limited			
11,067 (31st March 2021: 11,067) Shares		0.71	0.71
Murabblack India Limited			
5,00,000 (31st March 2021: 5,00,000) Shares , fully impaired		-	-
Suryachakra Seafood Limited			
4,00,000 (31st March 2021: 4,00,000) Shares, fully impaired		-	-
Babcock Borsig limited			
12,99,600 (31st March 2021: 1299600) Shares, fully impaired		-	-
		6,189.90	5,302.71

7B.1 Aggregate amount of Unquoted Investments 0.71 0.71

7B.2 Aggregate amount of Quoted Investments 6,189.19 5,302.00

7B.3 Aggregate market value of Quoted Investments 6,189.19 5,302.00

7B.4 Aggregate amount of Impairment in the value of Investments 7B.6 - -

7B.5 In connection with a Term Loan from ICICI Bank Limited of Rs. 5,000.00 lakhs (31st March, 2021: Rs. 5,000.00 lakhs) outstanding amount as on 31st March 2022 Rs. 672.07 lakhs (31st March, 2021: Rs. 651.66 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.

7B.6 Amount is below the rounding off norm adopted by the Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

7B.7 Shares of Eveready Industries India Limited were pledged to Housing Development Finance Corporation Limited against short-term loan of Rs. 7,500.00 lakhs (Balance Outstanding as on 31st March 2022: Nil) pending release of security by the lenders.

7B.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 2022: Rs. 39.86 lakhs).

7B.9 Trading of Kilburn Office Automation Limited Shares have been suspended on the stock exchange. Accordingly, for the purpose of fair valuation of these shares have been derived based on the latest audited financial statement.

7B.10 Pursuant to the approval of the Resolution Plan of Meghmani Organics Limited vide order of Hon'ble NCLT Kolkata dated 16th December 2021, the existing equity shares of Kilburn Chemical Limited was cancelled pursuant to the said order. Accordingly, the Group has written off its investment in the said company.

8. LOANS
(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
(Unsecured - considered good unless otherwise stated)					
Loans to Bodies Corporate	55				
Considered Good		-	276,231.19	-	283,993.66
Credit Impaired		-	1,121.16	-	1,373.60
Less: Allowance for Doubtful Loans	8.2	-	(1,121.16)	-	(1,373.60)
Loans to Others	55	-	13.00	-	13.00
Loans and Advances to Employees					
Considered Good	8.1	1,272.32	-	1,097.46	-
Credit Impaired		-	9.56	-	9.56
Less: Allowance for Doubtful Loans	8.2	-	(9.56)	-	(9.56)
		1,272.32	276,244.19	1,097.46	284,006.66

8.1 Loans to employees include remuneration to the extent of Rs. 900.40 lakhs (including Rs. 459.20 lakhs for the year ended 31st March 2022) paid to Managing Director and Wholtime Director as decided by the Shareholders vide their special resolution in the Annual General Meeting (AGM) dated 30th December 2020. Pursuant to the parent's application for obtaining approval of such payments from banks and financial institutions, as stated by the management in principle approval has since been granted by majority of the lenders. Consequential adjustments in this respect will therefore be given effect to in subsequent period on receipt of necessary intimation for such approval.

8.2 Movement of Impairment Allowances for doubtful balances :

(₹ in Lakhs)

Particulars	Loans to Bodies Corporate		Loans and Advances to Employees	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
Balance at the beginning of the year	1,373.60	1,098.00	9.56	9.56
Recognised during the year	-	275.60	-	-
Reversal during the year	252.44	-	-	-
Balance at the end of the year	1,121.16	1,373.60	9.56	9.56

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

8.3 Loans or Advances in the nature of loans granted to Promoters, Directors, KMPs and the related parties in accordance with Schedule III (as amended) are as follows :

(₹ in Lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
	Amount	%ge of Total	Amount	%ge of Total
Repayable on Demand				
Promoters				
Williamson Magor & Co. Limited	19,221.42	6.93%	19,221.42	6.74%
Babcock Borsig Limited	14,500.00	5.22%	14,525.00	5.09%
Williamson Financial Services Limited	22,200.00	8.00%	22,200.00	7.79%
Woodside Parks Limited	91,040.22	32.81%	92,590.22	32.48%
Directors				
Aditya Khaitan	620.00	0.22%	649.21	0.23%
Azam Monem	280.40	0.10%	131.20	0.05%

8.4 Refer Note no. 24 to the consolidated financial statements in respect of charge created against borrowings.

9. OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
Security Deposits			1,256.89	-	1,336.54
Margin Money Deposit with banks	9.1 and 57	-	24.29	-	24.29
Fixed Deposit with Banks	9.1	-	17.34	-	67.54
Receivable against Sale of specified assets of Tea Estates	9.2 and 57	-	2,564.12	-	2,386.66
Interest Accrued on Loans and Deposits	55				
Considered good		-	1,942.16	16.16	1,942.16
Credit Impaired	9.4	-	8,266.84	-	7,999.34
Less: Allowance for Doubtful Interest Receivable	9.5	-	(8,266.84)	-	(7,999.34)
Interest Subsidies receivable from Government	9.3	-	579.35	-	579.35
Receivable on account of claims and other receivable	57	-			
Considered good		162.53	-	419.10	
Credit Impaired		26.00	-	26.00	
Less: Allowance for Doubtful Claims	9.5	(26.00)	-	(26.00)	
Accrued duty draw back benefits pertaining to exports		142.19	-	573.68	
Subsidies receivable from Government		610.97	-	474.86	
Compensation receivable from Government	57	95.46	-	95.46	
Accrued income Receivable- Others		230.78	45.58	50.77	56.31
		1,241.93	6,429.73	1,630.03	6,392.85

9.1 Margin money and Fixed deposits with banks represents the amount lying against bank guarantee issued by them under Non-Fund based facilities granted.

9.2 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- 9.3 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 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.
- 9.4 This includes Rs.1,051.99 lakhs, being the amount of tax deducted by the Bodies Corporate to whom Loans were granted and were not deposited by them. Such amounts remain provided for in the consolidated financial statement.
- 9.5 Movement of Impairment Allowances for doubtful balances :

(₹ in Lakhs)

Particulars	Receivable on account of Claims and Other receivable		Interest Accrued on Loans and Deposits	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
Balance at the beginning of the year	26.00	-	7,999.34	7,999.34
Recognised during the year	-	26.00	267.50	-
Reversal during the year	-	-	-	-
Balance at the end of the year	26.00	26.00	8266.84	7,999.34

- 9.6 Refer Note no. 24 to the consolidated financial statements in respect of charge created against borrowings.

10. OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advances Other than Capital Advances:			
Advances to Suppliers, Service Providers etc.		1,161.51	1,245.44
Less : Allowance for Doubtful Advances	10.2	(1,161.51)	(1,245.44)
Advance for Employee Benefit	39		
- Superannuation Fund		1,490.79	1,228.78
Prepaid Expenses		10.06	46.34
Tax Payment under Protest	10.1	700.00	700.00
Deposits with National Bank for Agriculture and Rural Development		387.15	387.15
Others	10.3	-	11.98
		2,588.00	2,374.25

- 10.1 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 has obtained a stay against the same 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. In terms of the 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. Further, pursuant to the amendments made to Section 9 of the Income Tax Act and Section 119 of the Finance Act 2012 pending receipt of the amount, the same has been considered good and recoverable. Under the Taxation Laws (Amendment) Act 2021 and the notification of the Income – tax (31st Amendment) Rules 2021, the Parent as directed by Income Tax authorities has withdrawn the appeal and the writ petition filed as mentioned above. Consequent to this, the Commissioner of Income Tax (IT & TP) has issued an order on 14th February 2022 granting the relief in terms of the said amendment enabling the Parent to claim the said amount of Rs. 700.00 lakhs deposited by it.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

10.2 Movement of Impairment Allowances for doubtful balances :

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Balance at the beginning of the year	1,245.44	1,245.18
Re-alignment during the year	-	2.62
Recognised during the year	-	-
Reversal during the year	83.93	2.36
Balance at the end of the year	1,161.51	1,245.44

10.3 Others includes amount recoverable/adjustable from farmers pertaining to tea plantation destroyed in case of one of the subsidiary amounting to Nil (31st March 2021: Rs. 11.98 lakhs).

11. INVENTORIES

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
At lower of cost and net realisable value			
Raw Materials (Green Leaf)		288.31	199.84
Finished Goods (Stock of Tea)		9,698.71	13,312.55
[Including in transit Rs. 891.49 Lakhs (31st March 2021: Rs. 72.32 Lakhs)]			
Stores and Spares	11.1 and 11.3	8,122.40	6,952.23
		18,109.42	20,464.62

11.1 Stores and Spares is net of allowance for slow moving/obsolete inventory amounting to Rs. 493.09 lakhs (31st March 2021: Rs. 99.43 lakhs).

11.2 Disclosure as per Ind AS 2 "Inventories"

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
a) Cost of Inventories recognised as Expense during the year	130,783.97	132,417.51
b) (Increase)/Decrease in value of inventory due to variation in realisable value	1,623.82	68.76

11.3 Stores and Spares includes Tea Nurseries amounting to GBP 69,413 (Equivalent Rs. 69.10 lakhs) (31st March 2021: GBP 58,689 (Equivalent Rs. 59.23 lakhs)) in a subsidiary which are charged/capitalised depending upon the nature of use.

11.4 Refer Note no. 24 to the consolidated financial statements in respect of charge created against borrowings.

12. BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Fair Value of Biological Assets other than Bearer Plants (Unharvested Tea Leaves)		640.73	498.48
		640.73	498.48

12.1 Changes in Fair Value of Biological Assets Other Than Bearer Plants

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Opening	498.48	78.73
Increase due to harvest/physical changes	640.73	498.48
Decrease due to harvest/physical changes	(498.48)	(78.73)
Closing	640.73	498.48

12.2 Unharvested tea leaves on bushes as on 31st March 2022 was 31.17 lakh Kgs (31st March 2021: 22.52 lakh kgs).

12.3 Refer Note no. 24 to the consolidated financial statements in respect of charge of tea estates against borrowings.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
13. TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Secured	57		
- Considered Good	13.3	350.00	350.00
- Credit Impaired		195.26	195.26
Less: Allowance for Doubtful Debts	13.2	(195.26)	(195.26)
Unsecured	57		
- Considered Good		4,571.74	2,842.32
- Credit Impaired		176.23	312.75
Less: Allowance for Doubtful Debts	13.2	(176.23)	(312.75)
		4,921.74	3,192.32

13.1 Trade Receivables ageing schedule based on the due date for payment there against are as follows:

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed Trade Receivables- Considered Good			
Within the credit period		832.93	298.52
Less than 6 Months		3,261.64	2,068.53
6 months - 1 Year		167.41	203.87
1-2 Years		180.04	81.49
2-3 Years		98.45	34.29
3 Years and above		31.27	155.63
Undisputed Trade Receivables- Credit impaired			
3 Years and above		176.23	312.75
Disputed Trade Receivables- Considered Good			
Within the credit period		-	-
Less than 6 Months		-	-
6 months - 1 Year		-	-
1-2 Years		-	-
2-3 Years		-	-
3 Years and above		350.00	350.00
Disputed Trade Receivables- Credit impaired			
3 Years and above		195.26	195.26

13.2 Movement of Impairment Allowances for doubtful debts

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Opening	508.01	371.49
Recognised during the year	-	136.52
Reversal during the year	136.52	-
Closing	371.49	508.01

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

13.3 Trade Receivable secured represents amount secured against value of building available as security from a customer. Such building had been disposed off by the Liquidator of the said customer in earlier years. The sale proceeds thereof had been withheld by the liquidator and is expected to be realised on resolution of various cases concerning legal ownership of said building.

13.4 Refer Note no.24 to the consolidated financial statements in respect of charge created against borrowings.

14. CASH AND CASH EQUIVALENTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Balance with banks in Current Accounts		1,014.51	9,195.66
Cash on hand		1,491.50	492.45
		2,506.01	9,688.11

14.1 Refer Note no. 24 to the consolidated financial statements in respect of charge created against borrowings.

15. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Earmarked Balance with banks:			
- In Dividend Accounts	15.1	77.12	162.17
- In Escrow Accounts	15.2	3.26	4.41
- In Fixed Deposits	15.3 and 9.1	97.58	24.68
- In Escrow Accounts/Fractional Share Sale Proceeds Account	15.1	0.16	0.16
		178.12	191.42

15.1 Amount is not due for transfer to Investor Education and Protection Fund.

15.2 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.

15.3 Fixed deposits with banks includes Rs. 75.38 Lakhs (31st March 2021: Rs. 3.70 Lakhs) lying against bank guarantee issued by them under Non-Fund based facilities granted to the Parent.

15.4 Refer Note no. 24 to the consolidated financial statements in respect of charge created against borrowings.

16. CURRENT TAX ASSETS (NET)
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advance Tax - Agricultural Income Tax	29.1	810.50	823.44
[Net of Provision Rs. 17,127.44 lakhs (31st March 2021: Rs. 17,096.89 lakhs)]			
Advance Tax - Income Tax		1,431.47	1,356.12
[Net of Provision Rs. 0.36 lakhs (31st March 2021: Rs. 0.19 lakhs)]			
Advance Tax - Fringe Benefit Tax		78.97	217.76
[Net of Provision Rs. 274.07 lakhs (31st March 2021: Rs 274.07 lakhs)]			
		2,320.94	2,397.32

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
17. OTHER CURRENT ASSETS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Balance with Government Authorities-GST, etc.		1934.44	17960.07
Advances to Suppliers, Service Providers etc.	57		
Considered Good	17.3	3,944.60	4,280.98
Considered Doubtful		256.08	265.08
Less: Allowance for Doubtful Advances	17.1	(256.08)	(265.08)
Advance for Employee Benefits	39		
- Superannuation Fund		35.57	186.40
Advance to Employees			
Considered Good		140.97	258.65
Considered Doubtful		113.51	51.89
Less: Allowance for Doubtful Advances	17.1	(113.51)	(51.89)
Prepaid Expenses		500.74	655.61
Others	17.2	2,000.00	0.61
		8,556.32	7,178.32

17.1 Movement of Impairment Allowances for doubtful advances
(₹ in Lakhs)

Particulars	Advances to Suppliers, Service Providers etc.		Advances to Employees	
	Year ended 31st March 2022	Year ended 31st March 2021	Year ended 31st March 2022	Year ended 31st March 2021
Opening	265.08	265.08	51.89	-
Foreign exchange translation adjustment	-	-	-	-
Recognised during the year	-	-	61.62	51.89
Reversal during the year	9.00	-	-	-
Closing	256.08	265.08	113.51	51.89

17.2 The proceedings initiated under IBC pursuant to a petition filed by a corporate lender having an outstanding balance of Rs. 10,000.00 lakhs had been closed following a settlement arrived at towards the amount payable in this respect. Rs. 12,000.00 lakhs has been paid to said corporate lender by certain parties on behalf of the Parent and differential of Rs. 2,000.00 lakhs pending payment of entire amount and finalisation of necessary terms etc. and non-recognition of interest as stated in Note no. 35.2 has been carried forward in the consolidated financial statement. Adjustments/ Impact if any in this respect including with respect to the amount of Interest included in the said note will be given effect to on final confirmation and ascertainment of amount thereof.

17.3 Advances to Suppliers includes Rs. 23.47 lakhs (31st March 2021: Rs. 108.20 Lakhs) in the case of a subsidiary relating to amount recoverable/adjustable for fertilisers and other related materials supplied to farmers for cultivation.

18. EQUITY SHARE CAPITAL
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Authorised			
12,00,00,000 (31st March 2021: 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 2021: 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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
18.1 Reconciliation of number of Equity Shares outstanding
(No. of Shares)

Particulars	As at 31st March 2022	As at 31st March 2021
As at beginning of the year	10,44,55,735	10,44,55,735
Changes in Equity Share Capital during the year	-	-
At the end of the year	10,44,55,735	10,44,55,735

18.2 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.

18.3 Buy Back of Shares

During the year ended 31st March, 2019, pursuant to the approval of the Board of Directors the Parent had bought back 5,000,000 equity shares at an aggregate consideration of Rs. 6,901.28 Lakhs.

18.4 Shareholders holding more than 5% of the Equity Shares in the Company

Particulars	As at 31st March 2022		As at 31st March 2021	
	(No. of Shares)	%	(No. of Shares)	%
Ichamati Investments Limited	56,710	0.05	1,71,24,210	16.39
Niraj Rajnikant Shah	45,11,185	4.32	72,84,347	6.97

18.5 Shareholding of Promoter and Promoter Group:
For the year ended 31st March 2022

Particulars	As at 31st March 2022		As at 31st March 2021		%ge Change
	(No. of Shares)	%	(No. of Shares)	%	
LATE BRIJ MOHAN KHAITAN	36,588	0.04	36,588	0.04	0.00
ADITYA KHAITAN	17,272	0.02	17,272	0.02	0.00
AMRITANSHU KHAITAN	15,000	0.01	15,000	0.01	0.00
YASHODHARA KHAITAN	72,504	0.07	72,504	0.07	0.00
KAVITA KHAITAN	40,02,591	3.83	2,200	0.00	3.83
ISHA KHAITAN	7,500	0.01	7,500	0.01	0.00
VANYA KHAITAN	5,909	0.01	5,909	0.01	0.00
WILLIAMSON MAGOR & CO. LIMITED	3,724	0.00	4,76,315	0.46	(0.45)
BISHNAUTH INVESTMENTS LIMITED	-	0.00	1,97,961	0.19	(0.19)
BABCOCK BORSIG LIMITED	95,989	0.09	95,989	0.09	0.00
UNITED MACHINE CO. LIMITED	1,29,927	0.12	1,29,927	0.12	0.00
ICHAMATI INVESTMENTS LIMITED	56,710	0.05	1,71,24,210	16.39	(16.34)
KILBURN ENGINEERING LIMITED	66,666	0.06	66,666	0.06	0.00
NITYA HOLDINGS & PROPERTIES LIMITED	10,000	0.01	10,000	0.01	0.00
DUFFLAGHUR INVESTMENTS LIMITED	3,030	0.00	3,030	0.00	0.00
EVEREADY INDUSTRIES INDIA LIMITED	40	0.00	40	0.00	0.00
EKTA CREDIT PVT LTD	20,00,000	1.91	-	0.00	1.91

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
For the year ended 31st March 2021

Particulars	As at 31st March 2021		As at 31st March 2020		%ge Change
	(No. of Shares)	%	(No. of Shares)	%	
LATE BRIJ MOHAN KHAITAN	36,588	0.04	36,588	0.04	0.00
ADITYA KHAITAN	17,272	0.02	17,272	0.02	0.00
AMRITANSHU KHAITAN	15,000	0.01	15,000	0.01	0.00
YASHODHARA KHAITAN	72,504	0.07	72,504	0.07	0.00
KAVITA KHAITAN	2,200	0.00	2,200	0.00	0.00
ISHA KHAITAN	7,500	0.01	7,500	0.01	0.00
VANYA KHAITAN	5,909	0.01	5,909	0.01	0.00
WILLIAMSON MAGOR & CO. LIMITED	4,76,315	0.46	89,67,253	8.58	(8.13)
WILLIAMSON FINANCIAL SERVICES LIMITED	-	0.00	12,33,725	1.18	(1.18)
BISHNAUTH INVESTMENTS LIMITED	1,97,961	0.19	4,15,000	0.40	(0.21)
BABCOCK BORSIG LIMITED	95,989	0.09	95,989	0.09	0.00
UNITED MACHINE CO. LIMITED	1,29,927	0.12	1,29,927	0.12	0.00
ICHAMATI INVESTMENTS LIMITED	1,71,24,210	16.39	1,71,24,210	16.39	-
KILBURN ENGINEERING LIMITED	66,666	0.06	66,666	0.06	0.00
NITYA HOLDINGS & PROPERTIES LIMITED	10,000	0.01	10,000	0.01	0.00
DUFFLAGHUR INVESTMENTS LIMITED	3,030	0.00	3,030	0.00	0.00
EVEREADY INDUSTRIES INDIA LIMITED	40	0.00	40	0.00	0.00
EKTA CREDIT PVT LTD	-	-	-	0.00	0.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
19. OTHER EQUITY

Particulars	Reserves and Surplus						Other Comprehensive Income			Total	Non Controlling	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Other Reserve	Revaluation Surplus	Remeasurement of Defined Benefit Plan	Foreign Currency Translation Reserve	Equity Investments through FVTOCI			
As at 1st April 2020	201.68	4,402.30	101,509.66	30,788.16	19,209.20	31,004.18	-	(7,307.08)	411.29	180,219.39	-	180,219.39
Profit/(Loss) for the year	-	-	-	(5,239.09)	-	-	-	-	-	(5,239.09)	-	(5,239.09)
Other Comprehensive Income	-	-	-	-	-	-	(1,313.07)	(784.33)	4,221.45	2,124.05	-	2,124.05
Total Comprehensive Income for the year	-	-	-	(5,239.09)	-	-	(1,313.07)	(784.33)	4,221.45	(3,115.04)	-	(3,115.04)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	2,459.54	-	-	(2,459.54)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(1,313.07)	-	-	1,313.07	-	-	-	-	-
As at 31 March 2021	201.68	4,402.30	103,969.20	24,236.00	19,209.20	28,544.64	-	(8,091.41)	4,632.74	177,104.35	-	177,104.35
Profit/(Loss) for the year	-	-	-	(18,092.48)	-	-	-	-	-	(18,092.48)	-	(18,092.48)
Other Comprehensive Income	-	-	-	-	-	-	(856.53)	607.42	887.19	638.08	-	638.08
Total Comprehensive Income for the year	-	-	-	(18,092.48)	-	-	(856.53)	607.42	887.19	(17,454.40)	-	(17,454.40)
Transfer on account of depreciation on amount added on Revaluation of Property, Plant and Equipment	-	-	1,165.07	-	-	(1,165.07)	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	(856.53)	-	-	856.53	-	-	-	-	-
As at 31 March 2022	201.68	4,402.30	105,134.27	5,286.99	19,209.20	27,379.57	-	(7,483.99)	5,519.93	159,649.95	-	159,649.95

(₹ in Lakhs)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

Nature and Purpose of Reserve

19.1 Capital Reserve

Represents the amount transferred from the transferor company pursuant to Scheme of Arrangement effected in earlier years.

19.2 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.

19.3 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.

19.4 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.

19.5 Retained Earnings

Retained earnings generally represents the amount of accumulated surplus/deficit of the Group. This includes Other Comprehensive Income of (Rs. 5,975.83 lakhs) (31st March 2021: (Rs. 5,119.30 lakhs)) relating to remeasurement of defined benefit plans (net of tax) which cannot be reclassified to Statement of Profit and Loss.

19.6 Revaluation Surplus

Represents differential arising on revaluation of Property, Plant and Equipment carried out by the erstwhile Bulk Tea Division of Eveready 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.

19.7 Other Comprehensive Income

The Group has elected to recognise changes in the fair value of non-current investments in Equity Instruments other the Associate 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 19.5 above.

20. NON CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
SECURED					
Term Loans from Banks					
ICICI Bank Limited		656.54	-	656.54	-
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		3,993.00	-	2,993.00	1,000.00
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.					

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
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. 130.00 lakhs in September, 2019 and 12 equal installments of Rs. 500.00 lakhs each from December, 2019.					
HDFC Bank Limited		2,300.00	-	2,300.00	-
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	20.3	4,500.00	-	4,500.00	-
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.					
RBL Bank Limited		4,752.33	-	4,752.33	-
a) Nature of Security					
Subservient charge by way of hypothecation/mortgage over moveable 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	20.3	4,375.00	-	4,375.00	-
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.					
Uganda Development Bank		-	3,802.17	-	
a) Nature of Security					
Loan is secured by Legal mortgage over property title LRV 599 Folio 12 and untitled agricultural land at Kisaru Tea Estate and fixed and floating charge over current and future movable and immovable assets in respect of the above property.					
b) Rate of Interest					
Interest is payable at the rate of 12%.					
c) Terms of Repayment					
Repayable in 48 equal instalments after a moratorium of three years (i.e. from 17th February 2025).					

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
ABSA Bank (Former Barclays Bank (U) limited)		1,806.75	5,616.52	2,390.44	6,670.82
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, Kilsita, 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) registered in the name of a subsidiary, MRUL.					
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 30.00 lakhs is repayable in a quarterly instalment of USD 187,500 (Equivalent INR 137.82 lakhs as on 31st March 2022) for 4 years from January 2019.					
2. Term loan of USD 150.00 lakhs is repayable in monthly instalment of USD 250,000 (Equivalent INR 183.76 lakhs as on 31st March 2022) for 5 years from August 2019.					
Stanbic Bank (U) Limited		254.58	362.93	490.35	612.93
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 moratorium period and there after payable in a quarterly instalment of USD 166,667 (Equivalent INR 122.50 lakhs as on 31st March 2022) for 3 years from June 2020.					
DFCU Bank Limited		425.11	2,464.88	389.19	2,814.87
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 of a subsidiary, MRUL.					
b) Rate of Interest					
Interest of bank base rate less 4.9%.					
c) Terms of Repayment					
Loan is repayable in Equated monthly instalment USD 68,418 (Equivalent INR 50.29 lakhs as on 31st March 2022) for 8 years from September 2019.					
Term Loan from Others					
Housing Development Finance Corporation Limited		894.82	-	894.82	-
a) Rate of Interest					
Interest is payable on monthly basis at HDFC CORP-PLR plus 2.10% p.a.					
		23,958.13	12,246.50	23,741.67	11,098.62

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

20.1 The parent in terms of the sanction letter has been in default for the repayment of principal and interest thereof to the lenders (banks & others). The period and amount of such defaults as on balance sheet date are as follows :

(₹ in Lakhs)

Particulars	Period of Default	Principal		Interest	
		As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2022	As at 31st March, 2021
Term Loans from Banks					
ICICI Bank Limited	June 2019 to 31st March, 2022	4,649.54	3,649.54	1,227.54	828.90
HDFC Bank Limited	June 2019 to 31st March, 2022	6,800.00	6,800.00	1,922.04	1,253.49
RBL Bank Limited	July 2019 to 31st March, 2022	4,752.33	4,752.33	1,485.97	1,035.94
Yes Bank Limited	March 2019 to 31st March, 2022	4,375.00	4,375.00	1,186.80	816.76
Term Loan from Others					
Housing Development Finance Corporation Limited	1st January, 2020 to 31st March, 2022	894.82	894.82	201.95	118.73
Short Term Loan from Banks					
Axis Bank Limited	July 2019 to 31st March, 2022	25,000.00	25,000.00	7,480.17	5,121.07
RBL Bank Limited	July 2019 to 31st March, 2022	23,500.00	23,500.00	7,088.37	4,810.78
HDFC Bank Limited	May 2019 to 31st March, 2022	17,901.97	17,901.97	4,904.25	3,257.28
IndusInd Bank Limited	December 2019 to 31st March, 2022	7,484.81	13,050.00	2,835.96	2,167.51
Yes Bank Limited	May 2019 to 31st March, 2022	33,026.61	33,026.61	9,056.39	6,577.00
Short Term Loan from Others					
Ragini Finance Limited	October 2019 to 31st March, 2022	950.00	1,000.00	-	-
Digvijay Finlease Limited	October 2019 to 31st March, 2022	1,950.00	2,000.00	-	-
P D K Impex Private Limited	31st March, 2020 to 31st March, 2022	975.00	1,000.00	-	-
Cash Credit					
Axis Bank Limited	October 2019 to 31st March, 2022	480.53	847.31	128.14	76.39
HDFC Bank Limited	May 2019 to 31st March, 2022	5,579.49	7,431.09	1,114.97	624.04
State Bank of India Limited	June 2019 to 31st March, 2022	8,987.41	11,488.73	1,897.29	1,139.46
Punjab National Bank Limited (Erstwhile United Bank of India)	February 2020 to 31st March, 2022	6,842.02	8,696.60	1,224.73	667.46
Indian Bank Limited (Erstwhile Allahabad Bank Limited)	29th February 2020 to 31st March 2022	3,784.61	4,863.09	697.10	355.46
Yes Bank Limited	May 2019 to 31st March 2022	900.00	1,111.55	-	-
RBL Bank Limited	July 2019 to 31st March 2022	1,839.00	1,839.00	1,180.17	782.88
UCO Bank Limited	31st May 2020 to 31st March 2022	2,426.53	3,155.87	480.21	276.45
ICICI Bank Limited	June 2019 to 31st March, 2022	7,763.34	9,901.06	2,178.37	1,420.27
		170,863.01	186,284.57	46,290.42	31,329.87

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

20.2 During the year ended 31st March 2020, Yes Bank Limited had recalled its entire loan outstanding including interest thereon. Accordingly, such loans had been considered as due for payment.

20.3 In terms of agreement with lenders the above mentioned loans in certain cases were also required as stated in Note no. 24.2.

20.4 The Security as disclosed above have 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. 56, Resolution Plan for restructuring the borrowing are under consideration of lender and thereby terms and conditions including the period and amount of repayment etc. thereof including the security as given herein above will accordingly be modified on sanction of the said plan.

20.5 The disclosure given herein above has been made on the basis mentioned in note no. 56(b). The default and amount due are therefore subject to confirmation and reconciliation with respective parties and finalisation of resolution plan under consideration by lender as stated in Note no. 56(a).

20.6 Also Refer Note no. 56 and 35.1.

21. EMPLOYEE BENEFIT OBLIGATIONS
(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Current	Non-Current	Current	Non-Current
Provision for Employee Benefits	39				
- Staff Pension		1,744.29	3,701.62	1,681.24	3,905.17
- Gratuity Fund		2,932.93	2,026.23	1,624.02	1,861.23
- Medical Benefit		253.90	183.82	205.31	102.25
- Expatriate Pension		23.65	12.36	3.45	7.79
- Leave		139.38	-	142.36	-
		5,094.15	5,924.03	3,656.38	5,876.44

22. DEFERRED TAX LIABILITIES (NET)
(₹ in Lakhs)

Particulars	Refer Note no.	As at	As at
		31st March 2022	31st March 2021
Deferred Tax Liabilities		25,189.07	24,711.95
Deferred Tax Assets		14,954.26	16,131.63
Deferred Tax Liabilities (Net)		10,234.81	8,580.32

Components of Deferred tax (Assets)/ Liabilities as at 31st March 2022 are given below:

(₹ in Lakhs)

Particulars	As at 31st March 2021	Forex Adjustment during the year	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2022
Deferred Tax Assets:					
Expenses allowable on payment basis	10,535.03	(3.02)	841.06	(401.51)	10,092.46
Allowances for Doubtful Debts, Advances etc.	1,369.93	(2.82)	41.58	-	1,325.53
MAT Credit Entitlement	3,105.64	-	995.27	-	2,110.37
Unabsorbed Tax Losses	848.60	(14.14)	(413.27)	-	1,247.73
Others	272.43	(0.36)	93.90	-	178.17
Total Deferred Tax Assets	16,131.63	(20.34)	1,558.54	(401.51)	14,954.26
Deferred Tax Liabilities:					
Timing difference with respect to Property, Plant and Equipment and other intangible assets	24,621.99	64.74	443.82	-	25,130.55
Others	89.96	(1.32)	(30.12)	-	58.52
Total Deferred Tax Liabilities	24,711.95	63.42	413.70	-	25,189.07
NET DEFERRED TAX (ASSETS)/ LIABILITIES	8,580.32	83.76	1,972.24	(401.51)	10,234.81

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Components of Deferred tax (Assets)/ Liabilities as at 31st March 2021 are given below:
(₹ in Lakhs)

Particulars	As at 31st March 2020	Forex Adjustment during the year	Charge/ (Credit) recognised in Statement of profit and loss	Charge/ (Credit) recognised in OCI	As at 31st March 2021
Deferred Tax Assets:					
Expenses allowable on payment basis	3,593.16	14.51	(6,314.69)	(612.67)	10,535.03
Allowances for Doubtful Debts, Advances etc.	1,469.26	8.88	108.21	-	1,369.93
MAT Credit Entitlement	5,106.21	-	2,000.57	-	3,105.64
Unabsorbed Tax Losses	721.91	57.89	(68.80)	-	848.60
Others	529.77	0.08	257.42	-	272.43
Total Deferred Tax Assets	11,420.31	81.36	(4,017.29)	(612.67)	16,131.63
Deferred Tax Liabilities:					
Timing difference with respect to Property, Plant and Equipment and other intangible assets	25,220.93	76.22	(675.16)	-	24,621.99
Others	64.46	5.14	20.36		89.96
Total Deferred Tax Liabilities	25,285.39	81.36	(654.80)	-	24,711.95
NET DEFERRED TAX (ASSETS)/ LIABILITIES	13,865.08	-	(4,672.09)	(612.67)	8,580.32

22.1 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 MAT Credit Entitlement amounting to Rs. 2,622.22 lakhs pending determination of the amount thereof considering the principle of prudence has not been recognised.

23. OTHER NON - CURRENT LIABILITIES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Deferred Revenue arising from Government Grants	23.1	454.72	460.95
		454.72	460.95

23.1 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.	489.87	27.59	31.37	486.09

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
24. CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Secured Loans from Banks			
Cash Credit, Packing Credit and Demand Loans			
(1) INR Loan		38,602.93	49,334.30
(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.			
(2) Foreign Currency Loan		5,617.64	7,842.84
(a) Nature of Security			
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, KlsIta, 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	23,500.00
(a) Nature of security:			
Subservient charge by way of hypothecation / mortgage over movable fixed assets of the Parent - both present and future.			
Subservient charge over the current assets of the Parent both present and future.			
IndusInd Bank Limited		7,484.81	13,050.00
(a) Nature of security:			
Subservient charge on all the Moveable Fixed assets, book debts and stock of certain tea estates of the Parent- both present and future .			

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
24. CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Yes Bank Limited		9,636.61	9,636.61
(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	24.2	17,901.97	17,901.97
(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.			
Techno Electric and Engineering Company Limited	24.2	-	10,000.00
(a) Nature of Security			
Mortgage of a property of Seajuli Developers & Finance Limited located at 4, Sunny Park, Kolkata - 700019.			
Unsecured Loans - Short Term	24.2		
Unsecured Loans from Banks			
Yes Bank Limited		23,390.00	23,390.00
Axis Bank Limited		10,000.00	10,000.00
Unsecured Loans from Others			
Intercompany Loans:			
- From Individuals	24.5	3,500.00	-
- From Body Corporates	24.5 and 24.2	6,939.86	6,425.00
- From Related Party	24.5	10,620.19	4,305.00
Current Maturities of Long Term Debts			
Secured Loans from Banks	20		
ICICI Bank Limited		4,649.54	3,649.54
HDFC Bank Limited		6,800.00	6,800.00
RBL Bank Limited		4,752.33	4,752.33
Yes Bank Limited		4,375.00	4,375.00
Absa Bank (Former Barclay Bank Limited)		1,806.75	2,390.44
Stanbic Bank Limited		254.58	490.35
DFCU Bank Limited		425.11	389.19
Secured Loans from Others	20		
Housing Development Finance Corporation Limited		894.82	894.82
		196,152.14	214,127.39

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

24.1 Refer Note no. 20.1 in respect of default in borrowings

24.2 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, Equitable Mortgage by way of exclusive charge over land with a single storied house constructed thereon at Guwahati, Ulbari, Dist-Guwahati and Pledge of entire equity shares of Phuben Tea Company Limited (PBTC) Vietnam (Shares handed over to Yes Bank in the year 2019-20 and pledge created by BTHL subsequently in the previous year). However, in view of pending resolution plan, such loan could not be fully securitised as required in term of agreement with lenders.

24.3 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. Further, in certain cases Personal guarantee of Mr. Aditya Khaitan, Managing Director was pending execution. As stated in Note no. 56, 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.

24.4 The proceedings initiated during the year under Insolvency and Bankruptcy Code, 2016 (IBC) pursuant to a petition filed by a corporate lender having an outstanding balance of Rs. 10,000.00 lakhs had been closed following a settlement arrived at towards the amount payable in this respect. Rs. 12,000.00 lakhs has been paid to said corporate lender by certain parties on behalf of the company and differential of Rs. 2,000.00 lakhs pending payment of entire amount and finalisation of necessary terms etc. and non-recognition of interest as stated in Note no. 35.2, has been carried forward in the financial statement. Adjustments/ Impact if any in this respect including with respect to the amount of Interest included in Note no. 35.2 will be given effect to on final confirmation and ascertainment of amount thereof.

24.5 Certain balances of Individuals amounting to Rs. 3,500.00 lakhs, from a body corporate amounting to Rs. 2,000.00 lakhs and from a related party amounting to Rs. 5,565.19 lakhs arising against settlement of ICD as disclosed above in Note no. 24.4 and invocation of securities by a lender such balances have been disclosed as short term borrowings. Pending finalisation of terms and conditions with respect to these balances, necessary disclosure in this respect have not been made in these consolidated financial statements.

24.6 Pending finalisation of resolution plan as stated in Note no. 56(a) any further charge or satisfaction as such could not be filed with Registrar of Companies (ROC) and the details of charges as given herein above are based on filings done earlier.

24.7 Also refer Note no. 56, 35.1 and 35.2.

25. TRADE PAYABLES

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Payable for Goods and Services	57		
a) Total outstanding dues of micro enterprises and small enterprises	25.1	403.98	-
b) Total outstanding dues other than micro enterprises and small enterprises		12,450.02	11,177.66
		12,854.00	11,177.66

25.1 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. (Also Refer Note no. 57).

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
a) Principal amount remaining unpaid but not due as at year end		403.98	-
b) Interest amount remaining unpaid but not due as at year end		-	-
c) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year		-	-
d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006		-	-
e) Interest accrued and remaining unpaid as at year end		-	-
f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise		-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

25.2 Trade Payable ageing schedule to the extent possible based on the outstanding balance as computed from date of transaction are as follows: (Also Refer Note no. 57). (₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed - Non MSME			
Less than 1 year		7,666.30	4,415.75
1-2 years		1,227.56	7.46
2-3 years		438.59	3,484.02
More than 3 years		3,117.57	3,270.43
		12,450.02	11,177.66
Undisputed - MSME			
Less than 1 year		299.51	-
1-2 years		45.53	-
2-3 years		24.77	-
More than 3 years		34.17	-
		403.98	-
Disputed - MSME			
Less than 1 year		-	-
1-2 years		-	-
2-3 years		-	-
More than 3 years		-	-
		-	-
Disputed - Non-MSME			
Less than 1 year		-	-
1-2 years		-	-
2-3 years		-	-
More than 3 years		-	-
		-	-

25.3 Unbilled amount included above being less than 1 year are as follows:

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Undisputed - Non MSME		81.97	127.89
Undisputed - MSME		-	-
		81.97	127.89

26. OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Refer Note No.	As at 31st March 2022		As at 31st March 2021	
		Non-Current	Current	Non-Current	Current
Interest accrued and due on borrowings	20.1, 26.2 and 26.4	-	43,883.29	-	29,279.42
Interest accrued but not due on borrowings		-	150.91	-	120.95
Unpaid Dividends	26.1	-	77.12	-	162.17
Unclaimed Fractional Share Sale Proceeds	26.1	-	0.16	-	0.16
Deposits Received from Agents/ Customers	57	-	106.59	-	108.43
Employee Benefits Payable		-	7,002.89	-	7,763.74
Derivative instrument fair valued through profit and loss		-	-	-	20.50
Payable against Fair Trade Premium		-	235.82	-	99.06
Payable pertaining to Specified Assets of Sold Tea Estates (Net)	26.3 and 57	-		-	421.73
		-	51,456.78	-	37,976.16

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- 26.1 There are no amounts due for payment to the Investor Education and Protection Fund as at the year end.
- 26.2 The liability in relation to borrowings of Parent have been stated based on the provisions and appropriations stated in Note no. 35.1, pending finalisation of resolution plan and confirmation/reconciliation of balances etc. by the lender (Refer Note no. 56).
- 26.3 Represents amount payable to the buyers of Specified assets of certain tea estates sold in terms of agreement in this respect.
- 26.4 Interest accrued and due is net of Rs. 2,893.59 lakhs (31st March 2021: Rs. 2,536.90 lakhs) pertaining to certain debit balances lying with banks which had been appropriated against their outstanding dues pending confirmation and reconciliation as detailed in Note no. 56(b).

27. OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Advances- Customers, Selling Agents and others	57 and 27.2	5,232.76	5,591.62
Statutory Payables (including Provident Fund and Tax deducted at Source)		4,313.34	1,565.94
Advances against Sale of Fixed Assets	27.1 and 57	1,479.25	1,466.57
Deferred Revenue arising from Government Grants	23.1	31.37	28.92
		11,056.72	8,653.05

- 27.1 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. 3,201.82 lakhs). However pursuant to the injunction imposed vide the order of Hon'ble High Court of Delhi, 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. 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.
- 27.2 This includes advance of Rs. 5,000.00 lakhs (31st March 2021: Rs. 5,000.00 lakhs) received in earlier year against sale of tea, pending finalisation of terms and conditions thereof.

28. PROVISIONS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Provision for Tax on Proposed Dividend (Net of Payment of Rs. 343.37 lakhs (31st March 2021: Rs. 343.37 lakhs))	28.1	1.40	1.40
Provision for Other Retirement Benefits	28.2	662.35	662.35
Provision for Others	28.3	2,020.36	2,020.36
		2,684.11	2,684.11

- 28.1 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 Parent has made full provision in its financial statements in earlier years. During the previous year, the tax authorities have appropriated such demand against the refund order for Assessment year 2007-2008 against which the Parent has preferred a further appeal. In the event of the said demand being quashed by taxation authorities following the order of Hon'ble Supreme Court, the said amount so adjusted will be refunded to the Parent.
- 28.2 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.
- 28.3 Provision for others includes Rs. 105.00 lakhs (31st March 2021: Rs. 105.00 lakhs) which relates to various demands raised by the buyer's of Specified Assets of Tea Estates in respect of expenditure incurred by them in relation to period prior to hand over of such tea estates, pending reconciliation and finalisation of the same with the books of accounts. Further, provision of Rs. 1,915.36 lakhs (31st March 2021: Rs. 1,915.36 lakhs) relates to estimated cost to be incurred on registration of transfer deed in relation to Sale of Specified Assets of Tea Estates.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

28.4 Movement in the Provisions are as follows :

(₹ in Lakhs)

Particulars	Provision for Tax on Proposed Dividend	Provision for Other Retiral Benefits	Provision for Other
As on 1st April 2020	344.77	662.35	2,020.36
Provided during the Year	-	-	-
Reversal during the Year			
Adjusted by Income Tax Authorities during the year	343.37	-	-
As on 31st March 2021	1.40	662.35	2,020.36
Provided during the Year	-	-	-
Reversal during the Year			
Adjusted by Income Tax Authorities during the year	-	-	-
As on 31st March 2022	1.40	662.35	2,020.36

29. CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Provision for Income Tax		2,782.85	3,353.42
[Net of Advance Tax Rs. 17,127.44 lakhs (31st March 2021 - Rs. 18,661.60 lakhs)]			
		2,782.85	3,353.42

29.1 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.

30. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Sale of Products - Tea	30.2	132,933.12	140,238.96
Other Operating Revenues			
Licence Fees		275.25	143.11
Government Grants	30.1		
- Subsidy on Orthodox Tea		267.24	54.14
- Replantation Subsidy		477.19	691.60
- Transport Subsidy		38.84	125.00
- Subsidy- Capital Items	23.1	31.37	29.11
- Accrued duty exemption entitlement and other benefits relating to exports		84.14	547.66
Liabilities no Longer Required Written Back		1,045.55	668.88
Profit on Compulsory acquisition of Leasehold Land by Government	30.3	362.72	1,223.69
Scrap sales and other income from operations		67.95	121.11
		135,583.37	143,843.26

30.1 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.

30.2 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:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Sale of Tea		
Within India	85,698.14	85,722.01
Outside India	46,796.29	54,160.39
Tea Waste Sales- Within India	438.69	356.56
	132,933.12	140,238.96

30.3 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.

31. OTHER INCOME
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Interest on Financial assets carried at amortised cost			
Deposits with banks		19.86	20.19
Loans	31.2	258.94	-
Others		50.40	406.53
Interest on Tax Refunds		149.00	194.41
Insurance Claims		182.47	109.21
Profit on Disposal of Property, Plant and Equipment (Net)		50.30	77.59
Liabilities/provision no longer required written back		35.00	-
Derivative Instruments at Fair Value through Profit and Loss		19.18	74.39
Net Gain/(Loss) on Foreign Currency Transaction and Translation		-	715.94
Sundry Income	31.1	243.94	401.23
		1,009.09	1,999.49

31.1 Sundry Income includes

- Nil (31st March 2021: Rs. 156.41 lakhs) being the net gain against Investment of funds lying in the Escrow account with Solicitors pertaining to the tea estates sold in earlier years.
- Rs. 65.41 Lakhs (31st March 2021: Rs. 61.41 lakhs) rental income derived from Properties given on short-term lease by subsidiary and its one step-down subsidiary.

31.2 The Parent received request in earlier years as well as in current year from various bodies corporate to whom Loans were given and outstanding as on 31st March 2022 for waiver of Interest. Interest on unsecured loan given to various companies as given in Note no. 55(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. Such interest at the rate applicable for the previous period works out to be Rs. 102,626.65 lakhs (including Rs. 34,238.13 lakhs for the year). As stated in Note no. 55(a), terms and conditions for repayment of loans including interest thereon will be decided on approval of 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 accrued in earlier years and outstanding as on 31st March 2022, provision of Rs.7,999.34 lakhs had been made and adjustments if any needed in this respect will be given effect to on finalisation of the resolution plan.

32. COST OF MATERIALS CONSUMED
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Green Leaf (Consumed)	32.1	17,911.54	17,441.43
		17,911.54	17,441.43

32.1 Cost of materials consumed includes green leaf purchased from external sources

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
33. CHANGES IN INVENTORIES OF FINISHED GOODS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Stock of Tea at the beginning of the year		13,312.55	13,472.89
Less: Stock of Tea at the end of the year		(9,698.71)	(13,312.55)
(Increase)/Decrease		3,613.84	160.34

34. EMPLOYEE BENEFITS EXPENSE
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Salaries, Wages and Bonus etc.		52,530.97	49,043.83
Contribution to Provident and Other Funds	39	6,058.42	5,290.17
Staff and Workers Welfare Expenses		5,127.66	5,358.01
		63,717.05	59,692.01

35. FINANCE COSTS
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Interest Expense			
On financial liabilities measured at amortised cost	35.1 and 35.2	16,450.32	20,362.17
Other borrowing cost		98.69	89.22
		16,549.01	20,451.39

35.1 Pending completion of debt restructuring process pursuant to the resolution plan, Interest on borrowings in case of Parent have been provided for as stated in Note no. 56(b).

35.2 In case of Parent, Short term borrowings includes Inter Corporate Deposits of Rs 21,060.05 lakhs taken by the company against which interest to the extent of Rs. 6,716.79 Lakhs (including Rs. 2,101.32 Lakhs for the year) has not been recognised pending final settlement/finalisation of resolution plan as stated in Note no. 56(b). Further, in respect of Rs. 11,065.19 lakhs included as above and certain outstanding advances being so claimed by customers as stated in note no. 27.2, pending finalisation of terms and conditions, amount of interest if any thereagainst has not been determined.

36. DEPRECIATION AND AMORTISATION EXPENSE
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Depreciation on Property, Plant and Equipment	5	7,167.82	8,716.28
Amortisation of Other Intangible Assets	6	312.99	321.78
		7,480.81	9,038.06

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
37. OTHER EXPENSES
(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
Consumption of Stores and Spare Parts		2,364.37	2,504.68
Consumption of Manure, Fertiliser, Chemicals etc.		6,656.20	5,937.34
Consumption of Packing Materials		1,244.45	1,399.48
Power and Fuel		15,440.22	14,756.80
Electricity Charges		95.39	216.88
Rent	50	25.03	28.51
Lease Rent	50	3.31	11.87
Repairs to			
- Buildings		608.62	740.11
- Machinery		2,544.70	2,452.92
- Others		581.19	2,833.16
Insurance		462.57	557.89
Rates and Taxes		363.48	388.60
Travelling		656.01	552.22
Legal and Professional Fees		1,232.76	1,719.34
Royalty fee / License fee		409.84	438.86
Freight, Shipping and Selling Expenses		5,960.26	5,848.74
Brokerage on Sales		784.77	770.32
Provision for Doubtful Receivable/Advance/ Claims etc.		-	445.50
Bad Debts/ Sundry balances written off		411.39	222.05
Net Loss on Foreign Currency Transaction and Translation		375.33	-
Changes in Fair Value of Biological Assets	12.1	(142.25)	(419.75)
Director's Fees		12.40	16.00
Miscellaneous Expenses	37.1 and 37.2	1,988.23	1,986.42
		42,078.27	43,407.94

37.1 Expenditure on Research and Development Rs. 173.20 lakhs (31st March 2021: Rs. 177.93 lakhs) represent subscription to Tea Research Association.

37.2 Miscellaneous Expenditure includes Payment to Auditor :

(₹ in Lakhs)

Particulars	Refer Note no.	As at 31st March 2022	As at 31st March 2021
As Auditors - Audit Fees		97.19	126.41
For Other Services:			
Tax Audit Fees		15.00	13.00
Limited review and other certification etc.		50.00	35.00

38. 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).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
39. 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 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. The Parent's contribution of Rs. 172.87 lakhs (31st March 2021: Rs. 160.43 lakhs) to the Provident Fund Trust in this respect has been expensed under the 'Contribution to Provident and Other Funds'.

Expense recognised for Defined Contribution Plans for the year is as under:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Employer's Contribution to Provident and Pension Fund	4,440.26	3,645.07

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 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
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.

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 2022 and corresponding figures for the previous year:

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2022					
		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	698.32	-	290.34	-	-	46.74
2	Past Service Cost	-	-	-	-	-	-
3	Interest Cost	455.58	26.93	401.02	20.82	0.83	106.07
4	Expected return on plan assets	(996.96)	(132.21)	-	-	-	-
5	Total expense recognised in the Statement of Profit and Loss	156.94	(105.28)	691.36	20.82	0.83	152.81
	- Re-measurements recognised in Other Comprehensive Income						
6	Return on plan assets (excluding amounts included in Net interest cost)	109.36	(8.39)	-	-	-	-
7	Effect of changes in demographic assumptions	-	-	-	-	-	-
8	Effect of changes in financial assumptions	(726.23)	(3.92)	(25.37)	(0.26)	1.95	-
9	Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
10	Effect of experience adjustments	2,218.82	6.41	(516.15)	138.70	21.99	43.14
11	Total re-measurements included in Other Comprehensive Income	1,601.95	(5.90)	(541.52)	138.44	23.94	43.14
12	Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)	1,758.89	(111.18)	149.84	159.26	24.77	195.95

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2021					
		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	915.07	-	237.13	-	-	53.25
2	Past Service Cost	-	-	-	-	-	-
3	Interest Cost	906.87	25.11	348.19	19.32	1.00	89.33
4	Expected return on plan assets	(846.84)	(108.09)	-	-	-	-
5	Total expense recognised in the Statement of Profit and Loss	975.10	(82.98)	585.32	19.32	1.00	142.58
	- Re-measurements recognised in Other Comprehensive Income						
6	Return on plan assets (excluding amounts included in Net interest cost)	(588.91)	(125.65)	-	-	-	-
7	Effect of changes in demographic assumptions	-	-	-	-	-	-
8	Effect of changes in financial assumptions	(685.96)	(3.96)	(26.29)	(0.26)	1.14	58.43
9	Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
10	Effect of experience adjustments	3,021.78	1.02	151.36	26.59	(5.64)	102.09
11	Total re-measurements included in Other Comprehensive Income	1,746.91	(128.59)	125.07	26.33	(4.50)	160.52
12	Total defined benefit cost recognised in Profit and Loss and Other Comprehensive Income (5+11)	2,722.01	(211.57)	710.39	45.65	(3.50)	303.10

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2022					
		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	17,839.59	381.51	5,445.91	437.72	36.01	719.44
2	Fair Value of Plan Assets	14,396.80	1,907.87	-	-	-	-
3	Status [Surplus/(Deficit)]	(3,442.99)	1,526.36	(5,445.91)	(437.72)	(36.01)	(719.44)
4	Restrictions on Asset Recognised	-	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2021					
		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	16,248.51	378.75	5,586.41	307.56	11.24	685.29
2	Fair Value of Plan Assets	13,527.27	1,793.93	-	-	-	-
3	Status [Surplus/(Deficit)]	(2,721.26)	1,415.18	(5,586.41)	(307.56)	(11.24)	(685.29)
4	Restrictions on Asset Recognised	-	-	-	-	-	-

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2022					
		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	16,248.51	378.75	5,586.41	307.56	11.24	685.29
2	Current Service Cost	698.32	-	290.34	-	-	46.74
3	Past Service Cost	-	-	-	-	-	-
4	Interest Cost	455.58	26.93	401.02	20.82	0.83	106.07
5	Remeasurement gains / (losses):						
a.	Effect of changes in demographic assumptions	-	-	-	-	-	-
b.	Effect of changes in financial assumptions	(726.23)	(3.92)	(25.37)	(0.26)	1.95	-
c.	Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
d.	Effect of experience adjustments	2,218.82	6.41	(516.15)	138.70	21.99	43.14
6	Curtailment Cost / (Credits)	-	-	-	-	-	-
7	Settlement Cost / (Credits)	-	-	-	-	-	-
8	Liabilities assumed in business combination	-	-	-	-	-	-
9	Exchange difference on foreign plans	-	-	-	-	-	79.96
10	Benefits Paid	(1,055.41)	(26.66)	(290.34)	(29.10)	-	(241.76)
11	Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-	-
12	Present Value of DBO at the end of the year	17,839.59	381.51	5,445.91	437.72	36.01	719.44

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2021					
		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	13,969.11	364.79	5,129.55	292.98	14.74	562.70
2	Current Service Cost	915.07	-	237.13	-	-	53.25
3	Past Service Cost	-	-	-	-	-	-
4	Interest Cost	906.87	25.11	348.19	19.32	1.00	89.33
5	Remeasurement gains / (losses):						
a.	Effect of changes in demographic assumptions	-	-	-	-	-	-
b.	Effect of changes in financial assumptions	(685.96)	(3.96)	(26.29)	(0.26)	1.14	58.43
c.	Changes in asset ceiling (excluding interest income)	-	-	-	-	-	-
d.	Effect of experience adjustments	3,021.78	1.02	151.36	26.59	(5.64)	102.09
6	Curtailment Cost / (Credits)	-	-	-	-	-	-
7	Settlement Cost / (Credits)	-	-	-	-	-	-
8	Liabilities assumed in business combination	-	-	-	-	-	-
9	Exchange difference on foreign plans	-	-	-	-	-	-
10	Benefits Paid	(1,878.36)	(8.21)	(253.53)	(31.07)	-	(180.51)
11	Transfer to Buyers of specified assets of certain Tea Estates.	-	-	-	-	-	-
12	Present Value of DBO at the end of the year	16,248.51	378.75	5,586.41	307.56	11.24	685.29

IV Best Estimate of Parent's Expected Contribution for the next year

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
- Gratuity	1,785.97	1,502.46
- Superannuation	-	-
- Staff Pension Fund	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2022					
		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	13,527.27	1,793.93	-	-	-	-
	2 Asset acquired in Business Combination	-	-	-	-	-	-
	3 Interest Income	996.96	132.21	-	-	-	-
	4 Remeasurement Gains / (Losses) on plan assets	(109.36)	8.39	-	-	-	-
	5 Actual Company Contributions	1,037.14	-	-	-	-	-
	6 Benefits Paid	(1,055.41)	(26.66)	-	-	-	-
	7 Settlement Cost	-	-	-	-	-	-
	8 Transfer to buyers of specified assets of certain Tea Estates	-	-	-	-	-	-
	9 Plan Assets at the end of the year	14,396.60	1,907.87	-	-	-	-

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2021					
		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	12,167.24	1,568.40	-	-	-	-
	2 Asset acquired in Business Combination	-	-	-	-	-	-
	3 Interest Income	846.84	108.09	-	-	-	-
	4 Remeasurement Gains / (Losses) on plan assets	588.91	125.65	-	-	-	-
	5 Actual Company Contributions	1,802.64	-	-	-	-	-
	6 Benefits Paid	(1,878.36)	(8.21)	-	-	-	-
	7 Settlement Cost	-	-	-	-	-	-
	8 Transfer to Buyers of specified assets of certain Tea Estates.	-	-	-	-	-	-
	9 Plan Assets at the end of the year	13,527.27	1,793.93	-	-	-	-

VI Actuarial Assumptions

Particulars		As at 31st March 2022		As at 31st March 2021	
		Discount Rate (%)	Return on Plan Assets (%)	Discount Rate (%)	Return on Plan Assets (%)
1	Gratuity	7.37	7.37	6.96	6.96
2	Superannuation	7.37	7.37	6.96	6.96
3	Staff Pension	7.37	-	6.96	-
4	Medical Benefit Liability	7.37	-	6.96	-
5	Expatriate Pension	7.37	-	6.96	-
6	Gratuity Fund (MRUL)	16.06	-	16.59	-

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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
VII Major Category of Plan Assets as a % of the Total Plan Assets

Particulars	As at 31st March 2022		As at 31st March 2021	
	Amount (₹ in Lakhs)	%	Amount (₹ in Lakhs)	%
1 Government Bonds	23.61	0.14	23.66	0.15
2 Investment with Life Insurance Corporation of India	245.17	1.50	228.89	1.49
3 Investment with Other Insurance Companies	15,996.85	98.12	15,031.28	98.11
4 Cash and Cash Equivalents	38.84	0.24	37.37	0.24
Total	16,304.47	100.00	15,321.20	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.

Particulars	Impact on Defined Benefit Obligations				
	For the year ended 31st March, 2022				
	Gratuity (Funded)	Superannua- tion (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	%	%	%	%	%
Increase in Assumption of:					
1 Discount Rate by 0.50%	(4.37)	(2.19)	(1.78)	(0.05)	(2.76)
2 Salary Growth Rate by 10%	4.77	-	0.02	-	-
3 Attrition Rate by 0.50%	0.02	-	1.88	0.06	-
Decrease in Assumption of:					
1 Discount Rate by 0.50%	4.73	2.28	1.86	0.05	2.71
2 Salary Growth Rate by 10%	(4.45)	-	(0.02)	-	-
3 Attrition Rate by 0.50%	(0.02)	-	(1.82)	(0.06)	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

Particulars	Impact on Defined Benefit Obligations				
	For the year ended 31st March, 2021				
	Gratuity (Funded)	Superannuation (Funded)	Staff Pension (Unfunded)	Medical Benefit Liability (Unfunded)	Expatriate Pension (Unfunded)
	%	%	%	%	%
Increase in Assumption of:					
1 Discount Rate by 0.50%	(4.19)	(2.62)	(1.90)	(0.04)	(1.58)
2 Salary Growth Rate by 10%	4.59	-	0.01	-	-
3 Attrition Rate by 0.50%	0.06	-	2.01	0.05	-
Decrease in Assumption of:					
1 Discount Rate by 0.50%	4.52	2.74	2.00	0.04	1.55
2 Salary Growth Rate by 10%	(4.28)	-	(0.01)	-	-
3 Attrition Rate by 0.50%	(0.06)	-	(1.94)	(0.05)	-

Gratuity Fund of MRUL

(₹ in Lakhs)

Particulars	Change in Assumption		Impact on defined benefit obligations			
			Increase in Assumption		Decrease in Assumption	
	31st March 2022	31st March 2021	31st March 2022	31st March 2021	31st March 2022	31st March 2021
	%	%	%	%	%	%
Discount Rate	1.00	1.00	5.82	41.39	(6.48)	(46.10)

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 in case of parent are calculated using a discount rate set with reference to bond yield: If plan assets underperform this yield, it 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.

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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

X The average duration of liabilities for all the funds is as follows :

(No. of Years)

Particulars	As at 31st March 2022	As at 31st March 2021
Defined benefit obligation		
Gratuity Fund (Funded)- Parent		
McLeod Russel India Limited Employees Gratuity Fund	16	16
George Williamson (Assam) Limited Employees Group Gratuity Fund	17	17
The Bisnauth Tea Company Limited Employees Group Gratuity fund	17	17
Gratuity Fund (Unfunded)- Subsidiary		
McLeod Russel Uganda Limited	7	7
Superannuation Fund (Funded)		
George Williamson (Assam) Limited Superannuation Fund	7	7
Williamson Magor & Company Limited Superannuation Fund	5	5
McLeod Russel India Limited Superannuation Fund	6	6
Staff Pension Fund (Unfunded)		
McNeil & Magor and McLeod Russel Group	4	4
Medical Benefit Liability (Unfunded)		
McLeod Russel India Limited	4	4
Expatriate Pension (Unfunded)		
McLeod Russel India Limited	6	6

XI The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

(₹ in Lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
As at 31st March 2022					
Defined benefit obligation					
Gratuity Fund - Parent (Funded)	2,475.44	1,463.44	4,357.06	37,065.16	45,361.10
Superannuation Fund (Funded)	35.57	23.89	35.69	129.49	224.64
Gratuity Fund - Subsidiary (Unfunded)	36.51	107.54	333.58	20,228.90	20,706.53
Staff Pension Fund (Unfunded)	1,663.90	631.25	1,530.85	3,284.73	7,110.73
Medical Benefit Liability (Unfunded)	253.94	242.03	699.47	765.13	1,960.57
Expatriate Pension (Unfunded)	11.09	10.33	21.91	-	43.33
	4,476.45	2,478.48	6,978.56	61,473.41	75,406.90
As at 31st March 2021					
Defined benefit obligation					
Gratuity Fund - Parent (Funded)	2,283.80	1,236.11	3,892.79	27,733.54	35,146.24
Superannuation Fund (Funded)	186.39	38.94	165.85	138.20	529.38
Gratuity Fund - Subsidiary (Unfunded)	86.83	61.08	323.95	31,513.44	31,985.30
Staff Pension Fund (Unfunded)	699.98	183.45	524.69	1,160.32	2,568.44
Medical Benefit Liability (Unfunded)	239.66	217.66	449.04	591.35	1,497.71
Expatriate Pension (Unfunded)	7.90	5.36	7.02	11.99	32.27
	3,504.56	1,742.60	5,363.34	61,148.84	71,759.34

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
40. 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:

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
(I) Property, Plant and Equipment Commitment (Net)	37.44	314.07

(b) Other Commitments

Particulars	As at 31st March 2022	As at 31st March 2021
I) Derivative Contracts		
Interest Rate Swap		
USD/INR	NIL	USD 9,71,278
INR/USD	NIL	INR 21,78,00,000

41. 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 :

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Parent :		
Electricity Dues- Inappropriate Electricity Withdrawal by the Tea Estates from Assam Power Distribution Company Limited	53.38	53.38
Excise Duty- Availment of refund was erroneous and to be recovered under Section 11A of the Central Excise Act, 1944	42.99	42.99
Income Tax- matters in respect of various exempted income and other disallowances	2,937.12	1,988.08
Service Tax- Demand of Service tax under reverse charge mechanism for royalty, license fee and consultancy fees	583.72	583.72
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	58.76	46.42
- 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) The Parent has issued various "Letter of Comfort" to lenders against loans taken by promoter Group and certain other Companies. The aggregate amount of Comfort Letter issued and outstanding as on 31st March 2022 is Rs. 1,13,599.78 Lakhs (31st March, 2021: Rs. 1,46,099.78 Lakhs). The aggregate amount of borrowings of group-companies as on 31st March 2022 is Rs. 69,139.34 Lakhs (31st March, 2021: Rs. 70,423.74 Lakhs).
- c) The Group's pending litigations comprises of claim against the group and proceedings pending with Taxation/ Statutory/ Government Authorities. The Group has 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 to be determined pending resolution of the same.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

42. 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

(b) Key Management Personnel

Mr. Aditya Khaitan (AK)	Managing Director and Chairman
Mr. Azam Monem (AM)	Wholetime Director
Mr. Amritanshu Khaitan (AAK)	Non-Executive Director
Ms. Arundhuti Dhar (AD)	Non-Executive Director
Mr. Suman Bhowmik (SB)	Non-Executive Director
Mr. Raj Vardhan (RV)	Non-Executive Director

(c) Relatives of Key Management Personnel

Mrs. Kavita Khaitan (KK)	Wife of Managing Director
Mr. Akhil Khaitan (AKK)	Son of Managing Director

(d) Entities where KMP or their close member have significant influence or control or Group Enterprises or Companies under common control and with whom transactions have taken place during the year.

Soom Stud Farm Private Limited (SSFPL)
 Ichamati Investments Limited (IIL)

(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)
 George Williamson (Assam) Limited Superannuation Fund (GWLSF)
 Williamson Magor & Company Limited Superannuation Fund (WMCLSF)
 McLeod Russel (India) Limited Staff Superannuation Fund (MRILSF)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(f) Transactions with Key Management Personnel:
(i) Key Management Personnel Compensation:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Excess Recover- able (Refer Note no. 8.1)	Net	Year ended 31st March 2021	Excess Recover- able (Refer Note no. 8.1)	Net
Short- term employment benefits						
AK	310.00	310.00	-	310.00	310.00	-
AM	149.20	149.20	-	131.20	131.20	-
	459.20	459.20	-	441.20	441.20	-
Post-employment benefits						
AK	48.60	-	48.60	47.70	-	47.70
AM	19.44	-	19.44	19.08	-	19.08
	68.04	-	68.04	66.78	-	66.78
Total compensation	527.24	459.20	68.04	507.98	441.20	66.78

Balance at the Year-end- Receivable
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
AK	620.00	649.20
AM	280.40	131.20

(g) Transactions / Balances with associate :
(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
D1 Williamson Magor Bio Fuel Limited		
Short Term Loan taken	750.00	4,205.00
Balance at the Year-end		
Balance of Short Term Loan	4,955.00	4,205.00
Balance of investment*	-	-
* (Cost - Rs.2,184.35 lakhs, fully impaired)		

(h) Transactions with Non-Executive Directors:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Sitting Fees		
AAK	2.20	2.60
AD	3.80	4.20
SB	3.60	4.20
RV	2.80	3.80
	12.40	14.80
Sitting Fees payable		
AD	0.40	0.40
SB	0.40	0.40
RV	0.40	0.40
	1.20	1.20

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(i) Transactions with Enterprise where KMP have significant influence or control:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Loan Taken		
IIL	5,565.19	-
	5,565.19	-
Closing Payable		
SSFPL	100.00	100.00
IIL	5,565.19	-
	5,665.19	100.00

(j) Transactions with Relative of KMP:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Remuneration		
KK	10.60	-
AKK	6.22	-
	16.82	-
Closing Payable		
KK	-	-
AKK	-	-
	-	-

(k) Transactions with Trusts:

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Contribution to Funds		
BTCGF	229.65	457.85
GWLGF	455.45	486.15
MRILGF	352.04	858.63
MRILPF	493.42	471.51
	1,530.56	2,274.14
Closing Liability (Net)		
BTCGF	276.11	459.83
GWLGF	1,705.68	1,795.62
MRILGF	1,461.22	465.79
	3,443.01	2,721.24
Closing Asset (Net)		
GWLSF	395.87	367.49
WMCLSF	503.58	473.01
MRILSF	626.90	574.67
	1,526.35	1,415.17

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

Note

- The above related party information is as identified by the management and relied upon by the auditor.
- All transactions from related parties are made in ordinary course of business. For the year ended 31st March 2022, 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.
- In respect of above parties, there is no provision for doubtful debts as on 31st March 2022 and no amount has been written back or written off during the year in respect of debts due from/ to them.
- 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.

43. EARNINGS PER SHARE

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Earnings per share (EPS) has been computed as under:		
(a) Net profit after taxes as per Statement of Profit and Loss (Rs. in lakhs)	(18,092.48)	(5,239.09)
(b) Computation of Weighted Average Number of Shares		
Number of equity shares outstanding as on Opening	104,455,735	104,455,735
Changes in Equity Share Capital during the year	-	-
Number of equity shares outstanding as on Closing	104,455,735	104,455,735
(c) Weighted average number of Equity shares outstanding for the purpose of basic and diluted earnings per share	104,455,735	104,455,735
(d) Earnings per share on profit for the year [Face Value Rs. 5.00 per share]		
Basic and Diluted EPS [(a)/(b)](Rs.)	(17.32)	(5.02)

44. SEGMENT INFORMATION

- 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.

The geographical segments have been identified as India, Vietnam, Uganda, Rwanda, UK and Others.

(b) Geographical Information

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Segment Revenue		
India	109,929.00	111,017.61
Vietnam	5,578.40	7,737.38
Uganda	17,547.43	20,488.01
UK	275.25	238.35
Others	2,253.29	4,361.91
	135,583.37	143,843.26
Segment Results		
India	(12,020.10)	(7,774.51)
Vietnam	(3,516.88)	(1,351.44)
Uganda	(674.04)	1,007.76
UK	44.28	65.31
Others	(50.36)	80.67
Profit before Taxation (including Share of profit of Associate) and Minority Interest	(16,217.10)	(7,972.21)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Share of Profit of Associate	-	-
Less : Taxation Charge		
Current Tax	(140.35)	160.49
Provisions relating to earlier years written back(net)	43.49	1,778.48
Deferred Tax - Charge/(Credit)	1,972.24	(4,672.09)
Profit/(Loss) after taxation	(18,092.48)	(5,239.09)
Capital Expenditure relating to segments:		
India	5,914.79	3,029.21
Vietnam	-	0.64
Uganda	0.53	0.85
Others	0.35	0.61
	5,915.67	3,031.31
Depreciation and amortisation relating to segments:		
India	5,627.47	7,074.73
Vietnam	542.33	567.65
Uganda	1,247.74	1,335.76
UK	58.26	56.51
Others	5.01	3.41
	7,480.81	9,038.06

(₹ in Lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Segment Assets		
India	433,850.72	443,896.64
Vietnam	9,443.64	13,246.07
Uganda	27,699.70	27,659.92
UK	4,137.59	4,502.07
Others	1,166.59	1,533.83
	476,298.24	490,838.53
Segment Liabilities		
India	284,553.24	280,613.66
Vietnam	5,529.39	6,022.73
Uganda	20,743.04	21,257.68
UK	514.17	477.43
Others	85.66	139.89
	311,425.50	308,511.39

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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
45. FAIR VALUE MEASUREMENTS

(₹ in Lakhs)

The accounting classification of each category of financial instruments, their carrying amount and fair values as follows:

Particulars	As at 31st March 2022					As at 31st March 2021				
	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value	Total Fair Value	FVTPL	FVTOCI	Amortised Cost	Total Carrying	Total Fair Value
Financial assets										
(Current and Non-Current)										
Investments										
- Equity Instruments	-	6,189.90	-	6,189.90	6,189.90	-	5,302.71	-	5,302.71	5,302.71
Trade Receivables	-	-	4,921.74	4,921.74	4,921.74	-	-	3,192.32	3,192.32	3,192.32
Loans	-	-	1,272.32	1,272.32	1,272.32	-	-	1,097.46	1,097.46	1,097.46
Inter-Corporate Deposits	-	-	276,244.19	276,244.19	276,244.19	-	-	284,006.66	284,006.66	284,006.66
Cash and Cash Equivalents	-	-	2,506.01	2,506.01	2,506.01	-	-	9,688.11	9,688.11	9,688.11
Other Bank Balances	-	-	178.12	178.12	178.12	-	-	191.42	191.42	191.42
Interest Receivable	-	-	1,942.16	1,942.16	1,942.16	-	-	1,958.32	1,958.32	1,958.32
Other Financial Assets	-	-	5,729.50	5,729.50	5,729.50	-	-	6,064.56	6,064.56	6,064.56
Total Financial assets	-	6,189.90	292,794.04	298,983.94	298,983.94	-	5,302.71	306,198.85	311,501.56	311,501.56
Financial liabilities										
(Current and Non-Current)										
Long Term Borrowings	-	-	36,204.63	36,204.63	36,204.63	-	-	34,840.29	34,840.29	34,840.29
Short Term Borrowings	-	-	172,194.01	172,194.01	172,194.01	-	-	190,385.72	190,385.72	190,385.72
Interest Accrued on Borrowings	-	-	44,034.20	44,034.20	44,034.20	-	-	29,400.37	29,400.37	29,400.37
Trade payables	-	-	12,854.00	12,854.00	12,854.00	-	-	11,177.66	11,177.66	11,177.66
Lease Liabilities	-	-	484.69	484.69	484.69	-	-	866.89	866.89	866.89
Other Financial Liabilities	-	-	7,422.58	7,422.58	7,422.58	-	-	8,555.29	8,555.29	8,555.29
Derivative- not designated as hedging instruments- Interest Rate Swap	-	-	-	-	-	20.50	-	-	20.50	20.50
Total Financial liabilities	-	-	273,194.11	273,194.11	273,194.11	20.50	-	275,226.22	275,246.72	275,246.72

(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. These assumptions are subject to finalisation of resolution plan and determination of terms and conditions of borrowings and amount given as loans to various parties as stated in note no. 55 and note no. 56:

- 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 considers that the carrying amounts of financial assets and financial liabilities recognised at cost in the financial statements other than dealt with hereunder approximate their fair values.
- The Group's long-term debt from Banks and financial institutions were originally contracted at floating rates of interest. Fair value of variable interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost. Terms and conditions of these loan pending finalisation of resolution plan are yet to be finalised (Note no. 56(b)) and there is a uncertainty in this respect as on this date. Further, there are other unsecured borrowing as stated in note no. 24 terms and conditions whereof have not been decided.
- 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.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- d) The fair value of Inter-Corporate deposits based on Group's evaluation related to the credit and non-performance risks associated with the counterparties is dependent upon restructuring and/or adjustment based on finalisation of the resolution plan as stated in Note no. 56(a) and there is a uncertainty to the extent as stated in the said note.

(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.

During the year, the group has changed its valuation technique in respect of Kilburn Office Automation Limited for reasons stated in Note no. 7B.9 of the consolidated financial statements. Accordingly such shares have been valued as per Level 3 Technique whereby the said valuation has been arrived at based on the latest audited financial statements. This however does not have any material impact on the financial statement. Other than this, 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 2022.
(₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	7B	6,189.19	-	-	6,189.19
UnQuoted Equity Investments	7B			0.71	0.71
Total Financial Assets		6,189.19	-	0.71	6,189.90
Financial liabilities					
Derivatives not designated as hedge Instrument	26	-	-	-	-
Total Financial Liabilities	-	-	-	-	-

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2022
(₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	8 and 55			276,244.19	276,244.19
Total Financial assets		-	-	276,244.19	276,244.19
Financial liabilities					
Borrowings (including interest accrued)	20, 24, 26 and 56	-	252,432.84	-	252,432.84
Lease Liabilities	50		484.69	-	484.69
Total Financial liabilities		-	252,917.53	-	252,917.53

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. 56.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March 2021 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial investment at FVTOCI					
Quoted Equity Investments	7B	5,302.00	-	-	5,302.00
UnQuoted Equity Investments	7B			0.71	0.71
Total Financial Assets		5,302.00	-	0.71	5,302.71
Financial liabilities					
Derivatives not designated as hedge Instrument	26		20.50	-	20.50
Total Financial Liabilities			20.50	-	20.50

Financial assets which are measured at amortised cost for which fair values are disclosed as at 31st March 2021 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Inter-Corporate Deposits	8 and 55			284,006.66	284,006.66
Total Financial assets		-	-	284,006.66	284,006.66
Financial liabilities					
Borrowings (including interest accrued)	20, 24, 26 and 56	-	254,626.38	-	254,626.38
Lease Liabilities	50		866.89	-	866.89
Total Financial liabilities		-	255,493.27	-	255,493.27

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. 56.

(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 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, 2022 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	12	-	640.73	-	640.73
Total		-	640.73	-	640.73

Biological assets other than bearer plants for which fair value (less cost to sell) are disclosed at 31st March, 2021 (₹ in Lakhs)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Unharvested tea leaves	12	-	498.48	-	498.48
Total		-	498.48	-	498.48

46. 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'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 of the respective companies in the Group reviews 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. As stated in Note no. 56(a), the parent has defaulted in repayment of borrowings including interest accrued thereon due to low recovery of the amount outstanding in respect of ICD's given by the parent and resolution plan is under consideration of lenders. The parent expects to restructure its borrowings and mitigate the related financial risk. Financial risk management as stated below has

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

been considered based on the assumption of successful outcome of the resolution plan which is under consideration of the lenders as stated in the said note. The risk envisaged can materially be different on approval of the said plan and terms and conditions specified in this respect.

(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 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-payment by group and other companies to whom amounts have been lent and for which restructuring and recovery proceeding has been initiated as given in Note no. 56(a) is under consideration. The group is expecting to mitigate the risk involved therein in due course of time on approval of resolution plan.

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 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 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 no. 45.

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

Certain 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 considering the steps being taken for realisation thereof.

(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 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 in earlier years 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. 56(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. 56(b).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
Contractual maturities of financial liabilities as at 31st March 2022
(₹ in Lakhs)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	240,186.34	3,388.38	4,954.87	3,903.25	252,432.84
Lease Liabilities	444.81	4.66	14.90	20.32	484.69
Trade Payables	12,854.00	-	-	-	12,854.00
Other financial liabilities	7,422.58	-	-	-	7,422.58
Total non-derivative financial liabilities	260,907.73	3,393.04	4,969.77	3,923.57	273,194.11
Derivatives					
Interest rate swaps	-	-	-	-	-
Total derivative financial liabilities	-	-	-	-	-

Contractual maturities of financial liabilities as at 31st March 2021
(₹ in Lakhs)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest accrued)	243,527.76	4,161.76	6,153.26	783.60	254,626.38
Lease Liabilities	664.28	182.71	14.02	5.88	866.89
Trade Payables	11,177.66	-	-	-	11,177.66
Other financial liabilities	8,555.29	-	-	-	8,555.29
Total non-derivative financial liabilities	263,924.99	4,344.47	6,167.28	789.48	275,226.22
Derivatives					
Interest rate swaps	20.50	-	-	-	20.50
Total derivative financial liabilities	20.50	-	-	-	20.50

(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 per the 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 2022 :
(₹ in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	335.10	-	7.32	342.42
Trade Receivable	2,771.32	-	-	2,771.32
Inter-Corporate Deposits	3,297.05	-	-	3,297.05
Other Financial Assets	-	-	-	-
	6,403.47	-	7.32	6,410.79
Financial Liabilities (b)				
Trade Payable	182.12	-	-	182.12
Borrowings	16,227.97	-	-	16,227.97
	16,410.09	-	-	16,410.09
Net Exposure in Foreign Currency (a-b)	(10,006.62)	-	7.32	(9,999.30)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

10% appreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Group would result in increase in the Group's profit before tax by approximately Rs. 641.08 lakhs for financial assets and decrease in the Group's profit before tax by approximately Rs. 1,641.01 lakhs for financial liabilities. 10% depreciation of INR would have an equal and opposite effect on the Group's financial statements.

The following table sets forth information relating to foreign currency exposure as at 31st March 2021:

(₹ in Lakhs)

Particulars	USD	EUR	GBP	Total
Financial Assets (a)				
Cash and Cash equivalents	259.84	-	8.63	268.47
Trade Receivable	2,212.87	-	-	2,212.87
Inter-Corporate Deposits	6,771.34	-	-	6,771.34
Other Financial Assets	-	-	-	-
	9,244.05	-	8.63	9,252.68
Financial Liabilities (b)				
Trade Payable	222.66	-	-	222.66
Borrowings	22,349.35	-	-	22,349.35
	22,572.01	-	-	22,572.01
Net Exposure in Foreign Currency (a-b)	(13,327.96)	-	8.63	(13,319.33)

10% appreciation of the respective foreign currencies with respect to functional currency (holding all other variables constant) of the Group would result in increase in the Group's profit before tax by approximately Rs. 925.27 lakhs for financial assets and decrease in the Group's profit before tax by approximately Rs. 2,257.20 lakhs for financial liabilities. 10% depreciation of INR would have an equal and opposite effect on the Group's consolidated financial statements.

(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 2022 and 31st March 2021, the Group's borrowings at variable rate were mainly denominated in INR and USD.

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 2022 and 31st March 2021, to interest rate risk is as follows :

(₹ in Lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate
Financial Assets	-	276,244.19	-	284,006.66
Financial Liabilities	194,601.61	13,797.03	204,496.01	20,730.00
	(194,601.61)	262,447.16	(204,496.01)	263,276.66

Increase of 50 basis points (holding all other variables constant) in interest rates at the balance sheet date would result in decrease in net income of Rs. 973.01 lakhs on profit before tax for the year ended March 31st 2022. A decrease in 50 basis point would have an equal and opposite effect on the Group's consolidated financial statements.

Interest risk on financial liabilities as stated above has been considered based on the accounting followed in this respect as per note no. 55(a) and 56(b). The rate of interest and amount payable in this respect is subject to approval of resolution plan which as stated in Note no. 56(a) is under consideration of the lenders. The risk envisaged can materially be different on approval of the said plan and terms and condition specified in this respect.

(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 2022 is Rs 6,189.19 lakhs (31st March 2021: Rs. 5,302.00 lakhs). Accordingly, fair value fluctuations arising from market volatility is recognised in Other Comprehensive Income.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(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.

The Company 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 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. 56(a) is under consideration and outcome thereof as expected is for ensuring sustainability of core agricultural operations of the Group.

47. 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. 56(a).

(₹ in Lakhs)

Particulars	Note	As at 31st March 2022	As at 31st March 2021
(i) Total Debt			
Borrowings - Non-Current	20	12,246.50	11,098.62
- Current	24	172,194.01	190,385.71
Current Maturities of Long Term Debt	24	23,958.13	23,741.68
Interest accrued but not due on borrowings	26	43,883.29	29,279.42
Interest accrued and due on borrowings	26	150.91	120.95
		252,432.84	254,626.38
Less : Cash and Cash Equivalents	14	2,506.01	9,688.11
Net Debt		249,926.83	244,938.27
(ii) Equity attributable to Shareholders	18 and 19	164,872.74	182,327.14
Net debt to equity ratio (i)/(ii)		1.52	1.34

Under the terms of the major borrowing facilities, the parent along with one of the subsidiary 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 2022 considering pending outcome of the resolution plan under consideration of lenders (Refer Note no. 56(a)).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
48. 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. 7A & 7B 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: (₹ in Lakhs)

Name of Parties	Amount Outstanding as on 31st March 2021	Additions	Deduction	As on 31st March 2022
Williamson Magor & Co. Limited	19,221.42	-	-	19,221.42
Babcock Borsig Limited	14,525.00	-	25.00	14,500.00
Williamson Financial Services Limited	22,200.00	-	-	22,200.00
Seajulie Developers & Finance Limited	133,846.44	-	5,660.13	128,186.31
Woodside Parks Limited	92,590.22	-	1,550.00	91,040.22
SLU Holdings*	1,588.45	-	527.74	1,060.71
Kovic Pte Limited*	22.13	0.70	0.30	22.53
Vinod Enterprises	13.00	-	-	13.00
	284,006.66	0.70	7,763.17	276,244.19

* Deduction during the year includes foreign exchange fluctuation of Rs. 22.43 lakhs.

Note: The Parent has not recognised interest income for reasons stated in Note no. 31.2 and 55(a).

49. 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
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Current Tax		
Current tax for the year	(140.35)	160.49
Total Current Tax (A)	(140.35)	160.49
Provisions for tax relating to earlier years	43.49	1,778.48
Total provision written back (B)	43.49	1,778.48
Deferred tax for the year	1,972.24	(4,672.09)
Total Deferred Tax (C)	1,972.24	(4,672.09)
Grand Total (A+B+C)	1,875.38	(2,733.12)

(b) Amount recognised in other comprehensive income
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Deferred Tax		
Income tax relating to items that will not be re-classified to profit or loss	401.51	612.67
Total	401.51	612.67

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
(c) Reconciliation of effective tax rate:
(₹ in Lakhs)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Profit before tax	(16,217.10)	(7,972.21)
Income tax expense calculated at an average rate	(2,158.23)	(2,393.96)
Effect of Tax Holiday under Agriculture Income	2,054.12	1,550.63
Effect of expenses that are deductible/non-deductible in determining taxable profit	572.80	(28.89)
Effect of additional deduction under Income tax Act'1961	-	(18.65)
Effect of income that is exempt from taxation	(1,963.14)	(316.68)
MAT Credit Utilisation	995.27	
Effect for Interest disallowance not considered for creation of Deferred Tax	2,280.25	
Effect for creation of Deferred Tax subsequent to tax holiday	-	(3,842.79)
Others	50.82	538.74
	1,831.89	(4,511.60)

- (i) The tax rate used in the corporate tax rate payable on taxable profits as per the respective tax laws of the respective countries.
- (ii) The Parent agriculture income is subject to lower tax rates @ 30% under the respective state tax laws.
- (iii) 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.

50. 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:

(₹ in Lakhs)

Particulars	Leasehold Land	Building	Total
As at 1st April 2020	573.49	1,219.22	1,792.71
Addition	-	-	-
Disposal/ Forex Adjustment	(4.23)	10.10	5.87
Adjustment/ Reclassification	202.80	-	202.80
Depreciation	14.44	401.70	416.14
As at 31st March 2021	766.08	807.42	1,573.50
Addition	-	-	-
Disposal/ Forex Adjustment	(34.18)	-	(34.18)
Adjustment/ Reclassification	128.67	-	128.67
Depreciation	11.76	397.73	409.49
As at 31st March 2022	917.17	409.69	1,326.86

- (ii) The following is the break-up of current and non-current lease liabilities :

Particulars	As at 31st March 2022	As at 31st March 2021
Current lease liabilities	444.81	664.28
Non-Current lease liabilities	39.88	202.61
	484.69	866.89

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

(iii) The following is the movement in lease liabilities :

(₹ in Lakhs)

Particulars	Amount
As at 1st April 2020	975.32
Additions	207.03
Finance cost accrued during the period	109.78
Deletions	(11.69)
Payment of lease liabilities	
- Principal	(303.77)
- Interest	(109.78)
As at 31st March 2021	866.89
Additions	-
Finance cost accrued during the period	68.37
Deletions	-
Payment of lease liabilities	
- Principal	(393.41)
- Interest	(57.16)
As at 31st March 2022	484.69

(iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis: (₹ in Lakhs)

Particulars	As at 31st March 2022
Not later than one year	228.47
Later than one year and not more than five years	146.04
Later than five years	556.07

(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. 28.34 lakhs (31st March 2021: Rs. 40.38 lakhs).

51. SALE OF SPECIFIED ASSETS OF CERTAIN TEA ESTATES

On 09th August, 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:

- The specified assets of one 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'.
- The Parent has received advances against sale of estates and certain other assets amounting to Rs. 1,479.25 lakhs (including Rs. 550.00 lakhs dealt in (a) above). There is a stay imposed by Hon'ble High Court of Delhi vide it's order dated whereby the same can not be disposed of by the parent. Accordingly, such assets pending final decision of Hon'ble High Court of Delhi has been continued to be 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.

52.(a) Ageing Schedule of Capital Work in Progress are as follows :

As at March 31, 2022

(₹ in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2,497.67	551.44	718.10	1,849.24	5,616.45
Projects temporarily suspended	-	-	3.20	19.31	22.51

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
As at March 31, 2021
(₹ in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1,884.92	701.32	1,196.47	2,880.72	6,663.43
Projects temporarily suspended	-	-	12.17	7.14	19.31

(b) The expected completion of amount lying under Capital Work in progress whose completion is overdue or has exceeded its cost
As at March 31, 2022
(₹ in Lakhs)

Particulars	Amount in Capital work in progress to be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	12.99	-	-	-	12.99
Projects temporarily suspended	22.51	-	-	-	22.51

As at March 31, 2021
(₹ in Lakhs)

Particulars	Amount in Capital work in progress to be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	286.45	5.62	-	-	292.07
Projects temporarily suspended	19.31	-	-	-	19.31

53. RELATIONSHIP WITH STRUCK-OFF COMPANIES ARE AS FOLLOWS :

Based on information available with the company from the website of Ministry of Corporate Affairs regarding whether the company with whom transaction have been carried out are struck-off is based on such identification to the extent possible :

(₹ in Lakhs)

Name of the Struck-off Company & Nature of transaction	Relationship with Struck-off Company	Refer Note No.	As at 31st March 2022	As at 31st March 2021
Advances given				
Sonata Construction Private Limited	Not applicable		1,400.00	1,400.00
Shares held by Struck off company				
Astral Auto Parts Pvt Ltd	Not applicable		-	0.99
Dreams Broking Pvt Ltd	Not applicable	53.1	0.00	0.00
Ethics Investment Consultants Private Limited	Not applicable		-	0.04
ING Securities Private Limited	Not applicable		0.43	0.39
Kshirode Chandra Ghosh & Sons Pvt L	Not applicable		0.02	0.02
M/S JIC Finance Private Ltd	Not applicable		0.01	0.01
Madhur Bharat Private Ltd	Not applicable		0.02	0.02
N R I Financial Services Ltd	Not applicable	53.1	0.00	0.00
Overland Finance And Invest Cons	Not applicable	53.1	0.00	0.00
Standard Chartered Bank Truste E & Executor	Not applicable		0.09	0.09
Vaishak Shares Limited	Not applicable	53.1	0.00	0.00
Victor Properties Private Limited	Not applicable		0.15	0.15

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

53.1 Amount is below the rounding off norm adopted by the Group.

54. COVID 19

The Group has taken into account all the possible impacts of COVID-19 in preparation of these financial statement, including but not limited to its assessment of, liquidity and going concern assumption, the recoverability of property, plant and equipments, receivables, intangible assets, cash and cash equivalents and investments. The Group has carried out this assessment based on available internal and external sources of information upto the date of approval of these financial statements and believes that no adjustment in the carrying amount of assets and liabilities is expected to arise. The Group continues to monitor future economic conditions and its consequent impact on the business operations, given the uncertain nature of the pandemic.

55. 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. 48(B), the amount outstanding aggregates to Rs. 2,75,160.95 Lakhs as at 31st March 2022 (31st March 2021: Rs. 2,82,383.08 Lakhs) (net of provision of Rs. 1,098.00 Lakhs). Interest accrued upto 31st March 2019 and remaining unpaid as on 31st March 2022 aggregates to Rs. 1,933.92 Lakhs (net of provision of Rs. 7,999.00 Lakhs). Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, has not been accrued since 1st April 2019. Over and above, the parent has issued letters of comfort to lenders of these companies as given in Note no. 41(b). These borrowing companies are in the process of recovering the money in turn advanced by them to entities including those where proceedings under Insolvency and Bankruptcy Code, 2016 (IBC) has been initiated. Resolution plan as stated in Note no. 56(a) below is currently under consideration of lenders. The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/adjusted and/or restructured considering the outcome of the Resolution Plan under consideration and no further provision/adjustment is required at this stage.
- b) Inter-Corporate Deposits to companies as dealt herein above in Note no. 55(a), the predecessor auditors' had issued an adverse opinion on the audited consolidated financial statement for the year ended 31st March 2019. Inter-Corporate Deposits to companies as dealt herein above include amounts reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 2,75,160.95 Lakhs given to various parties are outstanding as on 31st March 2022. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities are being provided and final outcome and/or directions if any are awaited as on this date.

56. Going Concern and Default in Borrowings

- a) Overall performance of the parent over the period even though has improved, the parent's financial position is continued to be under stress. The Inter-Corporate Deposits (ICDs) given to various group and other companies in earlier years to provide them funds for strategic reasons for meeting various obligations along with interest to the extent applicable are lying outstanding as on this date. The mismatch of company's resources vis-à-vis its commitments and obligations due to non-recovery of such ICDs have caused financial constraints resulting in hardship in servicing of the short term and long-term debts and meeting other liabilities. The CIRP proceeding initiated against the company as stated in Note no. 17.2 has been closed. Following this, the Resolution process of the company in terms of circular dated 7th June, 2019 issued by the Reserve Bank of India are under evaluation by the lenders. Inter-Creditor Agreement (ICA) for arriving at and implementing the resolution plan has been signed by all the lenders (bankers). The forensic audit for utilisation of funds borrowed in the past, conducted on behest of lenders had been completed. Techno Economic Viability (TEV) study carried out earlier have been re-vetted and confirmed. Valuation of tea estates and other assets are currently in process and will be completed in due course of time. The committee formed by the lenders has appointed the Credit Rating Agencies for assessing the possible credit rating of the parent on implementation of the proposed resolution plan. The draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker along with their recommendation has been modified and the said resolution plan after obtaining the final valuation of the assets and credit rating of the parent, will be placed for necessary approval for implementation.

The management is confident that with the bankers support in restructuring their debt to a sustainable level and rationalisation of cost of borrowing and other costs, induction of additional fund in the system etc. and other ameliorative measures taken and/or proposed to be taken and restructuring/reducing the outstanding amount of loan receivable in line with resolution plan, the parent will be able to generate sufficient cashflow to meet its obligations and strengthen its financial position over a period of time. Considering that these measures are under implementation and/or under active consideration for arriving at a resolution plan in due course of time, these consolidated financial statements have been prepared on going concern basis.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

- b) Pending approval of resolution plan and completion of debt restructuring process and consequential adjustment in this respect as per Note No. 56(a) above, Interest on borrowings from banks and financial institutions have been continued to be provided on simple interest basis based on 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 including by executing securities etc., have been adjusted against principal amount outstanding. 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 the resolution plan pending approval by the lenders as on this date. Adjustments, if any required in this respect will be recognised on determination thereof and will then be given effect to in the consolidated financial statements.

- 57.** In case of parent, certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 56 and 35 above, clearing accounts, trade and other payables, advances from customers, loans and advances (other than as dealt with in Note no. 55), other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact/ and related disclosures in this respect are currently not ascertainable. However, certain inter-unit balances and amount of receivables which were under reconciliation in the preceding year, have been reconciled and adjustments thereof have been given effect to in this year.

58. Additional Information pursuant to amendments (effective April 01, 2021) made in Schedule III to the extent applicable to the Group (Other than those that have been disclosed under the respective Notes to the Consolidated financial statements)

A) Utilisation of borrowed funds and share premium

- (i) The Group has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (ii) The Group has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

B) Details of crypto currency or virtual currency

The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

C) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

D) Compliance with number of layers of companies

The Group has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
59. INTEREST IN OTHER ENTITIES
(a) Interest in Subsidiaries

The Group's subsidiaries at 31st March, 2022 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.

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 2022	31st March 2021	31st March 2022	31st March 2021	
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) McLeod Russel Middle East DMCC (MRME)	United Arab Emirates	100	100	-	-	Trading in Black Tea
d) McLeod Russel Africa Limited (MRAL)	Kenya	100	100	-	-	Trading in Black Tea

(b) Interest in Associate

Set out below are the associates of the Group as at 31st March, 2022, 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.

Name of entity	Place of business/ country of incorporation	Proportion of Ownership		Carrying Amount	
		31st March 2022 %	31st March 2021 %	31st March 2022 ₹ Lakh	31st March 2021 ₹ Lakh
D 1 Williamson Magorl io Fuel Limited	ndia3	4.30%3	4.30%-		-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022
60. 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 (₹ Lakhs)	As a % Consolidated Profit or Loss	Amount (₹ Lakhs)	As a % Consolidated Other Comprehensive Income	Amount (₹ Lakhs)	As a % Consolidated Total Comprehensive Income	Amount (₹ Lakhs)
Parent McLeod Russel India Limited								
31st March 2022	89.98%	148,345.24	75.26%	(13,617.14)	9.32%	59.45	77.67%	(13,557.69)
31st March 2021	88.80%	161,902.93	100.85%	(5,283.64)	142.24%	3,021.23	72.63%	(2,262.41)
Subsidiaries (Group's Share) Outside India Borelli Tea Holding Limited & its Subsidiaries								
31st March 2022	9.44%	15,571.13	24.43%	(4,419.93)	-61.24%	(390.75)	27.56%	(4,810.68)
31st March 2021	10.69%	19,483.74	14.44%	(756.73)	-5.29%	(112.36)	27.90%	(869.10)
Associates D1 Williamson Magor Bio Fuel Limited								
31st March 2022	-	-	-	-	-	-	-	-
31st March 2021	-	-	-	-	-	-	-	-
Non-Controlling Interest								
31st March 2022	-	-	-	-	-	-	-	-
31st March 2021	-	-	-	-	-	-	-	-
Adjustment arising out of consolidation								
31st March 2022	0.58%	956.38	0.31%	(55.41)	151.92%	969.38	-5.24%	913.97
31st March 2021	0.52%	940.46	-15.29%	801.28	-36.95%	(784.81)	-0.53%	16.47
Total								
31st March 2022	100.00%	164,872.74	100.00%	(18,092.48)	100.00%	638.08	100.00%	(17,454.40)
31st March 2021	100.00%	182,327.14	100.00%	(5,239.09)	100.00%	2,124.05	100.00%	(3,115.04)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2022

61. These consolidated financial statements have been approved by the Board of Directors of the Parent on 30th May 2022, for issue to the shareholders for their adoption.
62. Schedule III to the Companies Act, 2013 vide notification dated 24th March 2021 issued by Ministry of Corporate Affairs has been amended with effect from 1st April 2021 and these financial statement have been prepared giving effect to the said amendments. Accordingly, comparative figures for the previous year have been regrouped wherever applicable to make them comparable with those of the current year's figure.

As per our report of even date

For Lodha & Co,
Chartered Accountants

R.P. Singh
Partner

Place : Kolkata

Dated : 30th May 2022

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)

Azam Monem - Wholetime Director
(DIN No: 00023799)

Pradip Bhar - Chief Financial Officer

Alok Kumar Samant - Company Secretary

**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 Results for the Financial Year ended March 31, 2022

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

(₹ in Lakhs)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (audited figures after adjusting for qualifications to the extent ascertainable)
	1	Turnover / Total income	1,36,592	1,36,592
	2	Total Expenditure	1,52,810	1,59,526
	3	Net Profit/(Loss)	(18,092)	(24,808)
	4	Earnings Per Share	(17.32)	(23.75)
	5	Total Assets	4,76,299	4,76,299
	6	Total Liabilities	3,11,426	3,18,142
	7	Total Equity	1,64,873	1,58,157
	8	Any other financial item(s)	-	-

II	Audit Qualification (each audit qualification separately) : Qualification-1	
	a. Details of Audit Qualification:	Inter Corporate Deposits (ICD) aggregating to Rs. 2,77,095 lakhs as on March 31, 2022 (including Interest of Rs. 1,934 lakhs accrued till March 31, 2019) given to certain companies which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. 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 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:	There is a detailed exercise under way through which the possibilities of capital infusion, liquidating the outstanding amount and/or restructuring these over a period of time. The promoter group companies have assets, monetisation of which could result in additional cash generation and this is also part of the entire restructuring exercise to address the outstanding liabilities of borrowing companies including ICDs taken from the company. This exercise to certain extent is dependent upon the resolution plan under consideration of company's lenders and recovery proceedings including those where proceedings under Insolvency and Bankruptcy Code, 2016 (IBC) has been initiated against entities to whom significant amount have been advanced by these borrowing companies. Pending these and also expected recovery against the assets etc. considering the delays in this respect due to COVID-19 and lack of liquidity in the market, the amount of provision required if any, is presently not determinable and as such has not been considered for the purpose of these financial results.
	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:	The management believes that the outstanding dues, net of provision for amount considered doubtful, as mentioned above, shall be recovered/adjusted and/or restructured considering the outcome of the Resolution Plan under consideration and proceedings for recovery pending as stated above as on this date, no further provision/adjustment is required at this stage.
	(iii) Auditors' Comments on (i) or (ii) above:	

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, 2022. In absence of appropriate audit evidence and status thereof, they are unable to comment on the validity and recoverability of such advance.
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 had extended certain advances to a body corporate towards the proposed acquisition of certain land parcels on behalf of the Parent in Assam for setting up a blending unit for the Parent's business purposes. In case the said body corporate was unable to fulfil the objective for this advance, then the same would be refunded to the Parent.
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:	The Company is in the process of recovering such advance
(iii) Auditors' Comments on (i) or (ii) above:	
Qualification-3	
a. Details of Audit Qualification:	<p>Non-recognition of Interest on Inter Corporate Deposits taken by the company and thereby the loss for the year is understated to the extent indicated in said note and non-determination of interest on short term borrowings and certain advances being so claimed by customers as stated therein.</p> <p>Further, penal/compound interest and other adjustments in respect of borrowings from lenders/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.</p>
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:	<p>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.</p> <p>The Parent's further submits that the Parent's lenders are in advanced stages of discussions for finalizing a debt resolution/ debt restructuring proposal in accordance with the applicable guidelines issued by the Reserve Bank of India. On the implementation of the said debt restructuring plan, which is expected to be soon, the Company's cash flow is expected to improve significantly which would in turn strengthen the Company's financial position. The credit rating process is about to complete. The inter-creditor agreement for the resolution plan has already been executed. Pending the determination of interest under the debt resolution plan and its treatment, the Company had accounted for normal interest.</p>
e. For Audit Qualification(s) where the impact is not quantified by the auditor:	
(i) Management's estimation on the impact of audit qualification:	Penal/compound interest and other adjustments in respect of borrowings are 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. Further, interest would be restructured under Resolution-Plan and amount payable will be ascertained and given effect to in the accounts.
(iii) Auditors' Comments on (i) or (ii) above:	

Qualification-4	
a. Details of Audit Qualification:	Non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest there upon.
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 Parent submits that it has 33 tea estates/ factories and 2 offices and therefore it is practically not feasible to reconcile the entire balances and such reconciliation is an ongoing process. Impact will thus become ascertainable only upon reconciliations and confirmations.
(iii) Auditors' Comments on (i) or (ii) above:	
Qualification-5	
a. Details of Audit Qualification:	The predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under Qualification (1) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 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 group. These amounts are outstanding as on this date and included in loans and advances dealt with in Note no. 4 of the accompanying results and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the group are valid for current year also. The matter as reported is under examination and pending before regulatory authorities.
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 **For McLeod Russel India Limited**

(Aditya Khaitan)
(DIN: 00023788)

- Chief Financial Officer **For McLeod Russel India Limited**

(Pradip Bhar)

- Audit Committee Chairman

(Arundhuti Dhar)
(DIN: 03197285)

- Statutory Auditors

**For Lodha & Co,
Chartered Accountants**

(R.P. Singh)
(Partner)
(Membership No: 052348)

Place : KOLKATA
Date : 30 th May, 2022

Form AOC-1

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 31 March, 2022

Part "A" : Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in (Rs. in 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)	(UGX)	(KSH)	(USD)
Year when Subsidiary was acquired	2005	2009	2010	2013	2011
Reporting period for the Subsidiary concerned	Year Ended 31st March 2022	Year Ended 31st December 2021	Year Ended 31st December 2021	Year Ended 31st December 2021	Year Ended 31st December 2021
Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	99.5524	0.0033	0.0213	0.6637	75.9942
	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs	Rs. In Lakhs
Share Capital	250.87	18,728.01	985.42	0.66	41.42
Reserves and Surplus	19,134.76	(14,813.77)	14,544.92	(305.46)	199.14
Total Assets	27,913.65	9,443.64	36,224.57	908.07	480.65
Total Liabilities(including Shareholders' Fund)	27,913.65	9,443.64	36,224.57	908.07	480.65
Non Current Investments	25,888.11	-	-	-	-
Turnover	870.86	5,513.76	18,038.20	1,684.70	1,269.62
Profit before Taxation	(945.89)	(3,422.85)	(691.54)	(13.83)	(131.40)
Provision for Taxation	(137.28)	-	(195.88)	0.36	-
Profit after Taxation	(808.61)	(3,422.85)	(495.66)	(14.19)	(131.40)
Final Dividend paid for last year	-	-	-	-	-
Interim Dividend paid for the current year	-	-	-	-	-
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, 2022	100%	100%	100%	100%	100%
Country	United Kingdom	Vietnam	Uganda	Kenya	United Arab Emirates

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 2022
2. Date on which the Associate was associated or acquired	June 19, 2008
3. 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
Extend of Holding %	34.30%
4. Description of how there is significant influence	Because of Shareholding
5. Reason why the associate is not consolidated	Financial Statements are consolidated
6. Net worth attributable to Shareholding as per latest audited Balance Sheet (Rs. in lakhs)	-
7. 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:

- Names of the Associates or Joint Ventures which are yet to commence operations - Nil.
- Names of the Associates or Joint Ventures which have been liquidated or sold during the year - Nil.
- Cost of Investment has been fully written-down in compliance with Ind-As

Place : Kolkata
Date : May 30, 2022

For and on behalf of the Board of Directors

Aditya Khaitan - Chairman and Managing Director
(DIN No: 00023788)
Azam Monem - Wholetime Director
(DIN No: 00023799)
Pradip Bhar - Chief Financial Officer
Alok Kumar Samant - Company Secretary

If undelivered, please return to :

McLEOD RUSSEL INDIA LIMITED

Four Mangoe Lane, Surendra Mohan Ghosh Sarani

Kolkata - 700 001