125TH ANNUAL REPORT

RAJVINDER SINGH

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RYDAK SYNDICATE LIMITED

RYDAK SYNDICATE
EST. 1898

RYDAK SYNDICATE LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2023

Corporate Information

BOARD OF DIRECTORS

Mr. Rajvinder Singh	*Managing Director*
Mr. Subir Das	*Non-Executive Independent Director*
Ms. Suparna Charkrabortti	*Non-Executive Independent Director*
Mr. Prabir Kumar Bhattacharjee	*Non-Executive Independent Director*

KEY MANAGERIAL PERSONNEL

Ms. Nishita Dutta Chadda	*Company Secretary*
Mr. Aditya Gupta	*Chief Financial Officer*

REGISTERED OFFICE

4, Dr. Rajendra Prasad Sarani
Kolkata – 700 001
Phone : (033) 2230 4351
Fax : (033) 2230 7555
E-mail : compliances@rydaksyndicate.com

CIN

L65993WB1900PLC001417

BANKER

State Bank of India Limited
Kotak Mahindra Bank Limited

STATUTORY AUDITORS

R. Kothari & Co. LLP
Chartered Accountants
16A, Shakespeare Sarani
Kolkata – 700 071

REGISTRAR AND SHARE TRANSFER AGENTS

Niche Technologies Pvt. Ltd.
3A, Auckland Place, 7th Floor, Room No. 7A & 7B
Kolkata - 700 017
Phone : (033) 2280 6616 / 17 / 18
Fax : (033) 2280 6619
Email : nichtechpl@nichtechpl.com
Website : www.nichetechpl.com

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NOTICE TO THE SHAREHOLDERS

To,
The Members of
RYDAK SYNDICATE LIMITED

Notice is hereby given that the 125th Annual General Meeting ('AGM') of the members of Rydak Syndicate Limited will be held on Thursday, 28th September, 2023 at 10.00 A.M. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

   To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors' thereon.

2. Declaration of Dividend

   To declare dividend of Re. 1/- (Rupee one only) per equity share for the Financial Year ended 31st March, 2023.

SPECIAL BUSINESS:

3. Ratification of remuneration of Cost Auditors for Financial Years 2022-2023 and 2023-2024

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and other applicable provisions, if any, the Company hereby ratifies the remuneration of Rs. 40,000/- p.a. each (excluding applicable taxes) for the financial years ending 2022-2023 and 2023-2024 and out of pocket expenses payable to Mr. Rana Ghosh, Cost Accountant (Membership No. 9356, FRN: 102189), who has been appointed by the Board of Directors as Cost Auditors of the Company to conduct cost audits relating to cost records of the Company for the aforementioned financial years.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Rydak Syndicate Limited

Nishita Dutta Chadda
Company Secretary

Registered Office:
4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001
CIN: L65993WB1900PLC001417
Phone: (033) 2230-4351
Fax: (033) 2230-7555
Email: compliances@rydaksyndicate.com
Website: www.rydaksyndicate.com
Date: 9th August, 2023
Place: Kolkata

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NOTES:

1. Explanatory Statement

   The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the business under Item No. 3 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company at its meeting held on 9th August, 2023 considered that the special business under Item Nos. 3, being considered unavoidable, be transacted at the 125th AGM of the Company.

2. General instructions for accessing and participating in the 125th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting

   a. The Ministry of Corporate Affairs, (MCA) vide its General Circular No. 10/2022 dated 28th December, 2022 and in continuation to General Circular Nos. 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 has allowed Companies to conduct their AGMs due in the year 2023 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before 30th September, 2023 in accordance with the requirements laid down in the paragraph 3 and 4 of the General Circular No. 20/2020 dated 5th May 2020 read with General Circular Nos. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020. Pursuant to the aforesaid MCA circulars read with SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and in compliance with the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the 125th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The deemed venue for the 125th AGM shall be the Registered Office of the Company.

      Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith and available at the Company's website at www.rydaksyndicate.com.

   b. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is (033) 2230-4351 (5 lines).

   c. In terms of the aforementioned MCA Circulars and SEBI Circular, since the physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 125th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 125th AGM through VC Facility and e- Voting during the 125th AGM.

   d. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. However, the participation of members holding 2% or more is not restricted on first come first serve basis. Members can log in and join 15 minutes prior to the scheduled time of meeting and window for joining shall be kept open till the expiry of 15 minutes after the scheduled time.

   e. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

   f. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-Voting, for participation in the 125th AGM through VC/OAVM Facility and e-Voting during the 125th AGM.

   g. Attendance of the Members participating in the 125th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   h. Members can raise questions during the meeting or in advance at compliances@rydaksyndicate.com. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

3. Corporate Representation

   A Corporate Member shall be deemed to be present personally only if it is represented in accordance with Section 113 of the Companies Act, 2013, supported by a certified true copy of the resolution passed by the Board of Directors of the Company authorizing the Representative to attend and vote at the meeting on behalf Corporate Member.

4. Inspection By Members

   The Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to compliances@rydaksyndicate.com.

5. Book Closure

   Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2023 to 28th September, 2023 (both days inclusive).

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6. Bank Account Details

Regulation 12 and Schedule-I of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, requires all Companies to use the facilities of electronic clearing services for payment of dividend.

You are requested to submit your Bank Details along with an original cancelled cheque or a photo copy of the cheque to our Registrar, Niche Technologies Pvt. Ltd. to enable them to update our records, in case you hold shares in physical form and to your Depository Participants in respect of shares held by you in dematerialised form.

7. Nomination Facility

Members holding shares in the physical form and desirous of making/ changing Nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder, are requested to submit an application for this purpose to the Company's Registrar and Share Transfer Agent (RTA), Niche Technologies Pvt. Ltd., who will provide the form on request. In respect of shares held in electronic/demat form, the Members may please contact their respective depository participant.

8. Communication

Pursuant to the aforesaid MCA Circulars and SEBI Circular, the Notice of the 125th AGM and the Annual Report for the year 2023 including therein the Audited Financial Statements for the Financial Year 2022- 23, are being sent only by email to the Members at their respective registered email addresses with the Company/Depository Participants. Therefore, those Members, whose email addresses are not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 125th AGM and the Annual Report for the year 2023 and all other communication sent by the Company, from time to time, can get their email addresses registered by following the steps as given below:-

a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, scanned copy of the share certificate (front and back), complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR), supporting the registered address of the Member, by email to the Company's email address at compliances@rydaksyndicate.com. or to e-mail address of Niche Technologies Pvt Ltd, the Company's Registrar & Share Transfer Agent (RTA) at nichetechpl@nichetechpl.com.

b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

Members may note that the above mentioned documents will also be available on the website of the Company at www.rydaksyndicate.com under "Investors" section.

9. Registrar & Share Transfer Agents

Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

Niche Technologies Pvt. Ltd.

3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata– 700017
Phone No.: 033 2280 6616 / 17 / 18; Telefax: 033 2280 6619, Email: nichetechpl@nichetechpl.com

Members holding Shares in physical mode are requested to intimate changes in their addresses to Niche Technologies Pvt. Ltd. Members holding Shares in electronic mode are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.

10. Unclaimed Dividend

Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Share Department of the Company, at the Company's registered office. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company on the website of the Company (www.rydaksyndicate.com), as also on the website of the Ministry of Corporate Affairs (www.mca.gov.in). Those Members, who have not encashed their dividends are requested to correspond with the Registrar & Share Transfer Agent as mentioned above or to the Company Secretary at the Company's Registered Office or via mail at compliances@rydaksyndicate.com.

11. Transfer of Unclaimed Shares to the IEPF Authority

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ("Rules") as amended from time to time all equity shares of the Company

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on which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to Investor Education and Protection Fund ("IEPF"). No claim shall lie against the Company in respect of these equity shares post their transfer to IEPF. Upon transfer, the Shareholders will be able to claim these equity shares only from the IEPF Authority by making an online application the details of which are available at www.iepf.gov.in.

12. Mandatory PAN Submission

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form must submit their PAN details to the Company's Registrar and Share Transfer Agent, Niche Technologies Pvt. Ltd.

13. Dematerialization of Shareholding

Members are requested to dematerialize their shareholding to avoid inconvenience. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants. Members are encouraged to use the National Electronic Clearing Services (NECS) for receiving dividends.

14. Instruction for Electronic Voting (E-Voting)

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide the members the facility to exercise their right to vote by electronic means and all resolutions set forth in this Notice may be transacted through e-Voting Services provided by Central Depository Services (India) Limited ("CDSL").

In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM (Refer Annexure-1 for the detailed procedure). Members who are present in the meeting through video conferencing facility and have not casted their vote on the resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.

However, in case Members cast their vote exercising both the options, i.e. voting at the venue and remote e-voting, then votes cast through remote e-voting shall only be taken into consideration and treated valid whereas votes cast at the meeting shall be treated as invalid. The instructions for remote e-voting are as under. Members are requested to follow the instruction below to cast their vote through remote e-voting.

The voting period begins on Monday, 25th September, 2023 (9:00 a.m. IST) and ends on Wednesday, 27th September,2023 (5:00 p.m. IST) (inclusive of both days). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2023, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat accounts maintained with Depositories and Depository Participants. Shareholders are required to update their mobile numbers and email addresses correctly in their demat accounts in order to access e-Voting facility.

A. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, links are also provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.

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Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at: https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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B. Login method for e-Voting and joining virtual meeting for members other than individual members holding securities in Demat form & physical shareholders.

i) The shareholders should log on to the e-voting website at www.evotingindia.com during the voting period.

ii) Click on "Shareholders" tab.

iii) Now enter your User Id:

a. For CDSL: 16 digits beneficiary ID;

b. For NSDL: 8 characters DP ID followed by 8 digits client ID and

c. Members holding shares in Physical Form should enter Folio No. registered with the Company excluding the special character.

iv) Next enter the Image Verification as displayed and Click on Login.

v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

For Member holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested are requested to use the sequence number sent by Company/RTA or contact Company/RTA. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the Company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the Company records for your folio. • Please enter the DOB or Bank Account Number in order to login. • If both the details are not recorded with the depository or company then please enter the member-id/ folio number in the Bank Account Number details field as mentioned in above instruction (iii).

vi) After entering these details appropriately, click on "SUBMIT" tab.

vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix) Click on the EVSN for the relevant Company name i.e., "RYDAK SYNDICATE LIMITED" on which you choose to vote.

x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option "YES/NO" as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi) Shareholders holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat account.

xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.

xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvi) Notes for Institutional Shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp & signed of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xvii) Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at compliances@rydaksyndicate.com and aklabhcs@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com without which the vote shall not be treated as valid.

C. Other Instructions:

i) The voting right of the Members shall be in proportion to their shares of the paid up equity share capital of the Company held by them as on cut-off date of 21st September, 2023. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders. A person who is not a member as on cut-off date should treat this notice for information purpose only.

ii) The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/beneficiary owners as at closing hours of business, on 25th August, 2023.

iii) Investors who became members of the Company subsequent to the dispatch of the Notice/ Email and holds the shares as on the cut-off date i.e. 21st September, 2023 are requested to send the written/ email communication to the Company at compliances@rydaksyndicate.com by mentioning their Folio No./ DP ID and Client ID to obtain the Login-ID and Password for e-voting.

iv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 022-23058738 and 022-23058542/43.

v) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai- 400013 or send an email to helpdesk.evoting@cdslindia.com or call 022-23058542/43.

15. Scrutinizer

The Company has appointed Mr. Atul Kumar Labh, Practicing Company Secretary (FCS No. 4848/C.P. No. 3238), as Scrutinizer for conducting the electronic voting process (both remote e-voting and e-voting at the AGM) in a fair and transparent manner.

16. Declaration Of Results

The results shall be declared on or after the AGM, but not later than two days from the conclusion of the date of the AGM The results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.rydaksyndicate.com and on the website of CDSL viz. www.evotingindia.com within two days of the passing of the resolutions at the 125th Annual General Meeting on 28th September, 2023 and will be communicated to the Stock Exchange where the Company's Shares are listed, i.e. Calcutta Stock Exchange Ltd.

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Annexure-I

PROCESS AND MANNER FOR PARTICIPATING IN AGM THROUGH VIDEO CONFERENCING

A. Instructions For Shareholders attending the AGM through VC/OAVM are as under:

1. The procedure for attending meeting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders are encouraged to join the Meeting through Laptops/ IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connected via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 (seven) days prior to meeting mentioning their name, demat account number/ folio number, email address, mobile number at compliances@rydaksyndicate.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/ folio number, email address, mobile number at compliances@rydaksyndicate.com. These queries will be replied to by the Company suitably by email.
7. Those shareholders who have registered themselves as speakers will only be allowed to express their views/ ask questions during the meeting.

B. Instructions For Shareholders For E-Voting During the AGM are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Company is required to have the audit of its cost records conducted by a Cost Accountant in practice under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules").

The Board at its meetings held on 10th August, 2022 and 9th August, 2023 has approved the appointment and remuneration of Mr. Rana Ghosh, Cost Accountant (Membership No. 9356, FRN: 102189), as the Cost Auditor to conduct the audit of the cost records of the Company for the financial years ending 2022-2023 and 2023-2024 respectively, at a remuneration of Rs. 40,000/- p.a. each for the aforementioned financial years (excluding applicable taxes) and out of pocket expenses.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

Notice *(Contd.)*

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the notice for ratification of the remuneration payable to the Cost Auditor for the financial years ending 2022-2023 and 2023-2024. The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice of AGM.

By Order of the Board of Directors

For Rydak Syndicate Limited

Nishita Dutta Chadda

Company Secretary

Registered Office:

4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001
CIN: L65993WB1900PLC001417
Phone: (033) 2230-4351
Fax: (033) 2230-7555
Email: compliances@rydaksyndicate.com
Website: www.rydaksyndicate.com
Date: 9th August, 2023
Place: Kolkata

Directors' Report

To the Members,

Your Directors are pleased to present the 125th Annual Report, together with the Audited Financial Statements and the Auditors' Report of the Company for the financial year ended 31st March, 2023.

1. CORPORATE OVERVIEW

Rydak Syndicate Limited is a Company with business in manufacturing of black tea. The Company has its registered office in Kolkata and has six tea estates which are located in Assam and Dooar's region of West Bengal.

2. FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED)

The financial performance of the Company for the financial year ended 31st March, 2023 is summarized below:

(Amount in Rs.)

Particulars	Standalone		Consolidated	
	2022-2023	2021-2022	2022-2023	2021-2022
The Profit and Loss Statement before tax for the year shows a balance of Profit of	**10,89,27,033**	24,88,61,802	**10,89,27,033**	24,88,61,802
From which is to be deducted: Tax Expenses	**(55,23,492)**	1 ,89,49,001	**(55,23,492)**	1 ,89,49,001
Share of Profit of Associate		-	**0**	0
Leaving a balance of Profit after Tax	**11,44,50,525**	22,99,12,801	**11,44,50,525**	22,99,12,801
To which is added the Balance of Profit Brought forward from the previous year	**1,42,62,641**	19,51,29,621	**1,42,10,031**	19,50,77,012
Balance available for appropriation	**12,87,13,166**	42,50,42,422	**12,86,60,556**	42,49,89,813
Dividend paid	**(14,59,692)**	(9,73,128)	**(14,59,692)**	(9,73,128)
Other Comprehensive Income for the year	**(64,01,412)**	(98,06,653)	**(64,01,412)**	(98,06,653)
Corporate Tax on Dividend	**0**	0	**0**	0
Transfer to General Reserve	**0**	40,00,00,000	**0**	40,00,00,000
Leaving a Credit Balance in Profit & Loss Statement	**12,08,52,061**	1,42,62,641	**12,07,99,452**	1,42,10,031
Earnings per share	**117.61**	236.26	**117.61**	236.26

3. DIVIDEND

Your Directors recommend a dividend of Rs 1/- (One Rupee Only) per share aggregating to INR 9,73,128/- (Rupees Nine Lakhs Seventy Three Thousand One Hundred and Twenty Eight Only) for the current financial year subject to approval of the shareholders at the ensuing Annual General Meeting. The dividend, if approved by the members, would result in a cash outflow of Rs. 9,73,128/- (Rupees Nine Lakhs Seventy Three Thousand One Hundred and Twenty Eight Only).

4. TRANSFER TO RESERVES

For the year under review no amount has been proposed to be transferred to General Reserve.

5. TRANSFER OF UNCLAIMED DIVIDEND

Dividend declared at the Annual General Meeting held on 28th July, 2016, for the year ended 31st March, 2016, which remains unclaimed, will be transferred to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013. Members are requested to lodge their claims with the Company immediately.

6. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Your Directors wish to present details of Business Operations done during the year under review:

a) The Company carries on the business of growing and manufacturing of tea. The Company is having six estates namely, Rydak, Baradighi, Kartick, Duklingia, Kopati and Serispore which sold 51.15 lakh kgs of tea in 2022-23 out of 55.18 lakh Kgs of production having price realization of Rs. 261.06 per kg as compared to 55.31 lakh kgs of tea out of 56.60 lakh Kgs of production having price realization of Rs. 259.07 per kg in the year 2021-22.

Directors' Report *(Contd.)*

b) The net sales in the year 2022-23 were Rs. 137.09 crores as compared to Rs. 143.47 crores during the same period in the year 2021-22.

7. CHANGES IN THE NATURE OF BUSINESS

There has been no change in the nature of business of the Company, during the financial year 2022-2023.

8. SHARE CAPITAL

The paid up Equity Share Capital as on 31st March, 2023 stood at Rs. 97,31,280. During the year under review, the Company has neither issued shares with differential voting rights nor has granted any stock options or sweat equity as on 31st March, 2023. None of the Directors of the Company hold instruments convertible into equity shares of the Company.

9. MATERIAL CHANGES & COMMITMENT DURING THE FINANCIAL YEAR

Your Company has filed an Application under section 230 read with section 232 of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and other applicable provisions of law before the Kolkata Bench of National Company Law Tribunal (NCLT) in connection with the proposed Scheme of Amalgamation of Dhelakhat Tea Company Limited with the Company as approved by the Board of Directors of both the Companies in its meeting held on 6th January 2023.

10. DIRECTORS

Following are the Directors of the Company as on the date of this report:

a) Mr. Rajvinder Singh, Managing Director

b) Ms. Suparna Chakrabortti, Independent Director

c) Mr. Subir Das, Independent Director

d) Mr. Prabir Kumar Bhattacharjee, Independent Director

Dr. Gyan Dutt Gautama (DIN- 08243156), Independent Director had unfortunately expired on 11th November, 2022. The Board acknowledges his invaluable contribution to the Company

11. DECLARATION BY INDEPENDENT DIRECTORS

All the independent directors have given declarations that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the Rules made there under and they are independent of the management. All the Independent Directors of the Company have registered themselves on the online databank of Ministry of Corporate Affairs.

12. KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Section 203 of the Companies Act, 2013, following are the Key Managerial Personnel (KMP) of the Company as on the date of this report:

a) Mr. Rajvinder Singh, Managing Director

b) Mr. Aditya Gupta, Chief Financial Officer

c) Mrs. Nishita Dutta Chadda, Company Secretary

No changes in the KMPs took place during the financial year under review.

13. MEETING OF THE BOARD AND IT'S COMMITTEES

Board Meetings

During the year ended 31st March, 2023, 7 (seven) Board Meetings were held. i.e. on 25.05.2022, 13.07.2022, 10.08.2022, 29.08.2022, 09.11.2022, 06.01.2023 and 07.02.2023. The intervening gap between the meetings was within the prescribed period under the Companies Act, 2013. Attendance of the Directors has been as follows.

Name of the Director	Whether attended the meetings held on						
	25.05.2022	13.07.2022	10.08.2022	29.08.2022	09.11.2022	06.01.2023	07.02.2023
Ms. Suparna Chakrabortti	YES	YES	YES	NO	YES	YES	YES
Mr. Subir Das	YES	YES	YES	YES	YES	YES	YES
Mr. Rajvinder Singh	YES	YES	YES	YES	YES	YES	YES
Dr. Gyan Dutt Gautama	YES	NO	YES	YES	NO	NA #	NA #
Mr. Prabir Kumar Bhattacharjee	YES	YES	NO	YES	YES	YES	YES

- The concerned person was not a Director of the Company on the given date.

Directors' Report *(Contd.)*

Audit Committee

Composition

The Audit Committee of the Company consists of Mr. Subir Das as Chairman, Ms. Suparna Chakrabortti and Mr. Rajvinder Singh as its Members. Mrs. Nishita Dutta Chadda, Company Secretary, acts as the Secretary of the Audit Committee.

Dr. Gyan Dutt Gautama ceased to be a Director of the Company and member of the Committee on account of his death.

Attendance

During the year ended 31st March, 2023 5 (Five) Audit Committee meetings were held i.e. on 25.05.2022, 10.08.2022, 09.11.2022, 06.01.2023 and 07.02.2023. Attendance of the members has been as follows:

Name of the Directors	Whether attended the meetings held on				
	25.05.2022	10.08.2022	09.11.2022	06.01.2023	07.02.2023
Ms. Suparna Chakrabortti	YES	YES	YES	YES	YES
Mr. Subir Das	YES	YES	YES	YES	YES
Mr. Rajvinder Singh	YES	YES	YES	YES	YES
Dr. Gyan Dutt Gautama	YES	YES	NO	NA#	NA#

- The concerned person was not in the Committee on the given date.

During the year there were no instances where the Board of Directors of the Company had not accepted the recommendations of the Audit Committee.

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 and the Listing Regulations, the company has formulated a whistle blower policy to establish a vigil mechanism for Directors and employees to report genuine concerns about actual or suspected unethical behavior, malpractice, wrongful conduct, discrimination, sexual harassment, fraud, violation of the Company policies including Code of Conduct without fear of reprisal/retaliation which has been uploaded on the Company's website at www.rydaksyndicate.com.

Nomination and Remuneration Committee

i) Composition

The Nomination and Remuneration Committee of the Board consists of Mr. Subir Das as Chairman, Ms. Suparna Chakrabortti and Mr. Prabir Kumar Bhattacharjee as its members. Mrs. Nishita Dutta Chadda, Company Secretary, acts as the Secretary of the Nomination and Remuneration Committee.

Mr. Prabir Kumar Bhattacharjee, Independent Director, become a member of the Committee on account of death of Dr. Gyan Dutt Gautama, due to which he ceases to be a Director of the Company and member of the Committee.

The Company's Remuneration Policy prepared in accordance with Section 178 of the Act, and is available on the website of the Company at www.rydaksyndicate.com.

ii) Attendance

One Meeting of the Nomination and Remuneration Committee was held during the financial year ended 31st March, 2023 on 07.02.2023. Attendance of the Members has been as follows:

Name of the Director	Whether attended the meetings held on
	07.02.2023
Mr. Subir Das	YES
Ms. Suparna Chakrabortti	YES
Mr. Prabir Kumar Bhattacharjee	YES

Independent Directors' Meeting

Independent Directors Meetings of the Company was held on 25.05.2022 and was attended by all the Independent Directors of the Company.

14. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was duly completed. The performance evaluation of the Chairperson and the Non- Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

Directors' Report *(Contd.)*

15. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c)of the Companies Act, 2013:

i) that in the preparation of Annual Accounts for the year ended 31st March, 2023, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;

ii) that 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 as at 31st March, 2023 and of the profit of the Company for the year ended on that date;

iii) that 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;

iv) that the Directors have prepared the annual accounts on a going concern basis;

v) that the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

vi) that 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;

16. AUDITORS

Statutory Auditors

M/s. M.C. Das & Co., Chartered Accountants (FRN: 301110E), who were appointed as the Statutory Auditors of the Company at the Annual General Meeting of the Company held in the year 2017 for five years, ceased to hold their office from the conclusion of the last Annual General Meeting of the Company held in the year, 2022.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and recommendation of the Board of Directors M/s R Kothari & Co. LLP, Chartered Accountants (FRN: 307069E/E300266) were appointed as the Statutory Auditor of the Company, in place of the earlier Statutory Auditor, at the last Annual General Meeting held in the year 2022, for a period of 5 years i.e. till the conclusion of the Annual General Meeting of the Company to be held in the year 2027.

Secretarial Auditor

M/s Anjan Kumar Roy & Co., Practicing Company Secretary has been appointed as the Secretarial Auditor of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013. The Secretarial Audit Report is annexed as Annexure-A and forms an integral part of this Report.

There are no qualifications, adverse remarks or disclaimer made by the Secretarial Auditor in their Report.

Internal Auditor

The Company has an Internal Audit Department headed by the Chief Internal Auditor pursuant to Section 138 of the Companies Act, 2013. Reports of the Internal Audit are reviewed by the Audit Committee and the Board of Directors from time to time.

17. INTERNAL FINANCIAL CONTROL AND RISK MANAGEMENT

Internal Financial Control

The Company has in place adequate internal financial controls with reference to financial statements. The internal financial control system is commensurate with the size, scale and complexities of the operations the Company. The internal control systems of the Company are monitored and evaluated by internal auditors and their audit reports are periodically reviewed by the Audit Committee and the Board of Directors.

The Audit Committee of the Board of Directors actively reviews the adequacy and electiveness of the internal control systems and suggests improvements to strengthen the same:

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization;

2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information;

Directors' Report *(Contd.)*

3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted;
4. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to differences, if any;
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

Risk Management

The Company has formulated a Risk Management Policy after identifying the following elements of risks which pose significant challenges in terms of the operations and impact on financial results of the Company itself:

a) Tea production is dependent on the vagaries of weather viz crop, temperature and humidity. To combat this risk, the Company has taken a policy of augmenting irrigation and digging of ponds near tea areas to combat lesser rainfall;

b) Escalation in world crop and demand/supply dynamics affects the price of tea in India;

c) The unpredictable nature of Government policy in terms of determination of minimum wages and other labor costs like supply of rations has crucial impact on overall costs and profitability of the Company;

d) Tea Crop is also dependent on pest activity on the estate. The new Protection Code implemented by Tea Board has reduced the chemicals that can be applied for control of pests and in some cases there is no chemical approved for certain pests which are prevalent in India.

The Audit Committee of the Board of Directors of the Company reviews the Company's policy and procedures to ensure the risks associated with the Company's business operations are effectively addressed. No fraud was reported by the Auditors of the Company to the Audit Committee or the Board of Directors during the year under review.

18. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Annual Report on CSR Activities for financial year 2022-2023 is annexed as **Annexure-B** and forms an integral part of this Report.

19. SUBSIDIARY / JOINT VENTURES / ASSOCIATES

As on 31st March, 2023 the Company has only one associate i.e., Sangam Investments Limited. In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared consolidated financial statements which form part of the Annual Report. As at the financial year ended 31st March, 2023, the Company did not have any Subsidiary Company. The details of performance of Sangam Investments Limited during the financial year 2022-23 are as follows:

(Amount in Rs.)

Particulars	2022-23	2021-22
Total Revenue	**17828**	9160
Total Comprehensive Income for the year	**(195387)**	(29056)

Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of Sangam Investments Limited in Form AOC-1 is annexed as **Annexure–C** and forms an integral part of this Report.

20. DEPOSITS

During the year, the Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

21. LOANS, GUARANTEES OR INVESTMENTS

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

22. CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES

All related party transactions are in the ordinary course of business and at arm's length basis, which are not material in nature. Thus, disclosure in form AOC-2 in terms of Section 134 of the Companies Act, 2013 is not required. All related party transactions are with the approval of the Audit Committee and periodically placed before the Board for review. The policy on Related Party Transactions as approved by the Board of Directors of the Company may be accessed on the Company's website at www.rydaksyndicate.com.

Directors' Report *(Contd.)*

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A statement giving details of conservation of energy, technology absorption and foreign exchange earnings and outgo in terms of Section 134(3)(m) of the Companies Act, 2013 and read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure-D** and forms an integral part of this Report.

24. EXTRACT OF ANNUAL RETURN

For the Extract of Annual Return please refer to the link at the Company website www.rydaksyndicate.com.

25. MANAGERIAL REMUNERATION

The information required pursuant to Section 197(12) read with Rule5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is annexed here to as **Annexure-E** and forms an integral part of this Report.

26. PARTICULAR OF EMPLOYEES

There are no employees who are in receipt of remuneration in excess of the limit specified under Section 134(3)(q) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

A statement comprising the names of top ten employees in terms of remuneration drawn and every person employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure-F** and forms an integral part of this Report.

27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

28. SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

29. FRAUD REPORTING

There was no fraud reported by the Auditors of the Company to the Audit Committee or the Board of Directors during the year under review.

30. OCCUPATIONAL HEALTH AND ENVIRONMENTAL SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. Occupational health and safety remain the management's top priority. Workers are provided with adequate safety equipments while performing their jobs.

31. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has constituted an Internal Complaints Committee to review the complaints lodged. During the year under review, no complaints were reported to the Board.

32. SECRETARIAL STANDARD

The Company has complied with the applicable secretarial standards issued by the Institute of Company Secretaries of India.

33. ACKNOWLEDGEMENT

The Directors wish to place on record, their sincere appreciation for the continued support and cooperation extended to the Company by its Investors, various departments of the Central and the State Government, Banks and Financial Institutions, various governmental regulatory authorities, its customers, suppliers and employees at all levels.

For and on behalf of the Board of Directors

	Subir Das	Rajvinder Singh
	Director	*Managing Director*
Place : Kolkata	(DIN : 00199255)	(DIN: 06931916)
Date : 9th August, 2023		

Annexure 'A' to the Directors' Report

Annexure - A

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9
of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Rydak Syndicate Ltd.
4, Dr. Rajendra Prasad Sarani,
Kolkata – 700 001

1. We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Rydak Syndicate Limited CIN: L65993WB1900PLC001417** (hereinafter referred as **'the Company'**) for the financial year ended 31st March, 2023 (hereinafter referred as **'audit period'**). Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

2. On the basis of aforesaid verification of the secretarial compliance and on the basis of secretarial audit of company's books, papers, minutes book, 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 the aforesaid secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023, complied with the statutory provisions listed hereunder and also that the company has adequate Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

3. We further report that compliance with applicable laws is the responsibility of the company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the company nor a confirmation of efficient management by the company.

4. (I) We have examined the books , papers , minute books ,forms and return filed and other records maintained by the company for the financial year ended on 31st March, 2023 according to the provisions of :

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

   (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

   (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

   (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

   (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -

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

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

         The management has represented us that the shares of the company being listed only in Calcutta Stock Exchange, there is no trading of the shares of the company and that the process of installation and development of Structured Digital Database as required under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2018 is under process;

      c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended; (to the extent applicable to the Company during the year under review)

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

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

   (II) We have received management representation from the Company that during the audit period the Company has fully complied with the provisions of the following laws specifically applicable to the Company;

Annexure 'A' to the Directors' Report (Contd.)

a) The Tea Act, 1953.

b) The Tea Warehouse (Licensing) Order, 1989.

c) The Tea Waste Control Order, 1959.

d) The Tea (Distribution and Export) Control Order, 2005.

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

f) Food Safety and Standard Act, 2006.

g) The Tea (Marketing) Control Order, 2003.

h) The Tea Board Guidelines and Orders.

i) Legal Metrology Act, 2009.

5. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under Section 118 (10) of the Companies Act, 2013.

6. That on the basis of the audit as referred above, to the best of our knowledge, understanding and belief, we are of the view that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraph 4(I), Paragraph 4(II) and Paragraph 5 of this report.

7. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the company with The Calcutta Stock Exchange Limited (CSE) in India and also with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable during the period under review and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid audit period.

8. 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 during the audit period were carried out in compliance with the applicable provisions of the Act.

   b) Adequate notices are 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 and recorded as part of the minutes.

9. We further report that 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, generally applicable to company.

10. This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

For, ANJAN KUMAR ROY & CO.
Company Secretaries

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557
UDIN: F005684E000347674
Peer Review Certificate No.: 869/2020

Place : Kolkata
Date : 27th May, 2023

Annexure 'A' to the Directors' Report (Contd.)

Annexure - A

(To the Secretarial Audit Report of Rydak Syndicate Ltd. for the financial year ended 31st March, 2023)

To,
The Members,
Rydak Syndicate Ltd.
4, Dr. Rajendra Prasad Sarani,
Kolkata – 700 001

Our Secretarial Audit Report for the financial year ended 31st March, 2023 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is limited to expressing an opinion on existence of adequate board process and compliance management system, commensurate to the size of the Company, based on the secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the Company during the said audit.
2. 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 check as to whether correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc. and we have relied on such representation, in forming our opinion.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of compliance procedures on test basis. We would not be liable for any business decision or any consequences arising thereof, made on the basis of our report.
6. The Secretarial Audit 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.

For, ANJAN KUMAR ROY & CO.
Company Secretaries

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557
UDIN: F005684E000347674
Peer Review Certificate No.: 869/2020

Place : Kolkata
Date : 27th May, 2023

Annexure 'B' to the Directors' Report

Annexure - B

[Annexure -II]

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2022-2023

1. **Brief outline on CSR Policy of the Company**

   Rydak Syndicate Limited is conscious of its social responsibilities and the environment in which it operates. It strives to make a positive impact on Society particularly in and around its Tea Estates with special emphasis on the environment which surrounds the units of the Company and thereby enriching the Society.

   The Corporate Social Responsibility Policy of the Company shall apply to all the CSR initiatives and activities undertaken in and around the various work-centres and locations of the Company. The Policy has been framed in line with the provisions of Section 135 of the Companies Act, 2013 and the rules and regulations made thereunder as amended from time to time.

2. Composition of CSR Committee: **Not Applicable**

3. Provide 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.

   CSR Policy and CSR projects approved by the Board have been placed on the Company's website at www.rydaksyndicate.com.

4. Provide the 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): **Rs. 14,06,94,725.30**

7. (a) Two percent of average net profit of the Company as per Section 135(5): **Rs. 28,13,894.51**

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial year: **Not Applicable**

   (c) Amount required to be set off for the financial year, if any: **Nil**

   (d) Total CSR obligation for the financial year (7a+7b-7c): **Rs. 28,13,894.51**

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

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	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	Date of transfer	Name of the Fund	Amount(in Rs.)	Date of transfer
26,85,478.00	-	-	Prime Minister's National Relief Fund	1,28,416.51	Will be done within prescribed due date

   (b) Details of CSR amount spent against ongoing projects for the financial year: **Since there are no ongoing projects, the details are not provided.**

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
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 (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	Dis-trict			Name	CSR registration number
1.	Promoting healthcare, sanitation; Promoting child education and employment.	(i) & (ii)	Yes	Pan India		8,00,000.00	No	G L MEHTA FOUNDATION	CSR00019242

Annexure 'B' to the Directors' Report *(Contd)*

2.	Donation for new house construction for orphans.	(iii)	Yes	West Bengal	1,00,000.00	No	SILIGURI BHAWNA SOCIETY	CSR00044746
3.	Contribution to research and development projects in the field of science, technology, engineering and medicine, funded by the Assam Government.	(ix)(a)	Yes	Assam	10,00,000.00	Yes	Direct spending	
4.	Extending support by providing desks, benches, steel almirah to Thakur Prasad Public High School, Jorhat, Assam.	(ii)	Yes	Assam	2,40,920.00	Yes	Direct spending	
5.	Extending support by providing desks, benches, tables, steel almirah, water filter for each classroom at Duklingia L.P. School, Mariani, Assam.	(ii)	Yes	Assam	2,03,255.00	Yes	Direct spending	
6.	Promoting health care including preventive health care, providing assistive devices like wheelchairs, oxygen cylinders etc.	(i)	Yes	Assam, West Bengal	3,41,303.00	Yes	Direct spending	
	Total				**26,85,478.00**			

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable: **Not Applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs. 26,85,478.00**

(g) Excess amount for set off, if any: **Not Applicable**

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the Company as per Section 135(5)	28,13,894.51
(ii)	Total amount spent for the Financial Year	26,85,478.00
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Not Applicable
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Not Applicable
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Not Applicable

9. (a) Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

Annexure 'B' to the Directors' Report *(Contd)*

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:

    (a) Date of creation or acquisition of the capital asset(s): **Not Applicable**

    (b) Amount of CSR spent for creation or acquisition of capital asset: **Not Applicable**

    (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **Not Applicable**

    (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **Not Applicable**

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

    During the financial year 2022-2023 an amount of Rs. 1,28,416.51 remained unspent however the same amount will be transferred to a Scheduled Fund i.e. the Prime Minister's National Relief Fund as per the provisions of Section 135 read with Schedule VII of the Companies Act, 2013 within the prescribed due date.

For and on behalf of the Board of Directors

Place : Kolkata
Date : 9th August, 2023

Subir Das
Director
(DIN : 00199255)

Rajvinder Singh
Managing Director
(DIN: 06931916)

Annexure 'C' to the Directors' Report

Annexure-C

AOC-1

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A" – Subsidiaries

The Company has no subsidiaries

Part "B": Associates and Joint Ventures –

Name of Associates/Joint Ventures		Sangam Investments Limited
1.	Latest audited Balance Sheet Date	31st March, 2023
2.	Shares of Associates/Joint Ventures held by the Company on the year end	24,150 shares
	Amount of Investment in Associates/ Joint Venture	INR 123,165
	Extent of Holding %	24.15%
3.	Description of how there is significant influence	There is significant influence due to (%) of share capital
4.	Reason why the associate/ joint venture is not consolidated	Not Applicable
5.	Net worth attributable to Shareholding as per latest audited Balance Sheet	INR (34,83,228)
6.	Profit / Loss for the year	
	i. Considered in Consolidation	NIL
	ii. Not Considered in Consolidation	–

(Amount in Rs)

Particulars	2022-23	2021-22
Total Revenue	**17828**	9160
Total Comprehensive Income for the year	**(195387)**	(29056)

For and on behalf of the Board of Directors

Subir Das
Director
(DIN : 00199255)

Rajvinder Singh
Managing Director
(DIN: 06931916)

Place : Kolkata
Date : 9th August, 2023

Annexure 'D' to the Directors' Report

ANNEXURE – D

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

A. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars		Year Ended 31st March 2023	Year Ended 31st March 2022
1.	**Electricity**		
	a) Purchased Units (in lacs)	**58.46**	56.98
	Amount (INR in lacs)	**588.53**	534.31
	Cost Unit (INR)	**10.07**	9.47
	b) Own Generation		
	i) Through Diesel Generator (Units)(lacs) **Unit per litre of Diesel oil:**	**1.93**	3.64
	Petrol Litre	**112900**	116608
	Petrol Rs. (Litre)	**91.20**	87.93
	Total Cost	**1,02,96,789**	1,02,53,736
	Cost per Unit (INR)	**53.17**	57.50
	ii) Through Steam Turbine/Generator Units		
2.v	**Coal (used for Drying of Tea)**		
	Quantity (Metric Tonnes)	**3069.33**	3,269.45
	Total Cost (INR in lacs)	**606.21**	437.62
	Average Rates (INR per Metric Tonne)	**19,750.42**	13,385.93

B. CONSUMPTION PER UNIT OF PRODUCTION

Particulars	Standards (if any)	Current Year	Previous Year
Tea produced	There is no specific standard as the consumption per unit of production depends on Actual production mix	55,16,426	56,59,408
Electricity (Unit/kg of tea)		1.02	0.95
Furnace Oil (Litre/Kg. of Tea)		--	--
Coal (Per Kg of Tea)		0.89	0.91

A CONSERVATION OF ENERGY	a)	The Company continues to give priority to conservation of energy as an ongoing process.
	b)	To reduce the energy cost the Company has taken considerable energy saving measures through various in-house electrical modifications and the effect of the same has been felt.
	c)	The Form of disclosure of Particulars (Form– A) is not applicable to this Company.

B. TECHNOLOGY ABSORPTION

I	RESEARCH & DEVELOPMENT (R&D)		
	a) Specific areas in which R & D: carried out by the Company	:	NIL
	b) Benefits derived as a result of: above R & D	:	The company makes in-house efforts in order to keep pace with technological developments.
	c) Future Plan of Action	:	The Company is in the process of organizing and expanding Agency Division in line with the market requirements.
	d) Expenditure on R & D	:	The Company has not spent any specific amount on Research and Development during the year under review.
	i) Capital	:	NIL
	ii) Recurring	:	NIL
	iii) Total	:	NIL
	iv) Total R & D expenditure as a percentage of total turnover	:	NIL

Annexure 'D' to the Directors' Report *(Contd)*

ANNEXURE – D

	II.	TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION			
		a) Efforts in brief made towards technology absorption, adaptation and innovation	:		Further to details set out in part 1 above, the Company is endeavouring to update through in-house effects technology in line with industry requirements for its agency division
		b) Benefits derived as a result of the above efforts e.g. products improvement, cost reduction, production development, import substitution			
	III	FOREIGN EXCHANGE EARNINGS AND OUTGO	:		(1) Earnings Rs. NIL (2) Outgo Rs. NIL

For and on behalf of the Board of Directors

Place : Kolkata
Date : 9th August, 2023

Subir Das
Director
(DIN : 00199255)

Rajvinder Singh
Managing Director
(DIN: 06931916)

Annexure 'E' to the Directors' Report

ANNEXURE – E

Information pertaining to remuneration of employees
Pursuant to section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

1. **The ratio of remuneration of each Director to the median remuneration of employees of the Company for the financial year 2022-23**

All employees median remuneration for FY 2022-23	:	INR 72,384/-
The percentage increase in the median remuneration of employees in the FY 2022-23	:	20.21%
The number of permanent employees on the rolls of the Company as on 31st March 2023	:	6104

Name of Director/ KMP	Ratio of remuneration to median remuneration of all employees	% increase in remuneration in the FY 2022-23
Executive Director		
Mr. Rajvinder Singh, Managing Director	66.10	4.48 %
Non Executive Directors		
Mr. Subir Das	All the Non-Executive Directors were paid sitting fees for attending the meeting and the same has not been considered as Remuneration.	
Ms. Suparna Chakrabortti		
Dr. Gyan Dutt Gautama (Expired on 11.11.2022)		
Mr. Prabir Kumar Bhattacharjee		

KEY MANAGERIAL PERSONNEL	Ratio of remuneration to median remuneration of all employees	% increase in remuneration in the FY 2021
Mrs. Nishita Dutta Chadda, Company Secretary	12.01	NA#
Mr. Aditya Gupta, Chief Financial Officer	23.19	NA#

The said persons were KMPs of the Company for a part of the FY 2021-2022

2. **2. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

- Average percentile salary increase of employees other than managerial personnel is 14.85%;
- Average percentile Salary increase of managerial personnel is 22.24%;
- There are no exceptional circumstances in increase in managerial remuneration.

3. **Affirmation that the remuneration is as per the remuneration policy of the Company.**

Remuneration paid during the Financial Year ended 31.03.2023 is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Subir Das
Director
(DIN : 00199255)

Rajvinder Singh
Managing Director
(DIN: 06931916)

Place : Kolkata
Date : : 9th August, 2023

ANNEXURE – F

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3)(q) OF COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR

SL NO	NAME	DESIGNATION	AGE (year)	REMUNERATION (Rs.)	QUALIFICATION	TOTAL EXPERIENCE (years)	DATE OF COMENCEMENT OF EMPLOYEMENT (IN THIS COMPANY)	PREVIOUS EMPLOYMENT	% OF EQUITY Shares held
1	Rajvinder Singh	Managing Director	51	44,67,996	B.A.	29	1st October 1994	NA	NIL
2	Uttam Chakraborty	Sr. Estate Manager	53	17,25,250	B.Sc.	27	21st June 2010	Tirrihannah Tea Co Ltd	NIL
3	Aditya Gupta	Chief Financial Officer	32	16,78,917	B.Com, ACA, ACS	06	17th July 2017	Supreme Industries	NIL
4	Rajnish Mehta	Sr. General Manager (Mkt)	56	16,04,326	B.Com	35	3rd August 1988	NA	NIL
5	Manoj Kumar Sinha	Estate Manager	58	14,53,755	B.A.	30	17th January 2020	Birjhora Tea Estate	NIL
6	Avnish Mehta	Sr. General Manager (Ops)	58	14,51,481	B.Com	38	27th June 1985	NA	NIL
7	Gurmeet Singh Pahwa	Sr. Estate Manager	49	14,17,755	B.Sc.	25	16th February 1998	NA	NIL
8	Gyanesh Kumar Singh	Estate Manager	44	13,37,250	M.A.	13	1st March 2010	Binaguri Tea Estate	NIL
9	Kushwant Singh	Estate Manager	46	13,12,459	B.A.	05	1st June 2018	NA	NIL
10	Amrit Prasad	Estate Manager	44	10,41,656	B.Com.	08	1st February 2018	McLeod Russel India Limited	NIL

Note :

1. *None of the employee of the Company is holding shares in the Company;*
2. *In respect of all the employees, the nature of employment is contractual in accordance with terms and conditions as per Companies Rules, terminable by notice on either side;*
3. *No employee is a relative of any Director or Manager of the Company. Rule 5(2)(iii) of the captioned Rules is not applicable to any employee;*
4. *None of the employees mentioned above is relative of any Director of the Company;*
5. *Total experience shown in Column 7 includes service with previous employers.*

For and on behalf of the Board of Directors

Subir Das
Director
(DIN : 00199255)

Rajvinder Singh
Managing Director
(DIN: 06931916)

Place : Kolkata
Date : 9th August, 2023

Management Discussion and Analysis Report

ANNEXURE – G

India is one of the major Tea producing countries in the world & one of the finest producers of Tea.
All India production for the season 2022 was 1340.40 million kgs up to December against 1343.30 million kgs which is almost at par with last year.
Global Production of some major tea producing countries (in million kgs) given below:

Country	2021	2022	Variance
Srilanka	298.9	249.9	-16.39%
Kenya	537.9	527.2	-1.99%
Malavi	50.5	47.7	-5.45%
Bangladesh	99	85.2	-13.94%

Review of the company's Operations & Performance for the year 2022-23

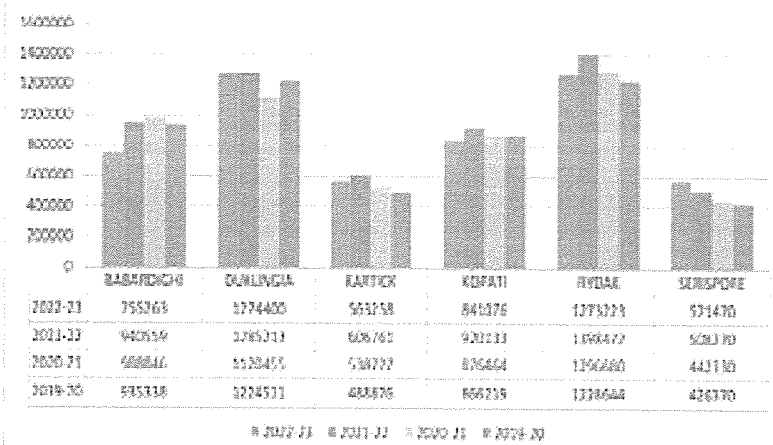
Company is having 6 Tea estates out of which 3 are in Dooars & 3 in Assam. During the Financial year under review your company recorded a production of 55,17,517 kgs out of which 52,29,268 kgs was our own crop 2,59,249 kgs out of bought leaf. Last year we manufactured 56,59,408 kgs & there was no bought leaf.
There was a deficit of 4,30,140 kgs in our own production which is 7.09% against last year. After considering the bought leaf the deficit came down to 1,41,891 kgs.
Saleable tea made & dispatched was 50,78,127 during the year against 54 07,580 kgs.
The turnover of the company for Year 2022-23 amounted to Rs 1,39,40,09,182 lacs as compared to Rs 1,47,82,67,473 lacs during 2021-22. This is about 5.70% lower than last year primarily because of loss of production by 7.09%. The average price realization of the company tea was 261.06 as compared to 259.08 against last year. There is a gain of Rs 1.98 per Kg. Cost of production also increased by 4.50% during the year.
Labour wages during the year were hiked by Rs 27/- (15%) because of that the percentage of employee benefit expenses in the cost has gone up to 65%. Because of labour wages & cost of material total expenses has gone up by more than 4.50% resulting in a dip in the profitability of the company.
Most of our estates faced dry and erratic weather pattern in the beginning of the season and extremely wet conditions during July, August & September resulting intense pest activity which ultimately affected crop intake.

Given below are certain parameters related to production & sale for the year 2022-23:

1. Tea Made

Tea Estate	2022-23	2021-22	2020-21	2019-20
Baradighi	7,55,263	9,40,559	9,88,846	9,35,338
Duklingia	12,74,400	12,85,213	11,20,455	12,24,511
Kartick	5,63,258	6,06,761	5,38,727	4,88,876
Kopati	8,41,076	9,20,133	8,76,464	8,66,219
Rydak	12,73,223	13,98,472	12,96,680	12,28,644
Serispore	5,17,470	5,08,270	4,42,330	4,26,370
Grand Total	**52,24,690**	**56,59,408**	**52,63,502**	**51,69,958**

Comparison of Tea Made



Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

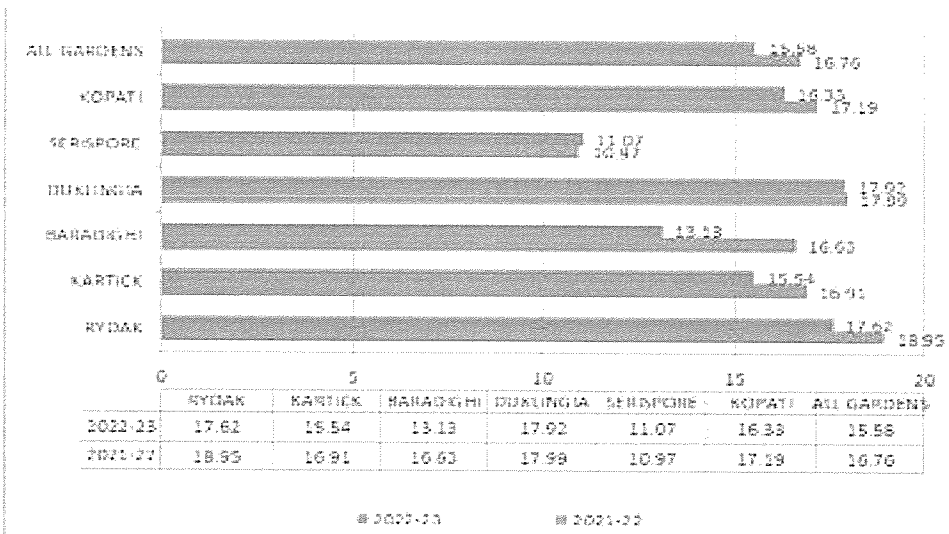
2. Price Realisation

Estate	2023	2022	2021	2020
Duklingia	271.51	257.33	271.69	206.00
Kopati	250.92	234.01	248.94	189.58
Serispore	177.09	173.09	182.05	144.32
Rydak	272.63	278.72	252.00	201.25
Baradighi	260.35	273.36	264.32	203.83
Kartick	305.62	304.47	286.15	222.83
RSL Total	**261.06**	**259.07**	**256.10**	**198.15**

3. Yield Summary

Estate	2021-22	2022-23
Rydak	18.95	17.62
Kartick	16.91	15.54
Baradighi	16.63	13.13
Duklingia	17.99	17.92
Serispore	10.97	11.07
Kopati	17.19	16.33
All Gardens	**16.76**	**15.58**

Rydak Syndicate Limited Yield Summary



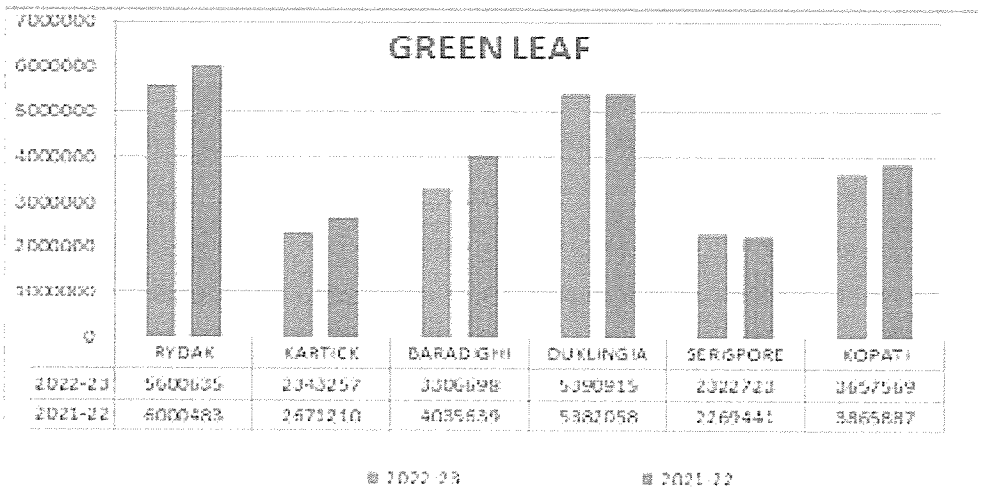
4. Green Leaf

Estate	2022-23	2021-22	VARIANCE	VARIANCE %
Rydak	56,00,635	60,00,483	-3,99,848	-6.66
Kartick	23,43,257	26,71,210	-3,27,953	-12.28
Baradighi	33,06,698	40,35,639	-7,28,941	-18.06
Duklingia	53,90,915	53,82,058	8,857	0.16
Serispore	23,22,723	22,69,441	53,282	2.35
Kopati	36,57,569	38,65,887	-2,08,318	-5.39
Total	**2,26,21,797**	**2,42,24,718**	**-16,02,921**	**-6.62**

Management Discussion and Analysis Report *(Contd.)*

ANNEXURE – G

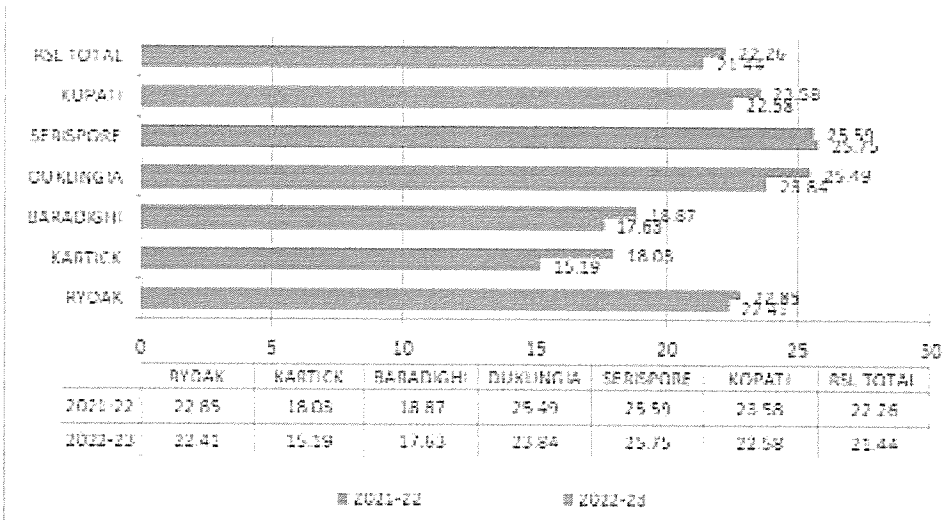
Green Leaf



5. **Leaf per Plucker**

Estate	2022-23	2021-22
Rydak	22.41	22.85
Kartick	15.19	18.03
Baradighi	17.63	18.87
Duklingia	23.84	25.49
Serispore	25.75	25.59
Kopati	22.58	23.58
RSLTotal	**21.44**	**22.26**

Leaf/Plucker



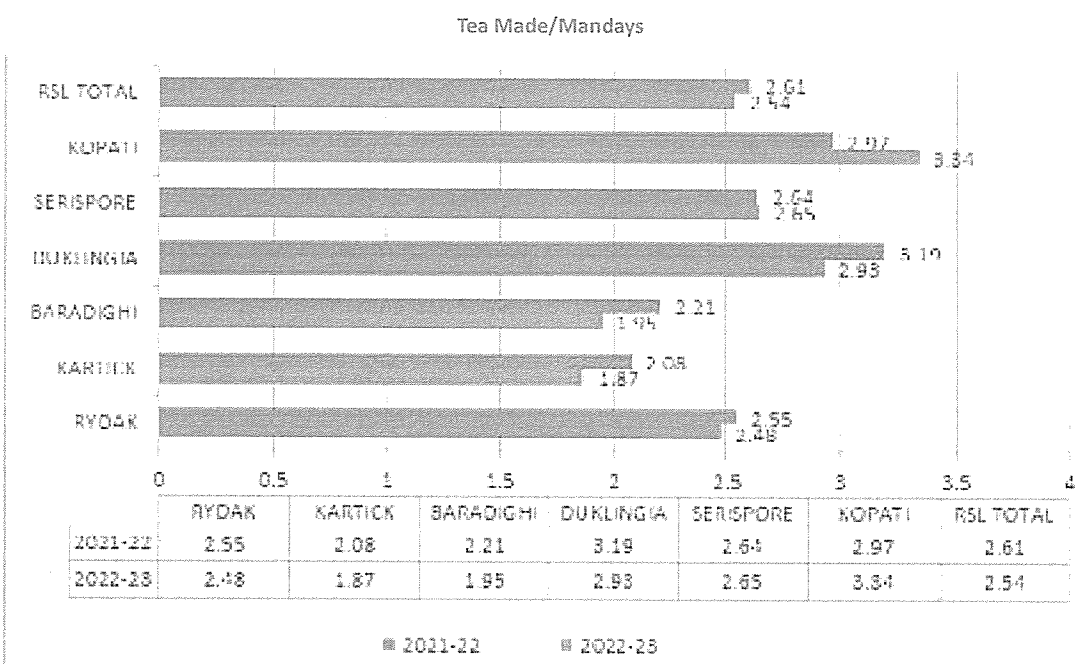
RSL

Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

6. Tea made per Mandays

Estate	2022-23	2021-22
Rydak	2.48	2.55
Kartick	1.87	2.08
Baradighi	1.95	2.21
Duklingia	2.93	3.19
Serispore	2.65	2.64
Kopati	3.34	2.97
RSLTotal	**2.54**	**2.61**



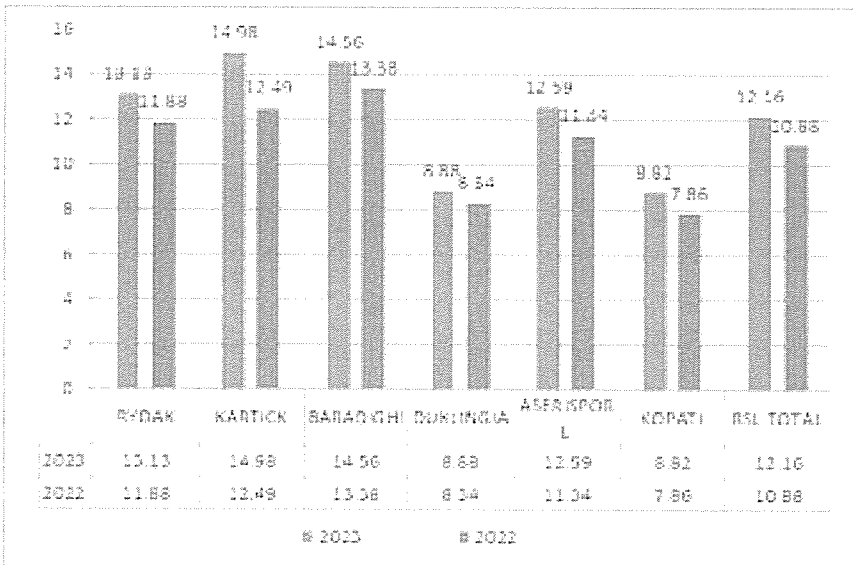
7. Electricity Cost

	Cost Per Kg	
Estate	2023	2022
Rydak	13.13	11.88
Kartick	14.98	12.49
Baradighi	14.56	13.38
Duklingia	8.88	8.34
Serispore	12.59	11.34
Kopati	8.82	7.86
RSL Total	**12.16**	**10.88**

Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

Analysis of Electricity cost



8. **Better cultivation practices continued with Planting & uprooting percentage at 2%.**
   Details of Replanting

Replanting	Hects
Rydak	21.26
Kartick	8.59
Baradighi	2.9
Duklingia	21.01
Serispore	3.5
Kopati	15.79
	73.05

Total – 73.05 (2.08%)

Jats:	Jats Planted	% Seed/ Clone	%
CLONES			
TV1	68,797	7%	9.51%
TV9	13,710	1%	1.89%
TV18	800	0%	0.11%
TV19	61,077	6%	8.44%
TV20	19,528	2%	2.70%
TV22	1,10,653	12%	15.29%
TV23			
TV25	1,20,422	13%	16.64%
TV26			
T3E3	4,860	1%	0.67%
S3A3	51,187	5%	7.07%

Management Discussion and Analysis Report *(Contd.)*

ANNEXURE – G

R1	660	0%	0.09
R2	950	0%	0.13
TENALI 17	2,52,962	27%	34.95
BETJAN	18,149	2%	2.15
TOTAL	**7,23,755**	**75.90%**	**99.64**
SEED			
ST270	7,975	1%	3.51
ST463	43,703	5%	19.25
ST469	0	0%	0
ST491	34,518	4%	15.2
ST520	1,43,591	15%	62.04
ST589	0	0%	0
TOTAL	2,29,787	24.10%	100%
GRAND TOTAL	**9,53,542**	**100%**	

During the FY – 2022-23 Replanting was only 2.08%. Your company continued to thrust on quality production and on green harvest reducing dependence on inorganic chemicals and fertilizers. Due to change in the climatic conditions company has accelerated and enhanced its capex expenditure mostly on irrigation. During the year under review two new units were commissioned one at Baradighi and Kartick Tea Estate.

Economic sustainability / Outlook for the coming season 2023

The year started on a bad note with very un- favorable weather conditions having a deficit of rainfall by 30% in Dooars & about 20% in Jorhat & Cachar belt. Temperature during April & the 1st fortnight of May were touching 39 Degree Celsius for days together. Dry weather & high temperatures have already hit the crop by 14% but we are hopeful that with the change in weather and better field practices the crop will pick up.

With the hostile weather conditions the pest activity was also on a rise affecting particularly Dooars & North bank area. Input costs would again go up with the increase in labour wages from Rs 232/- to Rs 250/-.The matter at present is subdued at Calcutta High Court. An increase of Rs 18/- would definitely impact the cash flow as well as the profitability of the company during 2023-24. In order to contain hostile weather conditions we are proposing to install 4 new irrigation units in Dooars covering approximately 300 hects between 3 estates of Dooars.

Fuel

During the year the cost of the production was adversely affected because of increase in fuel & other cost.

2021-22	2022-23	Variance
3,55,77,142.00	6,06,20,608.00	(+) 70.39%

Gas

2021-22	2022-23	Variance
81,84,357.00	1,59,34,338.00	(+) 95%

Cost of chemicals & fertilizers were up by 10%. We are expecting a wage increase in Assam which will be in-line with Dooars with the increase in the labour wages the cost of production would go up by Rs 10/- per kg. However efforts are being made to increase the crop by adopting Bio-organic means of cultivation and also to reduce our dependence on in organic chemicals & fertilizers.

We have started production of Vermi- Compost in all the estates.

Conservation of Energy

We will be looking forward for a positive outcome of the Cout case regarding Solar Power in Dooars Estates. We are in the process of converting all irrigation units to power grid from conventional gen sets.

Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

Technology Absorption

Efforts – In-house seminars, discussions and workshops have been an ongoing process for innovative ideas of production and knowledge updating. Employees are sponsored to attend different seminars and courses for their improvement in various aspects of functioning of the Company.

Benefits - The above steps have resulted in improvement of production and quality resulting in economy of cost and improved operational efficiency.

Internal Control System and their adequacy

Your Company's Internal Control Systems is commensurate with the nature and size of the business, and ensures proper safeguarding of assets, maintaining proper accounting records, and providing reliable and accurate information for the timely preparation of financial statements.

The Internal Audit Department headed by the Chief Internal Auditor carries out the internal audit of your Company, and findings and recommendations are placed before the Audit Committee periodically. Your Company is committed to the functioning of a quality and effective Internal Control System.

Further, the Company strives to maintain healthy relations with labour in the Estates, and employees in general.

Human Resource Development and Industrial Relations

Tea Industry is highly labour intensive. Industrial relation in all tea estates and other units continued to be cordial. The Company carries out various program for development of its executives at all levels. The Company would like to record appreciation of the whole hearted 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

The forward looking statements and the views expressed in the Management Discussion and Analysis Report are based on certain assumptions. The actual results, performance or achievements may differ materially from those stated therein. The Company shall not be held liable, in any manner, if the future turns out to be quite different, even materially.

For and on behalf of the Board of Directors

	Subir Das	Rajvinder Singh
	Director	*Managing Director*
Place : Kolkata	(DIN : 00199255)	(DIN: 06931916)
Date : 9th August, 2023		

Independent Auditor's Report

Independent Auditor's Report
To the Members of Rydak Syndicate Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Ind-AS Standalone financial statements of RYDAK SYNDICATE LIMITED ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2023, and the Standalone statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the Ind-AS Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind-AS Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind-AS Standalone Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit for the year, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind-AS Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind-AS Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
Estimation of Useful Life of Bearer Plants *(Refer note 2.6 & 3 of the Ind-AS Standalone Financial Statements)*	
The carrying value of Bearer Plants as on March 31, 2023 is Rs. 4,971.58 Lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgment. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense. As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually. As per Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount. This matter has been identified as a key audit matter due to significant estimates / judgment involved in estimating useful life for this asset.	Our audit procedures included the following: • Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience. • Evaluated the assumptions and critical judgments used by the management and tested the underlying supporting documents / details. • Assessed the related disclosures in the standalone Ind AS financial statements. Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.

Independent Auditor's Report *(Contd.)*

Valuation of Biological Assets and agriculture produce *(Refer note 2.5 & 9 of the Ind-AS Standalone Financial Statements)*	
As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date through the use of valuation model and recent transaction prices. As at March 31, 2023, the carrying value of biological assets included under current assets is Rs. 22.05 Lakhs. Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realizable value. For harvested or un-harvested green leaves. Since there is no active market for own leaves, significant judgment is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of un-plucked leaf. Accordingly, this matter has been identified as a key audit matter.	Our audit procedures included the following: • Understood, evaluated and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory. • Assessed the significant assumptions used in the valuation model with reference to available market information, • Tested the data inputs used and compared them with underlying supporting documents. • Assessed the related disclosures in the standalone Ind AS financial statements for compliance with disclosure requirements. • Testing the consistency of application of the fair value approaches and models over the years.
Valuation & Impairment of Investment in Associate and other than in Associate *(Refer note 2.9, 5 & 6 of the Ind-AS Standalone Financial Statements)*	
The Company has equity investments in associates and other companies. It also has made investments in preference shares in other companies. The Company accounts for equity investments in associate at cost (subject to impairment assessment) and other investments at fair value For investments carried at cost amounting to where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognised. For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109. The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgment and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rates, terminal growth rate etc.	Our audit procedures included the following: • Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments. • Assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us. • We have discussed the forecasted results of the investments with management and also reviewed the substantiation of the forecasts based on historical information. • We have reviewed the market value of assets provided by the management based upon prevalent market conditions and evidences of the market value of the assets. • Evaluated the adequacy of the disclosures made in the Standalone Financial Statements.

Independent Auditor's Report *(Contd.)*

Impairment of trade receivables *(Refer note 10 of the Ind-AS Standalone Financial Statements)*	
As at 31 March 2023 the Company held Rs. 137.19 Lakhs of Trade Receivables. As disclosed in Note 10, these amounts are receivable from customers across the country and a majority of these trade receivables are not secured. The determination of whether trade receivables will be realized at the stated amounts, requires management to exercise judgment and apply assumptions relating to expectations of recovery from past due customers also considering the market in which the customers operate due to which this matter was considered as a key audit matter.	Our audit procedures included the following: • We assessed the management's process, systems and controls implemented over the identification of past due receivables and the assessment of impairment of doubtful debts thereon. • We verified the subsequent receipts of money for outstanding invoices on a sample basis, in ascertaining whether an increased credit risk is identified with regard to the Groups trade dues. • For past due customers, we inquired reasons for being long overdue, and assessed whether the resultant credit risk has been considered by management in their impairment assessment. We also assessed the adequacy of disclosures made in relation to impairment of trade receivables in Note 10 to the Ind AS financial Statements.
Amortization of Interest payable to a Group Company *(Refer note 26 of the Ind-AS Standalone Financial Statements)*	
The Company entered into an agreement with a Group Company from whom ICD was taken, for amortization of Interest Payable on ICD considered at fair value. Net gain arrived on this amortization of financial liability measured at FVTPL amounting to Rs. 64.11 Lakhs has been considered as other Income.	• We assessed the Financial Liability of Interest payable to the Group Company as on the date of Agreement. • We analyzed the effect of Amortization process after verifying the signed agreement entered between the Company and the other party (Group Company). • Considered the terms of deferment of ICD payment installment. • Carried out checking of calculation at FVTPL of the liability of Interest and accordingly verified the net gain on amortization.

Emphasis of Matter

a) *We draw your attention to the Note No. 44 (v) of the Standalone Financial Statements regarding preparation of these financial statements without giving effect of the Scheme of Arrangement, pending approval of the said Scheme by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench.*

b) *We draw your attention to Note No. 44(vii) of the Standalone Financial Statements regarding pending confirmation from certain parties. The Management does not expect any material difference affecting the current year's financial statement due to the same.*

Our Opinion is not modified in respect of this matter.

Information other than the Ind AS Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Return but does not include the Ind AS Standalone Financial Statements and our Auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Ind-AS 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 Ind-AS Standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

Independent Auditor's Report *(Contd.)*

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 implementation and maintenance of 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 Ind-AS 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 Ind-AS 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 Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind-AS Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS 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 the material misstatement of the Ind AS financial statement, 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 financial controls 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 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS Standalone Financial Statements, including the disclosures, and whether the Ind AS Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Ind AS Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Independent Auditor's Report *(Contd.)*

Report on Other Legal and Regulatory Requirements

I. As required by the Companies (Auditor's 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 - A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.

d) In our opinion, the aforesaid Ind-AS Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

II. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on the financial position in its standalone financial statements [Refer Note No. 44(i) to its Standalone Financial Statements]

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, 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;

Independent Auditor's Report *(Contd.)*

(C) Based on the audit procedures 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.

v. As stated in Note 36(b) to the standalone financial statements

(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

III. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
UDIN: 23057620BGVKJA9203

Kolkata
30th May, 2023

Annexure - A to the Independent Auditor's Report

The Annexure A referred to in paragraph 1 under the heading **'Report on Other Legal & Regulatory Requirements'** of our report of even date to the Ind-AS financial statements of the Company for the year ended March 31, 2023, we report that:

(i) a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment;

(B) The Company does not have any intangible assets. Hence, clause (a)(B) of Paragraph 3(i) of the Order is not applicable to the Company. b) The Property, plant and equipment have been physically verified by the management at reasonable intervals. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.

b) The Property, plant and equipment have been physically verified by the management at reasonable intervals. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.

c) Based on our audit procedure and the information and explanations given to us by the management, the title deeds of all immovable properties disclosed in financial statements are held in the name of the company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).

d) According to the information and explanations given to us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and/or Intangible assets during the year ended 31st March, 2023.

e) According to the information and explanations given to us and the records of the company examined by us, no proceeding have been initiated during the year or are pending against the Company as at March 31,2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

(ii) (a) The inventory has been physically verified during the year by the management (except for teas lying with Agents). In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.

(b) According to the information and explanations given to us and on the basis of our examination of the records, the Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/financial institutions on the basis of security of current assets. The Quarterly returns / statements filed by the company are in agreement with the books of accounts.

(iii) According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) (a) to (f) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not granted any loans, guarantees or securities as specified under section 185 and 186 of the Companies Act 2013. Moreover, in our opinion the company has complied with the provisions of section 186 of the Companies Act 2013 with respect to the investment made.

(v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income-tax, Goods and Services Tax and other material statutory dues, as applicable have been regularly deposited during the year by the Company with the appropriate authorities and there are no arrear of undisputed statutory dues as at March 31,2023 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us, there are no dues of Goods and Services Tax and other material statutory dues which have not been deposited as on 31st March, 2023 with appropriate authorities on account of any dispute except the following:

Annexure - A to the Independent Auditor's Report

Name of the statute	Nature of dues	Amount (in Rs)	Period to which the amount relates	Forum where dispute is Pending
Income Tax Act, 1961	Central Tax	4,37,700/-	2013-2014	CIT (A) Rs. 3,00,330/-
Income Tax Act, 1961	Central Tax	51,10,051/-	2016-2017	CIT (A)
Income Tax Act, 1961	Central Tax	1,93,04,840/-	2018-2019	CIT (A)
Income Tax Act, 1961	Central Tax	2,25,28,400	2020-2021	CIT (A)
Income Tax Act, 1961	Central Tax	21,80,240	2021-2022	CIT (A)

(viii) According to the information and explanations given to us and based on our examination of the books of accounts and other records, the company does not have any transactions unrecorded in the books of account and which were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961. Hence reporting of other information under clause 3 (viii) of the said Order is not required.

(ix) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.

b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not been declared as a willful defaulter by any bank or financial institutions or other lender. Hence reporting of information under clause 3 (ix) (b) of the said Order is not applicable.

c) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of term loans. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.

d) According to the information explanation provided to us, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the company.

e) According to the information and explanations given to us and based on our examination of the other records, the company has not taken any fund from any entity or person on account of or to meet the obligations of its associates (the company does not have any subsidiaries or joint venture). Hence reporting of information under clause 3 (ix) (e) of the said Order is not applicable.

f) Based upon the audit procedures performed and the information and explanations given by the management, we report that the company has not raised loans during the year on the pledge of securities held in its associates companies (the company does not have any subsidiaries or joint venture). Hence, reporting of other information under clause 3 (ix) (f) of the said Order is not applicable.

(x) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) during the year. Hence, paragraph 3(x)(a) of the Order is not applicable to the Company.

b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the reporting under Paragraph 3 (x)(b) of the Order is not applicable to the Company.

(xi) a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

b) Based upon the audit procedures performed and the information and explanations given by the management, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

c) Based upon the audit procedures performed and the information and explanations given by the management, there have been no whistle blower complaints received by the Company during the year.

Annexure - A to the Independent Auditor's Report

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the reporting under Paragraph 3 (xii) (a) to (c) of the Order is not applicable to the Company.

(xiii) Based upon the audit procedures performed and the information and explanations given by, the management, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind-AS Financial Statements as required by the applicable accounting standards.

(xiv) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has an internal audit system commensurate with the nature and size of the business.

b) Based upon the audit procedures performed, we report that the Internal audit report has been taken into due consideration while determining the nature, timing and extent of our audit procedures.

(xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as per the provisions of Sec 192 of the Companies Act, 2013. Accordingly, the reporting under Paragraph 3 (xv) of the Order is not applicable to the Company.

(xvi) a) According to the information and explanations provided to us and based on our examination of records of the Company, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.

b) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c) Based upon the audit procedures performed and the information and explanations given by the management, the Company is a not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under Paragraph 3 (xvi)(c) of the Order is not applicable to the Company.

d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and hence reporting under Paragraph 3 (xvi)(d) is not applicable.

(xvii) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not incurred any cash losses during the current period and immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.

(xviii) Based upon the audit procedures performed and the information and explanations given by the management, there has been no resignation of the statutory auditors during the year. Hence, reporting under Paragraph 3 (xviii) of the Order is not applicable to the Company.

(xix) Based According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realizations of financial assets and payment of the financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to belief that any material uncertainty exists as on the date of the audit report that company is not capable of 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.

We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the company as and when they fall due.

(xx) Based upon the audit procedures performed and the information and explanations given by the management, the Company does not have any unspent amount under sub-section (5) of section 135 of the said Act. Hence, reporting under Paragraph 3 (xx)(a) and 3(xx)(b) of the Order are not applicable to the Company.

for R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
UDIN:23057620BGVKJA9203

Kolkata
30th May, 2023

Annexure - B to the Independent Auditor's Report

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **RYDAK SYNDICATE LIMITED** ("the Company") as of 31st March, 2023 in conjunction with our audit of the Ind-AS Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS Standalone 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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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 Ind-AS Standalone 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 Ind-AS Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS Standalone financial statements.

Annexure - B to the Independent Auditor's Report

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, 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.

for R. Kothari & Co LLP

Chartered Accountants

Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni

Partner

Membership Number: 057620

UDIN: 23057620BGVKJA9203

Kolkata

30th May, 2023

Balance Sheet

as at 31st March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	No	31st March 2023	31st March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3	6,580.80	6,270.56
Capital work-in-progress	4	454.36	438.02
Financial assets			
Investment in associate	5	-	1.23
Investments other than associate	6	60.75	55.01
Deferred tax assets (net)	7	453.84	290.25
Total non-current assets		**7,549.75**	**7,055.07**
Current assets			
Inventories	8	2,729.98	2,506.00
Biological assets other than bearer plants	9	22.05	47.44
Financial assets			
(i) Trade receivables	10	137.19	97.25
(ii) Cash and cash equivalents	11	611.42	902.98
(iii) Other financial assets	12	39.61	34.57
Current tax asset (net)	13	370.46	267.82
Other current assets	14	228.30	233.21
Total current assets		**4,139.01**	**4,089.27**
Total assets		**11,688.76**	**11,144.34**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	97.31	97.31
Other equity	16	6,560.03	5,494.14
Total equity		**6,657.34**	**5,591.45**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	17	563.01	777.71
Provisions	18	972.37	975.62
Other non current financial liabilities	19	1,078.86	1,119.26
Total non-current liabilities		**2,614.24**	**2,872.59**
Current liabilities			
Financial liabilities			
(i) Borrowings	20	160.02	283.37
(ii) Trade payables			
a) Total outstanding dues of micro enterprises and small enterprises	21	36.49	92.19
b) Total outstanding dues other than micro enterprises and small enterprises		659.48	778.46
(iii) Other financial liabilitieS	22	1,186.35	1,145.57
Other current liabilities	23	75.09	75.22
Provisions	24	299.75	305.49
Total current liabilities		**2,417.18**	**2,680.30**
Total equity and liabilities		**11,688.76**	**11,144.34**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Statement of Profit and Loss

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	Note	31st March 2023	31st March 2022
Income			
Revenue from operations	25	13,709.18	14,346.68
Other income	26	230.91	435.99
Total income		**13,940.09**	**14,782.67**
Expenses			
Cost of materials consumed	27	276.41	-
Changes in inventories of finished goods	28	(401.23)	97.66
Change in carrying amount of biological assets other than bearer plant ((gain)/loss)	29	25.39	(13.51)
Employee benefits expense	30	8,456.44	8,284.78
Finance costs	31	98.56	147.79
Depreciation expense	3	314.99	308.77
Other expenses	32	4,080.27	3,468.57
Total expenses		**12,850.83**	**12,294.06**
Profit before tax		**1,089.26**	**2,488.62**
Tax expense:			
- Current tax	34	82.84	172.17
- Deferred tax	34	(138.08)	17.32
Total tax expenses		**(52.24)**	**189.49**
Profit for the year		**1,144.50**	**2,299.13**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	38	89.53	131.94
Income tax relating to these items	34	(25.52)	(33.88)
Other comprehensive income for the year, net of tax		**64.01**	**98.07**
Total comprehensive income for the year		**1,080.49**	**2,201.06**
Earnings per equity share: Basic and Diluted (Nominal value per Share Rs.10)		117.61	236.26

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP

Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Cash Flow Statement

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars		31st March 2023	31st March 2023
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Tax	1,089.27	2,488.62
	Adjustments for:		
	Depreciation expenses	314.99	308.77
	Net gain on fair valuation of financial assets	(64.11)	-
	Changes in Biological Assets	25.39	-
	Finance cost	98.55	147.79
	Provision For Bad & Doubtful Debts and Advances	59.26	-
	Sundry Balances Written off	6.66	-
	Provisions	(5.74)	-
	Interest on FD Received	(3.99)	(2.70)
	Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	(5.85)	(4.44)
	Operating Profit before Working Capital Changes	**1,514.43**	**2,938.04**
	Adjustments for:		
	Non-Current/Current financial and other assets	(106.01)	252.08
	Inventories	(223.98)	(99.68)
	Non-Current/Current financial and other liabilities/provisions	(174.43)	(626.68)
	Cash generated from operations	**1,010.01**	**2,463.76**
	Income Tax paid	(185.48)	(11.00)
	Net Cash flow from Operating activities	**824.52**	**2,452.76**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Payment for purchase of property, plant and equipment	(698.00)	(631.27)
	INVESTMENTS	-	-
	Interest On FD received	3.99	2.70
	Net Cash used in Investing activities	**(693.62)**	**(628.57)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds/(Repayment) of short term borrowings	(123.35)	(768.10)
	Proceeeds from long term borrowings	(150.81)	(52.90)
	Interest paid	(133.63)	(161.31)
	Dividend paid	(14.60)	(9.73)
	Net Cash used in financing activities	**(422.40)**	**(992.04)**
	Net increase in cash & Cash Equivalents	(291.50)	832.15
	Cash and Cash equivalents as at the beginning of the year	902.92	70.83
	Cash and Cash equivalents as at the end of the year	**611.42**	**902.98**

Note-

1) The above cashflow statement have been prepared using "Indirect Method" as set out in Ind AS 7 - Statement of cashflows.
2) Cash and cash equivalents includes cash on hand, balances with banks in current account. Refer note 13.
3) In case of Company's financing activities (including) borrowings there are no non-cash transactions as impact of changes in foreign exchange rates.
4) Previous year figures have been regrouped/rearranged whether considered necessary to conform to current years presentation.

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Statement of changes in equity

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

A. Equity share capital

Description	Amount
As at 01 April 2021	97.31
Changes in equity share capital	-
As at 31 March 2022	**97.31**

Description	Amount
As at 01 April 2022	97.31
Changes in equity share capital	-
As at 31 March 2023	**97.31**

B. Other equity

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2021	45.59	1,305.92	1,951.30	3,302.81
Profit for the year	-	-	2,299.13	2,299.13
Other comprehensive income	-	-	(98.07)	(98.07)
Total comprehensive income	-	-	**2,201.06**	**5,503.87**
Transfer to General Reserve	-	4,000.00	(4,000.00)	-
Dividend paid	-	-	(9.73)	(9.73)
Balance at 31 March 2022	**45.59**	**5,305.92**	**142.63**	**5,494.14**

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2022	**45.59**	**5,305.92**	**142.63**	**5,494.14**
Profit for the year	-	-	1,144.50	1,144.50
Other comprehensive income	-	-	(64.01)	(64.01)
Total comprehensive income for the year	-	-	**1,080.49**	**1,080.49**
Transfer to General Reserve	-	-	-	-
Dividend paid	-	-	(14.60)	(14.60)
Balance as at 31 March 2023	**45.59**	**5,305.92**	**1,208.52**	**6,560.03**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Notes to Financial Statements

for the year ended 31 March 2023

1 General Information

Rydak Syndicate Limited ia a Company incorporated under the Companies Act, 2013. The Company's shares are listed on the Calcutta Stock Exchange. The Company is engaged in harvesting, manufacturing and selling of tea. The company has also commenced operations commercially as a Tea Tourism operation in Dooars Region in the name of Baradighi – The Bungalow by converting one of its heritage bunglow into a commercial property.

The financial statements as at 31 March 2023 present the financial position of the Company.

The functional and presentation currency of the Company is Indian Rupee ("INR") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on signing date of accounts 30th May, 2023.

2.0 Significant accounting policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

2.1 Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2016.

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

2.2 Basis of preparation

"These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

a) certain financial assets and liabilities that is measured at fair value;

b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell."

2.3 Use of estimates and critical accounting judgments

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of property, plant and equipment, intangible assets, impairment of property, plant and equipment, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.4 Property, plant and equipment

"An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items. The Company,s tea bushes qualify as bearer plants under the defination in Ind AS 41 and are therefore accounted for as a part of property, plant and equipment."

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs, if any, during the period of construction is capitalised as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

2.5 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.

2.6 Depreciation methods, estimated useful lives and residual value of property, plant and equipment

"Depreciation, other than bearer plant, is calculated using written down value method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation.

Bearer plants are depreciated using straight line method from the date when they are ready for commercial harvest.

The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use."

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:

Particulars	Useful life (in years
Plant and machinery	15
Furniture and Fixture	10
Building	60
Bearer plants	74
Office equipments	3 - 10
Vehicles	8 - 10
Software	5

In initial years company adopted to 80 years of normal life on trial basis and data analysis was further undertaken by the management which suggests an normal life of 75 years on average embracing the total coverage of 6 Tea Estates spread over entire tea cultivation area. It was empirically ascertained to a minor adjustmentof 75 years of normal life of tea bushes on overall basis as per the management decision adopted during thecurrent year.

2.7 Impairment of non-financial assets

"Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period."

2.8 Leases

For these short-term leases, non-lease components and lease of low value assets, the Company recognizes the lease rental payments as an operating expense.

2.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

Other bank balances

Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage or having maturities of more than three months from the date of such deposits.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

Financial assets measured at fair value through profit or loss

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

(b) Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables

Financial liabilities such as trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Borrowings

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.10 Employee benefits

(a) Post employment obligations

Defined contribution plans

The Company makes provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans - Gratuity

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets, if any. This cost is included in employee benefit expense in the statement of profit and loss.

"Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost."

(b) Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.11 Government grants

"Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government Grant that are receivable as a compensation for expenses or losses incurred for the purpose of giving immediate financial support with no future related cost are recognised in statement of Profit and loss in the year it is received.

Tea Plantation Subsidy and other subsidies is accounted for on acceptance from the concerned authorities."

2.12 Provisions

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

2.13 Income taxes

"The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity 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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.14 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

Sale of goods

Revenue from sale of goods is recognised when the Company perform its obligations to its customers and, the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably. The timing of such recognition is when the control over the same is transferred to the customer, which is mainly upon delivery.

Sale of services

Income from services is accounted at a point in time as per the assessment of Ind AS 115. No revenue is recognized if there are significant uncertainties regarding recovery of the amount due and associated costs.

2.15 Income recognition

a) Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

b) Dividend income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

2.16 Inventories

"Raw materials including harvested tea leaves, produced from own gardens are measured at lower of cost and net realisable value. Cost being the fair value less cost to sell at the point of harvest of tea leaves.

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost 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."

2.17 Research and development

Revenue expenditure on research and development is recognised as a charge in the Statement Profit and Loss. Capital expenditure on assets acquired for research and development is added to Property, plant and equipment, if any.

2.18 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundreds as per the requirements of Schedule III, unless stated otherwise.

(Rs in Lakhs unless otherwise stated)

Note 3 : Property, plant and equipment

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As at 01 April 2022	Addition/ Adjust-ments	Deductions/ Adjustments	As at 31 March 2023	As at 01 April 2022	Charge dur-ing the year	Deductions/ Adjustments	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Leasehold land	203.73	-	-	203.73	-		-	-	203.73	203.73
Buildings	754.70	30.65	-	785.35	125.10	31.89	-	156.99	628.36	629.60
Plant & Machinery	1,447.22	199.76	-	1,646.98	871.63	121.79	-	993.42	653.56	575.59
Furniture & Fixture	74.47	2.23	-	76.70	20.20	15.98	-	36.18	40.52	54.27
Motor & Other Vehi-cles	258.34	8.89	-	267.23	173.20	28.74	-	201.94	65.29	85.14
Office equipments	17.14	4.95	-	22.09	11.79	4.05	-	15.84	6.25	5.35
Bearer plant	5,425.53	378.75	-	5,804.28	731.68	101.02	-	832.71	4,971.58	4,693.85
Plant & Machinery Spares	57.45	-	-	57.45	34.43	11.51	-	45.94	11.51	23.03
Total	**8,238.59**	**625.24**	**-**	**8,863.82**	**1,968.03**	**314.99**	**-**	**2,283.02**	**6,580.80**	**6,270.56**

Particulars	Gross carrying amount				Accumulated Depreciation				Net Carrying Amount	
	As at 01 April 2021	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2022	As on 01 April 2020	Charge dur-ing the year	Deductions/ Adjustments	As at 31 March 2022	As at 31 March 2022	As at 31 March 2021
Leasehold land	203.73	-	-	203.73	-	-	-	-	203.73	203.73
Bearer plant	5,132.82	292.72	-	5,425.53	635.85	95.83	-	731.68	4,693.85	4,496.96
Buildings	684.90	69.81	-	754.70	93.74	31.36	-	125.10	629.60	591.15
Plant & Machinery	1,358.56	88.66	-	1,447.22	753.78	117.85	-	871.63	575.59	604.78
Furniture & Fixture	47.15	27.32	-	74.47	5.31	14.88	-	20.20	54.27	41.84
Motor & Other Vehi-cles	252.09	6.24	-	258.34	135.59	37.61	-	173.20	85.14	116.50
Office equipments	14.01	3.13	-	17.14	9.14	2.65	-	11.79	5.35	4.87
Plant & Machinery Spares	34.78	22.67	-	57.45	25.84	8.59	-	34.43	23.03	8.94
Total	**7,728.04**	**510.55**	**-**	**8,238.58**	**1,659.25**	**308.77**	**-**	**1,968.03**	**6,270.56**	**6,068.77**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note 4: Capital work-in-progress

Description	As at 01 April 2022	Addition	Deductions / Adjustments	Closing as at 31 March 2023
Bearer plant - young trees	378.75	408.71	(378.75)	408.71
Others	59.27	45.64	(59.27)	45.64
Total	**438.02**	**454.36**	**(438.02)**	**454.36**

Description	As at 01 April 2021	Addition	Deductions /Adjust-ments	Closing as at 31 March 2022
Bearer plant - young trees	317.31	354.16	(292.72)	378.75
Others	-	59.27	-	59.27
Total	**317.31**	**413.44**	**(292.72)**	**438.02**

As at March 31, 2023

Particulars	Amount of 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:			-	-
Young Tree	408.71	-	-	-
Irrigation Project	45.65	-	-	-
Total	**454.36**			

As at March 31, 2022

Particulars	Amount of 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:			-	-
Young Tree	378.75	-	-	-
Irrigation Project	59.27	-	-	-
Total	**438.02**			

(i) Property, plant and equipment pledged as security

Refer to note 18 for information on property, plant and equipment pledged as security by the Group.

(ii) Contractual obligations

Refer to note 45 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iii) The Company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988).

(iv) Title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

Note: 5 Investment in associate

Particulars	31st March 2023	31st March 2022
Unquoted		
Investments in equity instruments		
Sangam Investments Ltd	-	1.23
Total	**-**	**1.23**
(a) Aggregate amount of unquoted investments	**-**	**1.23**
Aggregate amount of Diminution in value of investments	**1.23**	**-**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 6 Investments other than associate

Particulars	31st March 2023	31st March 2022
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Unquoted		
a) Woodland Multiplicity Hospitals Limited 1,130 (31st March 2022 : 1130) Equity Shares of Rs 10 each fully paid up	3.81	2.11
b) ABC Tea Workers' Welfare Services (Formerly Assam Bengal Cereals Ltd.) 1000 (31st March 2022 : 1000) Equity Shares of Rs 10 each fully paid up	0.11	0.10
c) Allied International Products Limited 21,500 (31st March 2022 : 21,500)Equity Shares of Rs 10 each fully paid up	0.22	0.22
d) Cachar Club Limited 20 (31st March 2022 : 20) Equity Shares of Rs 10 each fully paid up	0.02	0.02
e) Jalpaiguri Club Limited 20 (31st March 2022 : 20) Equity Shares of Rs 10 each fully paid up	-	-
*f) 23-1/2% Debenture In East India Clinic Limited of Rs 100 each fully paid up (Net off Provision in the Dimunition in the Value of Investment)	-	0.02
*g) Rs 9000/- 5% Non Reedemable Debenture Stock 1957 fully paid up (Net off Provision in the Dimunition in the Value of Investment)	-	0.09
Other Investments through FVTPL		
Investment in preference share - Others		
Unquoted		
3 Preference shares of Rs 10 each fully paid up	-	-
ii) Quoted		
Investment in Equity Shares		
Dhelakhat Tea Company Limited 62,924 (31st March 2022 : 62,924) Equity Shares of Rs 10 each fully paid up	56.59	52.45
Total	**60.75**	**55.01**

Particulars	31st March 2023	31st March 2022
(a) Aggregate carrying amount of quoted investments	56.59	52.45
(b) Aggregate market value of quoted investments	56.59	52.45
(c) Aggregate amount of unquoted investments	4.17	2.56
(d) Aggregate amount of Diminution unquoted investments	0.01	-

The above shares & securities are held in physical form in the name of the company and the same is in process of dematerialisation

Note: 7 Deferred tax assets (net)

Particulars	31st March 2023	31st March 2022
Deferred tax asset		
Expenses allowable on payment basis	354.51	269.63
Inventory - black tea	104.43	12.53
Investments	-	1.06
Gross deferred tax assets	**458.94**	**283.22**
Deferred tax liability		
Property, plant and equipment	5.10	(6.05)
Biological asset other than bearer plant	-	(0.99)
Gross deferred tax liability	5.10	(7.04)
Net deferred tax asset	**453.84**	**290.25**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 8 Inventories

Particulars	31st March 2023	31st March 2022
Stock of tea	2,333.61	1,932.38
Stores and spares	396.37	573.62
Total	**2,729.98**	**2,506.00**

Note : 9 Biological assets other than bearer plants

Particulars	31st March 2023	31st March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	22.05	47.44
Total	**22.05**	**47.44**

Reconciliation of changes in the carrying amount of biological assets	31st March 2023	31st March 2022
Opening balance	47.44	17.70
Gain/ (loss) arising from changes in fair value less costs to sell	5.38	-
Increases due to purchases/ flushing during the year	-	47.44
Decreases due to harvest during the year	(30.77)	(17.70)
Closing balance	**22.05**	**47.44**

Note: Unharvested tea leaves on bushes as on 31 March 2023 was 69,478 at Rs 31.74/- 31st March 2022 - 1,97,674 kgs)at 24/-

Note-10 Trade Receivables

Particulars	31st March 2023	31st March 2022
Unsecured, considered good	137.19	97.25
Undisputed – Credit Impaired	343.81	339.61
Less: Allowance for Credit Loss	(343.81)	(339.61)
Total	**137.19**	**97.25**

Refer note 39 for credit risk and market risk on trade receivable.

Note: 11 Cash and cash equivalents

Particulars	31st March 2023	31st March 2022
Cash and cash equivalents		
Cash in hand	10.45	37.12
Balances with banks:		-
- In current account	291.21	808.91
Deposits with original maturity for less than 3 months	250.00	-
Other Bank Balances		
On unpaid dividend account	2.90	4.68
*Deposits with original maturity more than 3 months but less than 12 months	56.86	52.27
Total	**611.42**	**902.98**

*Represents deposits kept with bank for issuing bank guarantee having remaining maturity of less than 12 months from the balance-sheet date.

Note: 12 Other financial assets - Current

Particulars	31st March 2023	31st March 2022
Security deposits	39.61	34.57
Total	**39.61**	**34.57**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 13 Current tax asset (net)

Particulars	31st March 2023	31st March 2022
Advance income tax, tax deducted at source and refund receivable	370.46	267.82
Total	**370.46**	**267.82**

Note: 14 Other current assets

Particulars	31st March 2023	31st March 2022
Advance to staff	23.68	15.26
Advance to vendor		
Considered Good	17.53	104.59
Considered Doubtful	55.06	-
Less: Allowance for impairment loss	(55.06)	-
	17.53	**104.59**
Others		
Balances with excise and other government authorities	179.49	104.58
Prepaid expenses	7.60	8.78
	187.09	**113.36**
Total	**228.30**	**233.21**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 15 Equity share capital

Particulars	31st March 2023	31st March 2022
Authorized shares		
12,00,000 Equity shares of Rs 10 each	120.00	120.00
Issued, subscribed and fully paid-up shares		
9,73,128 Equity shares of Rs.10 each	97.31	97.31
	97.31	**97.31**

(i) Movement in equity share capital

Particulars	31st March 2023		31st March 2022	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	9.73	97.31	9.73	97.31
Issued during the year	-	-	-	-
Outstanding at the end of the year	**9.73**	**97.31**	**9.73**	**97.31**

(ii) **Terms / rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) **Details of shareholders holding more than 5 % shares in the company**

Particulars	31st March 2023		31st March 2022	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs 10 each fully paid-up				
1. Jardine Henderson, Limited	4.85	49.88	4.85	49.88
2. Sripadam Investments Ltd.	0.81	8.33	0.81	8.33
3. Kant & Co. Ltd.	1.01	10.35	1.01	10.35
4. Monet Securities Private Limited	0.59	6.06	0.59	6.06

As per records of the Company, the above shareholding represents both legal and beneficial ownership of shares.

(iv) During the period of 5 years immediately preceeding the balance sheet date, no shares were issued for consideration other than cash. Also, no bonus shares were issued and no shares were bought back by the company during the said period.

Details of Promoter Shareholder in the Company is as below:-

Particulars	31st March 2023		31st March 2022	
	No. of shares	% of holding	No. of shares	% of holding
1. Jardine Henderson, Limited	4.85	49.88	4.85	49.88

Note: 16 Other equity

Particulars	31st March 2023	31st March 2022
Reserve and surplus		
(a) Securities premium account	45.59	45.59
(b) General reserve	5,305.92	5,305.92
(c) Retained earnings	1,208.52	142.63
Total	**6,560.03**	**5,494.14**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 16(a) Securities premium account

Particulars	31st March 2023	31st March 2022
Opening balance	45.59	45.59
Movement during the year	-	-
Closing balance	**45.59**	**45.59**

Note: 16(b) General reserve

Particulars	31st March 2023	31st March 2022
Opening balance	5,305.92	1,305.92
Amount transferred from retained earnings	-	4,000.00
Closing balance	**5,305.92**	**5,305.92**

Note: 16(c) Retained earnings

Particulars	31st March 2023	31st March 2022
Opening balance	142.63	1,951.30
Net profit/ (loss) for the year	1,144.50	2,299.13
Amount transfer to General Reserve	-	(4,000.00)
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	(64.01)	(98.07)
Dividend paid	(14.60)	(9.73)
Closing balance	**1,208.52**	**142.63**

Nature and purpose of other reserves

a) **Securities premium account**

Securities premium account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

b) **General reserve**

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

c) **Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Note: 17 Borrowings

Particulars	31st March 2023	31st March 2022
Secured		
Term Loan		
- From Banks	98.88	271.75
- From Others	109.45	111.19
Less: Shown under Short Term Borrowings	(173.85)	(233.37)
	34.48	**149.57**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	31st March 2023	31st March 2022
UnSecured		
Inter Corporate Deposit	592.64	628.14
Less: Amortisation of Loan	(64.11)	-
	528.53	628.14
Total	**563.01**	**777.71**

Nature of Security	Terms of Repayment
Term loan from banks includes ECLGS Loan from Kotak Mahindra Limited i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of M/s Rydak Syndicate's on Baradighi Tea Estate and Duklingia Tea Estate. ii) Primary Security-Pari Pasu charge on the existing and future current asset of the company.	Equated Monthly Installments beginning from the month subsequent to taking of the Loans.
Term Loan (Auto Loans) Taken from Bank are secured against the hypothecation of respective vehicles	Repayble in equated instalment of Rs. 2.17 Lakhs with 12 months

Intercorporate deposit from body corporates are unsecured and are repayable on demand. The above deposit carry interest @ 7% p.a. (31 March 2022 :@ 7%p.a.)

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender inaccordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

Note: 18 Provisions (Non-current)

Particulars	31st March 2023	31st March 2022
Provision for employee benefits		
Provision for gratuity (Refer note 38)	972.37	975.62
Total	**972.37**	**975.62**

Note: 19 Other non current financial liabilities

Particulars	31st March 2023	31st March 2022
Other non current financial liablities	**888.74**	**912.04**
Interest accrued but not due on borrowings	389.59	411.37
Less: Amortisation of Interest Cost measured at Fair Value	(199.47)	(204.16)
	190.12	**207.21**
Total	**1,078.86**	**1,119.26**

Note: 21 Borrowings - Current

Particulars	31st March 2023	31st March 2022
Loans repayable on demand		
Secured		
Working Capital Loan	0.57	-
Term Loan (Refer note 17)	109.45	233.37
Unsecured		
Intercorporate deposit	50.00	50.00
Total	**160.02**	**283.37**

(a) Cash credit (including Working Capital Demand Loans) from banks are secured against hypothecation of stock and other current assets of the Company and second charge on fixed assets pertaining and are repayable on demand.

i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of tea estates

ii) Primary Security-Pari Pasu charge on the existing and future current asset of the borrower with other banks.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

(b) Intercorporate deposit from body corporates are unsecured . The above deposit carry interest @ 7% p.a (31 March 2022: @7% p.a.)

Note: 21 Trade payables

Particulars	31st March 2023	31st March 2022
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	36.49	92.19
Total outstanding dues of creditors other than micro enterprises and small enterprises	659.48	778.46
Total	695.97	**870.65**

For Ageing Please refer Note 40

Note: 22 Other Financial Liabilities

Particulars	31st March 2023	31st March 2022
Unpaid dividend#	2.84	4.62
Payable to employees	271.54	223.25
Bonus payable	894.62	907.34
Others liability payable	17.35	10.37
Total	**1,186.35**	**1,145.57**

No Amount due to be credited to Investor Education and Protection Fund

Note: 23 Other Current Liabilities

Particulars	31st March 2023	31st March 2022
Statutory liabilities	75.09	75.22
Total	**75.09**	**75.22**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 24 Provisions (Current)

Particulars	31st March 2023	31st March 2022
Provision for employee benefits		
Provision for gratuity (Note 39)	271.52	277.32
Provision for compensated absences	28.23	28.17
Total	**299.75**	**305.49**

Note: 25 Revenue from operations

Particulars	31st March 2023	31st March 2022
Sale of goods :		
Indigenous Sales		
Sale of products and services	13,709.18	14,346.68
Total	**13,709.18**	**14,346.68**

Note: 26 Other income

Particulars	31st March 2023	31st March 2022
Interest Received	3.99	2.81
Interest income from financial liabilities at amortised cost	64.11	217.70
Sale of tea waste	39.79	28.68
Rent income	3.66	2.40
Government grant#	-	24.71
Sundry receipts	113.51	155.25
Total	**225.06**	**431.56**

Government Grants represents grants on account of subsidy from tea board, Assam Govt.

Note: Other Gains /(Losses)

Particulars	31st March 2023	31st March 2022
Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	5.85	4.44
Total	**5.85**	**4.44**
Total Other Income and Other Gain/ (Losses)	**230.91**	**435.99**

Note: 27 Cost of materials consumed

Particulars	31st March 2023	31st March 2022
Materials:		
Inventory at the beginning of the year	-	-
Add: Purchases	276.41	-
Less: Inventory at the end of the year	-	-
Cost of materials consumed	**276.41**	**-**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Note: 28 Changes in inventories of finished goods

Particulars	31st March 2023	31st March 2022
Opening Stock of Tea	1,932.38	2,030.04
Closing Stock of Tea	(2,333.61)	(1,932.38)
(Increase)/Decrease	**(401.23)**	**97.66**

Note: 29 Change in carrying amount of biological assets other than bearer plant ((gain)/loss)

Particulars	31st March 2023	31st March 2022
Stock at the beginning of the year	47.44	33.93
Stock at the end of year	22.05	47.44
	25.39	**(13.51)**

Note: 30 Employee benefits expense

Particulars	31st March 2023	31st March 2022
Salaries, Wages and Bonus	7,447.33	7,354.99
Contribution to Provident and other funds	570.29	494.78
Gratuity	176.07	172.40
Workmen and Staff Welfare	262.75	262.61
Total	**8,456.44**	**8,284.78**

Note: 31 Finance costs

Particulars	31st March 2023	31st March 2022
Interest and finance charges on financial liabilities not at fair value through profit or loss	128.95	161.31
Less: Borrowing cost capitalisaed during the year	(35.08)	(27.06)
interest expenses from financial liabilities at amortised cost	4.69	13.54
Total	**98.56**	**147.79**

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the entity's general borrowing during the year, in this case is 8.91%, (31 March 2022: 8.40%)

Note: 32 Other expenses

Particulars	31st March 2023	31st March 2022
Cost of Materials Consumed	1,464.46	1,096.69
Power and Fuel	1,581.49	1,367.60
Rent	3.84	2.94
Repairs to Buildings	67.79	53.39
Repairs to Machinery	85.09	58.96
Insurance	21.56	22.65
Rates & Taxes	22.77	78.11
Brokerage & Commission	130.09	131.72
Freight and Transit Charges	111.28	113.26
Cultivation Expenses	55.55	89.29
Provision For Bad & Doubtful Debts and Advances	59.26	-
Provision of Dimunition in Value of Investment	1.34	-

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	31st March 2023	31st March 2022
Sundry Balances Written off	6.66	-
Director's sitting Fees	3.10	2.75
Auditors' Remuneration:-		
Statutory Audit fees	3.50	2.20
Tax Audit fees	1.25	0.20
Other Services	1.70	0.82
CSR Expenditure	26.85	14.00
Miscellaneous Expenses	432.69	434.00
Total:	**4,080.27**	**3,468.57**

Note: 33 Earnings per share

Particulars		31st March 2023	31st March 2022
(a)	Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share.	1,144	2,299
(b)	Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share **(in numbers)**	973,128	973,128
(c)	Nominal value of Equity Share **(in Rs.)**	10.00	10.00
(d)	Basic and diluted earnings per share **(INR)**	**117.61**	**236.26**

Note 34: Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised in profit or loss or other comprehenive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31st March 2023	31st March 2022
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	82.84	172.17
Total current tax expense	**82.84**	**172.17**
Deferred tax		
Decrease (increase) in deferred tax assets	(175.73)	(12.85)
(Decrease) increase in deferred tax liabilities	12.14	(3.70)
Total deferred tax expense/(benefit)	**(163.59)**	**(16.55)**
Income tax expense	**(80.75)**	**155.61**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	31st March 2023	31st March 2022
Current tax expense recognised in profit or loss		
Current tax on profits for the year	82.84	172.17
Profit and loss		
Total current tax expense (A)	**82.84**	**172.17**
Deferred tax expense recognised in profit or loss		
Deferred taxes	(138.08)	17.32
Total deferred tax expense recognised in profit or loss (B)	**(138.08)**	**17.32**
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(25.52)	(33.88)
Total deferred tax expense recognised in Other comprehensive income (C)	**(25.52)**	**(33.88)**
Total deferred tax for the year (B+C)	**(163.59)**	**(16.55)**
Total income tax expense recognised in profit or loss (A+B)	**(55.23)**	**189.49**
Total income tax expense recognised in Other comprehensive income (C)	(25.52)	(33.88)
Total income tax expense (A+B+C)	**(80.75)**	**155.61**

Note: 35 Fair value measurements

Financial instruments by category

Particulars	31st March 2023		31st March 2022	
	FVPL	Amortised cost	FVPL	Amortised cost
Financial assets				
Investments in equity instruments	60.75	-	55.01	-
Investments in preference shares	-	-	-	-
Trade receivables	-	137.19	-	97.25
Cash and cash equivalents	-	611.42	-	902.98
Other financial assets	-	39.61	-	34.57
Total financial assets	**60.75**	**788.22**	**55.01**	**1,033.24**
Financial liabilities				
Borrowings	-	-	-	382.95
Cash credit from banks	-	0.57	-	(0.00)
Intercorporate deposit	-	642.64	-	0.01
Trade payable	-	695.97	-	870.65
Interest accrued and due on borrowings	-	-	-	-
Unpaid dividend	-	2.84	-	3.06
Payable to Employees	-	271.54	-	223.25
Others liability payable	-	17.35	-	10.37
Provision for bonus	-	894.62	-	907.34
Total financial liabilities	**-**	**2,524.53**	**-**	**3,075.75**

(i) Fair value hierarchy

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 and (b) measured at amortised cost and for which fair values 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 accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilites of the Company is classified as Level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Note:

a) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2023 and March 31, 2022.

b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the financial instruments is determined using discounted cash flow analysis.

The fair values for financial instruments were calculated based on cash flows discounted using current borrowing rate . They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

(iii) Fair value of biological assets other than bearer plants

Particulars	31st March 2023	31st March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	22.05	47.44

Note: The fair value of biological assets other than bearer plants are to considered as Level 2 fair values.

Note : 36 Capital management

(a) Risk management

The company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The amount mentioned under total equity in balance sheet is considered as Capital.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

(b) **Dividends paid and proposed**

Particulars		31st March, 2023	31st March, 2022
(i)	**Equity shares**		
	Final dividend for the year ended 31 March 2022 - Re. 1.5 (31 March 2021 - Re 1.00) per fully paid share	14.6	9.73
(ii)	**Dividends not recognised at the end of the year**		
	In addition to the above dividends, since year end 31st March 2023 the board has recommended the payment of a final dividend of Re 1 per fully paid equity share (31 March 2022 – Re. 1.5). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	9.73	14.60

Note: 37 Financial Risk Management

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets measured at amortised cost.	"Aging analysis Credit ratings"	Diversification of bank deposits and credit limits, quality of customers.
Liquidity risk	Financial liabilities that are settled by delivering cash or another financial asset.	Cash flow forecasts	Projecting cash flows and considering the level of liquid assets necessary to meet the liabilities.
Market risk – security prices	Investments in equity securities.	Sensitivity analysis	Portfolio diversification.

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial guranatees.

i) **Trade receivables**

The Company's trade receivables comprises from various parties. Trade receivables are non-interest bearing. Outstanding customer receivables are regularly monitored. The ageing of trade receivables as of balance sheet date is given below. The age analysis have been considered from the due date:

	As at March 31, 2023					
Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	137.19	-	-	-	-	137.19
Undisputed – Credit Impaired	-	-	4.20	-	339.61	343.81
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	137.19	-	4.20	-	339.61	481.00
Less: Allowance for Credit Loss			(4.20)		(339.61)	(343.81)
Total trade receivables	**137.19**					**137.19**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

Particulars	As at March 31, 2023					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	97.25	-	-	-	-	97.25
Undisputed – Credit Impaired	-	-	-	-	339.61	339.61
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	97.25	-	-	-	339.61	436.86
Less: Allowance for Credit Loss					(339.61)	(339.61)
Total trade receivables	**97.25**					**97.25**

The requirement for impairment is analysed at each reporting date. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 37. The Company does not hold collateral as security.

ii) Other financial instruments and deposits

Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments and cash and cash equivalents held by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 788.21 as at 31 March 2023, Rs. 1033.24 as at 31 March 2022, being the total of the carrying amount of trade receivables and other financial assets.

(B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

(i) Maturities of financial liabilities

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities.

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.

Contractual maturities of financial liabilities 31st March 2023	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	-	109.45	109.45
Cash credit from banks	0.57	-	0.57
Intercorporate deposit	642.64	-	642.64
Trade payable	695.97	-	695.97
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	2.84	-	2.84
Payable to Employees	271.54	-	271.54
Others liability payable	17.35	-	17.35
Provision for bonus	894.62	-	894.62
Total financial liabilities	**2,525.53**	**109.45**	**2,633.98**

Contractual maturities of financial liabilities 31st March 2022	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	382.95	92.58	475.52
Cash credit from banks	(0.00)	-	(0.00)
Intercorporate deposit	0.01	-	0.01
Trade payable	870.65	-	870.65
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	3.06	-	3.06
Payable to Employees	223.25	-	223.25
Others liability payable	10.37	-	10.37
Provision for bonus	907.34		907.34
Total financial liabilities	**2,397.62**	**92.58**	**2,490.19**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

(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's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

(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. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

(iii) Price risk

(a) Exposure

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. The company's exposure to equity securities price risk arises from investments held by the company in equity securities and classified in the balance sheet as at fair value through other comprehensive income.

(b) Sensitivity

The table below summarises the impact of increases/decreases of the prices of respective securities on company's equity and total other comprehensive income for the period. The analysis is based on the assumption that the price of the respective securities had increased by 5% or decreased by 5% with all other variables held constant:

Particulars	Impact on profit before tax		Impact on other component of equity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Increase by 5% (2022: 5%)*	3.04	2.75	2.17	1.95
Decrease by 5% (2022: 5%)*	-3.04	-2.75	-2.17	-1.95

** Holding all other variables constant*

Note : 38 Employee benefit obligations

(i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are recognised in the Statement of Profit and Loss as they accrue.

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic (including dearness allowance) salary per month computed proportionately for 15 days (reckoning 26 days for a month) salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

Based on actuarial valuation, a provision is recognised in full for the projected obligation over and above the funds held in scheme.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

(iii) Balance sheet recognition

a) **Gratuity**

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2021	**1,226.44**	**5.23**	**1,221.21**
Current service cost	87.32	-	87.32
Interest expense/(income)	85.79	0.71	85.08
Total amount recognised in profit or loss	**173.11**	**0.71**	**172.40**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(0.37)	0.37
Actuarial (gain)/loss from change in financial assumptions	(15.71)	-	(15.71)
Actuarial (gain)/loss from unexpected experience	132.81	-	132.81
Total Amount recognised in other comprehensive Income	**117.10**	**(0.37)**	**117.47**
Employer contributions/ premium paid	-	258.14	(258.14)
Benefit payments	(248.03)	248.03	-
31 March 2022	**1,268.62**	**15.68**	**1,252.94**

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2022	**1,268.62**	**15.68**	**1,252.94**
Current service cost	86.09	-	86.09
Interest expense/(income)	91.27	1.29	89.98
Total amount recognised in profit or loss	**177.36**	1.29	**176.07**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(2.11)	(2.11)
Actuarial (gain)/loss from change in financial assumptions	(14.29)	-	(14.29)
Actuarial (gain)/loss from unexpected experience	97.58	-	97.58
Total amount recognised in other comprehensive income	**83.28**	**(2.11)**	**81.17**
Employer contributions/ premium paid	-	(266.28)	(266.28)
Benefit payments	(261.28)	261.28	-
31 March 2023	**1,267.98**	**19.86**	**1,243.89**

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31st March, 2023	31st March, 2022
Discount rate	7.30%	7.10%
Salary growth rate	2.00%	2.00%
Mortality rate	IALM (2012-14) Table	IALM (2012-14) Table
	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	1% to 8%	1% to 8%
Retirement Age	58 Years	58 Years
Average Future Service	17.45	17.62

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

(v) **Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation			
	31st March, 2023		31st March, 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(91.08)	71.36	(55.43)	110.25
Salary growth rate (-/+ 1%)	80.06	(99.54)	116.79	(61.76)
Withdrawal rate (-/+ 1%)	22.18	(56.24)	56.41	(16.07)

The above sensitivity analysis 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 while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitvity analysis did not change compared to the prior period.

(vi) The major categories of plan assets

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

(vii) Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk:

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies.

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Interest risk:

A decrease in the interest rate on plan assets will increase the plan liability.

Life expectancy:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

(viii) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the year ending 31 March, 2024 are Rs. 4,26,58,084.

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

The weighted average duration of the defined benefit obligation is 4.36 years (31 March, 2022 – 4.58 years). The expected maturity analysis of undiscounted gratuity benefits is as follows:

Particulars	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years
31 March, 2023	271.52	136.25	83.17	296.99
Defined benefit obligation (gratuity)	271.52	136.25	83.17	296.99
Total	-	-	-	-
31 March, 2022				
Defined benefit obligation (gratuity)	0.00	469.75	251.81	419.87
Total	**0.00**	**469.75**	**251.81**	**419.87**

(ix) Compensated absences

Compensated absences cover the Company's liability for sick and earned leave. As the Company does not have an unconditional right to defer the payment beyond 12 months the entire amount has been treated as current.

Note : 39 Corporate Social Responsibilty

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities were related to healthcare, child education , COVID vaccination etc. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	31st March, 2023	31st March, 2022
Amount required to be spent during the year	28.14	14.54
Amount of expenditure incurred	26.85	14.00
Shortfall	1.28	0.54
Total of pervious years shortfall	-	-
Reason for shortfall	Incomplete ongoing project	
Nature of CSR activities	Healthcare, child education, Donation to Chief Ministers Relief Fund etc.	
Related party transactions	-	-
If liability is incurred by entering into a contractual obligation, the movement in the provision.	-	-

Note : 40 Trade Payables

(ii) Ageing schedule of trade payable is as below:

As at March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	36.49	-	0.00	-	36.49
Undisputed dues - others	392.79	84.39	4.48	177.82	659.48
Disputed dues - MSME	-	-	-	-	-
Disputed dues - others	-	-	-	-	-
Trade payables due	**429.28**	**84.39**	**4.48**	**177.82**	**695.97**
Trade payables not due	-	-	-	-	-
Unbilled trade payables	-	-	-	-	-
Total trade payables	**429.28**	**84.39**	**4.48**	**177.82**	**695.97**

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

As at March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	92.19	-	-	-	92.19
Undisputed dues - others	404.29	141.42	93.83	138.92	778.46
Disputed dues - MSME	-	-	-	-	-
Disputed dues - others	-	-	-	-	-
Trade payables due	**496.48**	**141.42**	**93.83**	**138.92**	**870.65**
Trade payables not due	-	-	-	-	-
Unbilled trade payables	-	-	-	-	-
Total trade payables	**496.48**	**141.42**	**93.83**	**138.92**	**870.65**

Note : 41 Ratios

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022

Particulars	Numerator	Denominator	31-03-2023	31-03-2022	Variance
Current Ratio	Current assets	Current liabilities	1.71	1.53	12.24%
Debt- Equity Ratio (Note 1)	Total Debts	Shareholders Equity	0.11	0.19	-42.77%
Debt-Service Coverage Ratio (Note 2)	Earnings Available for Debt Service	Debt Service	12.05	17.84	-32.44%
Return on Equity (ROE) (note 3)	Net Profits after taxes	Average Shareholders Fund	18.69%	69.07%	-50.38%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	116.95	209.15	-44.08%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	3.56	4.47	-20.37%
Trade payables turnover ratio	Purchases of services and Goods	Other expenses Average Trade Payables	2.00	2.43	-17.75%
Net capital turnover ratio4	Revenue	Working Capital	8.10	10.49	-22.84%
Net profit ratio	Net Profit	Revenue	8.35%	16.03%	-7.68%
Return on capital employed (ROCE) (note 4)	Earning before interest and Taxes	Capital Employed(4)	16.09%	39.63%	-23.54%
Return on Investment(ROI)					
Quoted	Gain on Fair Valuations	Time weighted average investments	11%	9%	1.90%
Unquoted	Income generated from investments	Time weighted average investments	0%	0%	

1 Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital borrowings working capital borrowings

2 Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital utilisation during the year

3 Lower operating margin due to wages hike could not be compensated by the high prices.

4 Lower operating margin due to wages hike could not be compensated by the high prices.

Note : 42 Segment reporting

The Company is engaged in the business of growing, manufacturing and sale of black tea and is having its manufacturing facilities located in India. The performance of the Company is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly growing, manufacturing and sale of black tea is the only operating segment. Further, there are no reportable geographical segment since significant business is within India. Accordingly there is no other reportable segment as defined by Ind AS 108 "Operating Segment". The Company is domiciled in India and sells its products in India.

Note : 43 Related party disclosure

a) Associate Company	Sangam Investments Limited
b) Key management personnel	Mr Rajvinder Singh (Managing Director)
	Mrs. Nishita Dutta Chadda (Company Secretary)

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Mr Aditya Gupta (Chief Financial Officer)

c) Entities having significant influence over the Company : Jardine Henderson Ltd.

d) Key management personnel compensation

Particulars	31st March, 2023	31st March, 2022
Short-term employee benefits	70.16	62.61
Post-employment benefits	-	-
Long-term employee benefits	-	-
Termination benefits	-	-

e) Transactions with related party

The following transactions occurred with related parties:

Particulars	31st March, 2023	31st March, 2022
Jardine Henderson Ltd.:		
a) Establishment charge	1.80	1.80
b) Other Services	16.13	12.25
c) Interest on loan	31.47	35.40

f)Outstanding balances arising from sales/purchases of goods and services

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Particulars	31st March, 2023	31st March, 2022
Trade payables (purchases of goods and services) - Jardine Henderson Ltd.	52.58	52.12

g) Loans to/from related parties

Particulars	31st March, 2023	31st March, 2022
Loans from Jardine Henderson Ltd.		
Beginning of the year	879.52	948.95
Loans advanced	-	-
Loan repayments made	57.28	69.44
End of the year	822.23	879.52

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

All outstanding balances are unsecured and are repayable in cash.

Note : 44 Other notes to accounts

Contingent liability not provided for:

i) In respect of Income Tax matters under appeal Rs. 495.61 (31 March 2022 Rs. 473.81) without considering concomitant liability in respect of Agricultural Income Tax.

ii) Commitments Estimated amount of contracts remaining to be executed on capital accounts and not provided for Rs 9.58 Lakhs.

iii) There has been no loss on account of impairments of assets since the carrying amount of property,plant and equipment does not exceed the recoverable account as per Accounting Standard issued by Companies (Accounts) Rules, 2014.

iv) Certain areas of certain estates of the Company have been acquired by the Governments of West Bengal and Assam under West Bengal Estates Acquisition Act, and Assam Land Ceiling Act, respectively. Compensation, if any, in this regard is yet to be ascertained.

v) The Scheme of Arrangement for amalgamation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company is yet to be approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench. Pending approval of the said scheme, these accounts have been prepared without giving effect of the said scheme in compliance with the requirment of IND AS 103 issued by the Institute of Charted Accountants of India. Upon approval of the scheme by the Hon'ble NCLT, all assets and Liabilites of Transferror company would be transferred and vested in the Company w.e.f 1st April 2022 at their respective Book Value.

vi) Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation.

vii) The Company is yet to receive balance confirmations in respect of certain trade payables, other payables, trade receiveables, Other receiveables and advances. The Management does not expect any material difference affecting the current year's financial

Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

statement due to the same.

Note : 45 Other notes to accounts

i) The company does not hold any investment properties.
ii) The Company has not revalued any of its Property, Plant and Equipment during the year.
iii) The Company does not hold any intangible assets.
iv) The company is filing quarterly returns with the financial institution and the same are in agreement with the books of accounts.
v) The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
vi) The company does not have any transactions with the companies stuck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956.
vii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
viii) The Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
ix) The Company has not advanced or loaned or invested funds to any person(s) or entity(is), 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.
x) The Company has not received any fund from any person(s) or entity(is), 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.
xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45

The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Consolidated Statement

Independent Auditor's Report

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT
TO THE MEMBERS OF
RYDAK SYNDICATE LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the Ind-AS Consolidated financial statements of **RYDAK SYNDICATE LIMITED** ((hereinafter referred to as the "Holding Company") and its associates, which comprise the Consolidated Balance Sheet as at 31st March 2023, and the Consolidated statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Ind-AS Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind-AS Consolidated Financial Statements").

Opinion

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 such associates as were audited by the other auditors, the aforesaid Ind-AS Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company and its associates as at March 31, 2023, and of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind-AS Consolidated Financial Statements section of our report. We are independent of the Company and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind-AS Consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained, along with the consideration of report of the other auditor referred to in the "Other Matters" section below is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters:

Key audit matters are those matters that, in our professional judgment and based on the consideration of reports of other auditors on separate financial statements of components audited by them, 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
Estimation of Useful Life of Bearer Plants *(Refer note 2.6 & 3 of the Ind-AS Consolidated Financial Statements)*	
The carrying value of Bearer Plants as on March 31, 2023 is Rs. 4,971.58 Lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgment. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense. As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually. As per Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount. This matter has been identified as a key audit matter due to significant estimates / judgment involved in estimating useful life for this asset.	Our audit procedures included the following: • Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience. • Evaluated the assumptions and critical judgments used by the management and tested the underlying supporting documents / details. • Assessed the related disclosures in the Consolidated Ind AS financial statements. Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.

Independent Auditor's Report *(Contd.)*

Valuation of Biological Assets and agriculture produce *(Refer note 2.5 & 9 of the Ind-AS Consolidated Financial Statements)*	
As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date through the use of valuation model and recent transaction prices. As at March 31, 2023, the carrying value of biological assets included under current assets is Rs. 22.05 Lakhs. Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realizable value. For harvested or un-harvested green leaves. Since there is no active market for own leaves, significant judgment is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of un-plucked leaf. Accordingly, this matter has been identified as a key audit matter.	Our audit procedures included the following: • Understood, evaluated and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory. • Assessed the significant assumptions used in the valuation model with reference to available market information, • Tested the data inputs used and compared them with underlying supporting documents. • Assessed the related disclosures in the Consolidated Ind AS financial statements for compliance with disclosure requirements. • Testing the consistency of application of the fair value approaches and models over the years.
Valuation & Impairment of Investment in Associate and other than in Associate *(Refer note 2.9, 5 & 6 of the Ind-AS Consolidated Financial Statements)*	
The Company has equity investments in associates and other companies. It also has made investments in preference shares in other companies. The Company accounts for equity investments in associate at cost (subject to impairment assessment) and other investments at fair value For investments carried at cost amounting to where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognised. For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109. The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgment and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rates, terminal growth rate etc.	Our audit procedures included the following: • Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments. • Assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us. • We have discussed the forecasted results of the investments with management and also reviewed the substantiation of the forecasts based on historical information. • We have reviewed the market value of assets provided by the management based upon prevalent market conditions and evidences of the market value of the assets. • Evaluated the adequacy of the disclosures made in the Consolidated Financial Statements.
Impairment of trade receivables *(Refer note 10 of the Ind-AS Consolidated Financial Statements)*	
As at 31 March 2023 the Company held Rs. 137.19 Lakhs of Trade Receivables. As disclosed in Note 10, these amounts are receivable from customers across the country and a majority of these trade receivables are not secured. The determination of whether trade receivables will be realized at the stated amounts, requires management to exercise judgment and apply assumptions relating to expectations of recovery from past due customers also considering the market in which the customers operate due to which this matter was considered as a key audit matter.	Our audit procedures included the following: • We assessed the management's process, systems and controls implemented over the identification of past due receivables and the assessment of impairment of doubtful debts thereon. • We verified the subsequent receipts of money for outstanding invoices on a sample basis, in ascertaining whether an increased credit risk is identified with regard to the Groups trade dues. • For past due customers, we inquired reasons for being long overdue, and assessed whether the resultant credit risk has been considered by management in their impairment assessment. We also assessed the adequacy of disclosures made in relation to impairment of trade receivables in Note 10 to the Ind AS financial Statements.

Independent Auditor's Report *(Contd.)*

Amortization of Interest payable to a Group Company *(Refer note 26 of the Ind-AS Consolidated Financial Statements)*	
The Company entered into an agreement with a Group Company from whom ICD was taken, for amortization of Interest Payable on ICD considered at fair value. Net gain arrived on this amortization of financial liability measured at FVTPL amounting to Rs. 64.11 Lakhs has been considered as other Income.	• We assessed the Financial Liability of Interest payable to the Group Company as on the date of Agreement. • We analyzed the effect of Amortization process after verifying the signed agreement entered between the Company and the other party (Group Company). • Considered the terms of deferment of ICD payment installment. • Carried out checking of calculation at FVTPL of the liability of Interest and accordingly verified the net gain on amortization.

Emphasis of Matter

a) *We draw your attention to the Note No. 44 (v) of the Consolidated Financial Statements regarding preparation of these financial statements without giving effect of the Scheme of Arrangement, pending approval of the said Scheme by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench.*

b) *We draw your attention to Note No. 44(vii) of the Consolidated Financial Statements regarding pending confirmation from certain parties. The Management does not expect any material difference affecting the current year's financial statement due to the same.*

c) *We did not review the interim financial result of the associate company, M/S Sangam Investment Limited. The loss over the value has not been Considered (Refer Note -3 of the Consolidated Financial Result).*

Our Opinion is not modified in respect of this matter.

Information other than the Ind AS Consolidated Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Return but does not include the Ind AS Consolidated Financial Statements and our Auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Ind-AS Consolidated 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 Ind-AS Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 implementation and maintenance of 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 Ind-AS Consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind-AS Consolidated 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.

Independent Auditor's Report *(Contd.)*

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

Auditor's Responsibilities for the Audit of the Ind-AS Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement 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 Ind AS 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 the material misstatement of the Ind AS financial statement, 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 financial controls 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 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS Consolidated Financial Statements, including the disclosures, and whether the Ind AS Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Ind AS Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements, financial information of the Associate included in the consolidated financial statements, whose financial statements and financial information reflect total assets of Rs. 4.20 Lakhs as on March 31, 2023, total revenues of Rs. 0.18 lakhs for the year ended March 31, 2023, total net loss after tax of Rs. 0.15 lakhs for the year ended March 31, 2023, total comprehensive income of Rs. NIL for the year ended March 31, 2023, as considered in the Statement. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the financial statements, in so far as it relates to the amounts and the disclosures included in respect of this associate, is based solely on the report of the other auditor.

Independent Auditor's Report *(Contd.)*

Our opinion on the Statement is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's 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 - A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

I. As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.

d) In our opinion, the aforesaid Ind-AS Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors and the reports of the statutory auditor of the associate as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

II. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on the financial position in its Consolidated financial statements [Refer Note No. 44(i) to its Consolidated Financial Statements]

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, 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;

(C) Based on the audit procedures 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.

Independent Auditor's Report *(Contd.)*

v. As stated in Note 36(b) to the Consolidated financial statements

(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

III. With respect to the other matters to be included in the Auditor's 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 and based on the audit report of the associate company by the other auditor, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
UDIN : 23057620BGVKJB1877

Kolkata
30th May, 2023

Annexure - A to the Auditor's Report

The Annexure A referred to in paragraph 1 under the heading **'Report on Other Legal & Regulatory Requirements'** of our report of even date to the Ind-AS financial statements of the Company for the year ended March 31, 2023, we report that:

(xxi) According to the information and explanation received, the Audit report of the Associated Company "Sangam Investments Limited" does not contain any qualification or adverse comments and accordingly treated to us.

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
UDIN : 23057620BGVKJB1877

Kolkata
30th May, 2023

Annexure - B to the Auditor's Report

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **RYDAK SYNDICATE LIMITED** ("the Company") as of 31st March, 2023 in conjunction with our audit of the Ind-AS Consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS Consolidated 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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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 Ind-AS Consolidated 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 Ind-AS Consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS Consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Annexure - B to the Auditor's Report

Opinion

In our opinion and based on the report of the other auditor, the Company and its associates has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements/financial information insofar as it relates to associate company, is based on the corresponding reports of the auditor of such companies.

Our opinion is not modified in respect of these matters.

For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620
UDIN : 23057620BGVKJB1877

Kolkata
30th May, 2023

Consolidated Balance Sheet

as at 31st March 2023

(All amounts in INR lacs, unless otherwise stated)

Particulars	No	31st March 2023	31st March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3	6,580.80	6,270.56
Capital work-in-progress	4	454.36	438.02
Financial assets			
Investment in associate	5	-	-
Investments other than associate	6	60.75	55.01
Deferred tax assets (net)	7	454.53	290.95
Total non-current assets		**7,550.44**	**7,054.54**
Current assets			
Inventories	8	2,729.98	2,506.00
Biological assets other than bearer plants	9	22.05	47.44
Financial assets			
(i) Trade receivables	10	137.19	97.25
(ii) Cash and cash equivalents	11	611.42	902.98
(iii) Other financial assets	12	39.61	34.57
Current tax asset (net)	13	370.46	267.82
Other current assets	14	228.30	233.21
Total current assets		**4,139.01**	**4,089.27**
Total assets		**11,689.45**	**11,143.81**
EQUITY AND LIABILITIES			
Equity share capital	15	97.31	97.31
Other Equity	16	6,560.72	5,493.60
Total equity		**6,658.03**	**5,590.91**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	17	563.01	777.71
Provisions	18	972.37	975.62
Other non current financial liabilities	19	1,078.86	1,119.26
Total non-current liabilities		**2,614.24**	**2,872.59**
Current liabilities			
Financial liabilities			
(i) Borrowings	20	160.02	283.37
(ii) Trade payables			
a) Total outstanding dues of micro enterprises and small enterprises	21	36.49	92.19
b) Total outstanding dues other than micro enterprises and small enterprises		659.48	778.46
(iii) Other financial liabilitieS	22	1,186.35	1,145.57
Other current liabilities	23	75.09	75.22
Provisions	24	299.75	305.49
Total current liabilities		**2,417.18**	**2,680.31**
Total equity and liabilities		**11,689.45**	**11,143.81**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Consolidated Statement of Profit and Loss

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Particulars	Note	31st March 2023	31st March 2022
Income			
Revenue from operations	25	13,709.18	14,346.68
Other income	26	230.91	436.00
Total income		**13,940.09**	**14,782.68**
Expenses			
Cost of materials consumed	27	276.41	-
Changes in inventories of finished goods	28	(401.23)	97.66
Change in carrying amount of biological assets other than bearer plant ((gain)/loss)	29	25.39	(13.51)
Employee benefits expense	30	8,456.44	8,284.78
Finance costs	31	98.56	147.79
Depreciation expense	3	314.99	308.77
Other expenses	32	4,080.27	3,468.58
Total expenses		**12,850.83**	**12,294.07**
Profit before tax		**1,089.26**	**2,488.61**
Tax expense:			
- Current tax	34	82.84	172.17
- Deferred tax	34	(138.08)	17.32
Total tax expenses		**(55.24)**	**189.49**
Profit for the year		**1,144.50**	**2,299.12**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	38	89.53	131.94
Income tax relating to these items	34	(25.52)	(33.88)
Other comprehensive income for the year, net of tax		64.01	98.07
Total comprehensive income for the year		**1,080.49**	**2,201.05**
Earnings per equity share: Basic and Diluted (Nominal value per Share Rs.10)		**117.61**	**236.26**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Consolidated Cash Flow Statement

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated

Particulars		31st March 2023	31st March 2022
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Tax	**2,488.61**	**1,503.60**
	Adjustments for:		
	Depreciation expenses	314.99	308.77
	Net gain on fair valuation of financial assets	(64.11)	-
	Changes in Biological Assets	25.39	-
	Finance cost	98.55	147.79
	Provision For Bad & Doubtful Debts	59.26	-
	Sundry Balances Written off	6.66	-
	Provisions	(5.74)	-
	Interest on FD Received	(3.99)	(2.70)
	Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	(5.85)	(4.44)
	Operating Profit before Working Capital Changes	**1,514.43**	**2,938.04**
	Adjustments for:		
	Non-Current/Current financial and other assets	**(106.01)**	**252.08**
	Inventories	(223.98)	(99.68)
	Non-Current/Current financial and other liabilities/provisions	**(174.43)**	**(626.68)**
	Cash generated from operations	**1,010.01**	**2,463.76**
	Income Tax paid	(185.48)	(11.00)
	Net Cash flow from Operating activities	**824.52**	**2,452.76**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Payment for purchase of property, plant and equipment	**(698)**	**(631.27)**
	Investments	-	-
	Interest on FD Received	**3.99**	**2.70**
	Net Cash used in Investing activities	**(693.62)**	**(628.57)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds/(Repayment) of short term borrowings	(123.35)	(768.10)
	Proceeeds from long term borrowings	(150.81)	(52.90)
	Interest paid	(133.63)	(161.31)
	Dividend paid	(14.60)	(9.73)
	Net Cash used in financing activities	**(422.40)**	**(992.04)**
	Net increase in cash & Cash Equivalents	(291.50)	832.15
	Cash and Cash equivalents as at the beginning of the year	902.92	70.83
	Cash and Cash equivalents as at the end of the year	**611.42**	**902.98**

Note-

1) The above cashflow statement have been prepared using "Indirect Method" as set out in Ind AS 7 - Statement of cashflows.
2) Cash and cash equivalents includes cash on hand, balances with banks in current account. Refer note 13.
3) In case of Company's financing activities (including) borrowings there are no non-cash transactions as impact of changes in foreign exchange rates.
4) Previous year figures have been regrouped/rearranged whether considered necessary to conform to current years presentation.

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Consolidated Statement of changes in equity

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

A. Equity share capital

Description	Amount
As at 01 April 2021	97.31
Changes in equity share capital	-
As at 31 March 2022	**97.31**

Description	Amount
As at 01 April 2022	97.31
Changes in equity share capital	-
As at 31 March 2023	**97.31**

B. Other equity

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2021	**45.59**	**1,304.69**	**1,951.99**	**3,302.27**
Profit for the year	-	-	2,299.12	2,299.12
Other comprehensive income	-	-	(98.07)	(98.07)
Total comprehensive income for the year	**-**	**-**	**2,201.05**	**2,201.05**
Transfer to General Reserve	-	4,000.00	(4,000.00)	-
Dividend paid	-	-	(9.73)	(9.73)
Balance as at 31 March 2022	**45.59**	**5,304.69**	**143.31**	**5,493.59**

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2022	**45.59**	**5,304.69**	**143.31**	**5,493.59**
Profit for the year			1,144.50	1,144.50
Transfer to General Reserve	-	-	-	-
Other comprehensive income			(64.01)	(64.01)
Add Investment Written off		1.23		1.23
Total comprehensive income for the year	**-**	**5,305.92**	**1,080.48**	**1,081.72**
Dividend paid			(14.60)	(14.60)
Balance as at 31 March 2023	**45.59**	**10,610.61**	**1,209.20**	**6,560.72**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
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Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

1 General Information

Rydak Syndicate Limited ia a Company incorporated under the Companies Act, 2013. The Company's shares are listed on the Calcutta Stock Exchange. The Company is engaged in harvesting, manufacturing and selling of tea. The company has also commenced operations commercially as a Tea Tourism operation in Dooars Region in the name of Baradighi – The Bungalow by converting one of its heritage bunglow into a commercial property.

The financial statements as at 31 March 2023 present the financial position of the Company.

The functional and presentation currency of the Company is Indian Rupee ("INR") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on signing date of accounts 30th May, 2023.

2.0 Significant accounting policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

2.1 Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2016.

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

2.2 Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

a) certain financial assets and liabilities that is measured at fair value;

b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell."

2.3 Use of estimates and critical accounting judgments

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of property, plant and equipment, intangible assets, impairment of property, plant and equipment, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.4 Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The Company,s tea bushes qualify as bearer plants under the defination in Ind AS 41 and are therefore accounted for as a part of property, plant and equipment.

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs, if any, during the period of construction is capitalised as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

2.5 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.

2.6 Depreciation methods, estimated useful lives and residual value of property, plant and equipment

Depreciation, other than bearer plant, is calculated using written down value method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation. Bearer plants are depreciated using straight line method from the date when they are ready for commercial harvest. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:

Particulars	(Useful life (in years
Plant and machinery	15
Furniture and Fixture	10
Building	60
Bearer plants	74
Office equipments	3 - 10
Vehicles	8 - 10
Software	5

In initial years company adopted to 80 years of normal life on trial basis and data analysis was further undertaken by the management which suggests an normal life of 75 years on average embracing the total coverage of 6 Tea Estates spread over entire tea cultivation area. It was empirically ascertained to a minor adjustmentof 75 years of normal life of tea bushes on overall basis as per the management decision adopted during thecurrent year.

2.7 Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.8 Leases

For these short-term leases, non-lease components and lease of low value assets, the Company recognizes the lease rental payments as an operating expense.

2.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

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 measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

Other bank balances

Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage or having maturities of more than three months from the date of such deposits.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

Financial assets measured at fair value through profit or loss

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

(b) Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables

Financial liabilities such as trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Borrowings

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.10 Employee benefits

(a) Post employment obligations

Defined contribution plans

The Company makes provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans - Gratuity

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets, if any. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(b) Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

2.11 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government Grant that are receivable as a compensation for expenses or losses incurred for the purpose of giving immediate financial support with no future related cost are recognised in statement of Profit and loss in the year it is received.

Tea Plantation Subsidy and other subsidies is accounted for on acceptance from the concerned authorities.

2.12 Provisions

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

2.13 Income taxes

"The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity 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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.14 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

Sale of goods

Revenue from sale of goods is recognised when the Company perform its obligations to its customers and, the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably. The timing of such recognition is when the control over the same is transferred to the customer, which is mainly upon delivery.

2.15 Income recognition

a) Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

Consolidated Notes to Financial Statements

for the year ended 31 March 2023

b) Dividend income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

2.16 Inventories

Raw materials including harvested tea leaves, produced from own gardens are measured at lower of cost and net realisable value. Cost being the fair value less cost to sell at the point of harvest of tea leaves.

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost 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.

2.17 Research and development

Revenue expenditure on research and development is recognised as a charge in the Statement Profit and Loss. Capital expenditure on assets acquired for research and development is added to Property, plant and equipment, if any.

2.18 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundreds as per the requirements of Schedule III, unless stated otherwise.

Consolidated Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Note 3 : Property, plant and equipment

(All amounts in INR lacs, unless otherwise stated)

Description	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As at 01 April 2022	Addition/ Adjust-ments	Deductions/ Adjustments	As at 31 March 2023	As at 01 April 2022	Charge during the year	Deductions/ Adjustments	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Leasehold land	203.73	-	-	203.73	-		-	-	203.73	203.73
Bearer plant	754.70	30.65	-	785.35	125.10	31.89	-	156.99	628.36	629.60
Buildings	1,447.22	199.76	-	1,646.98	871.63	121.79	-	993.42	653.56	575.59
Plant & Machinery	74.47	2.23	-	76.70	20.20	15.98	-	36.18	40.52	54.27
Furniture & Fixture	258.34	8.89	-	267.23	173.20	28.74	-	201.94	65.29	85.14
Motor & Other Vehicles	17.14	4.95	-	22.09	11.79	4.05	-	15.84	6.25	5.35
Office equipments	5,425.53	378.75	-	5,804.28	731.68	101.02	-	832.71	4,971.58	4,693.85
Plant & Machinery Spares	57.45	-	-	57.45	34.43	11.51	-	45.94	11.51	23.03
Total	**8,238.59**	**625.24**	**-**	**8,863.82**	**1,968.03**	**314.99**	**-**	**2,283.02**	**6,580.80**	**6,270.56**

Description	Gross carrying amount				Accumulated Depreciation				Net Carrying Amount	
	As at 01 April 2021	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2022	As at 01 April 2021	Charge during the year	Deductions/ Adjustments	As at 31 March 2022	As at 31 March 2022	As at 31 March 2021
Leasehold land	203.73	-	-	203.73	-	-	-	-	203.73	203.73
Bearer plant	684.90	69.81	-	754.70	93.74	31.36	-	125.10	629.60	591.15
Buildings	1,358.56	88.66	-	1,447.22	753.78	117.85	-	871.63	575.59	604.78
Plant & Machinery	47.15	27.32	-	74.47	5.31	14.88	-	20.20	54.27	41.84
Furniture & Fixture	252.09	6.24	-	258.34	135.59	37.61	-	173.20	85.14	116.50
Motor & Other Vehicles	14.01	3.13	-	17.14	9.14	2.65	-	11.79	5.35	4.87
Office equipments	5,132.82	292.72	-	5,425.53	635.85	95.83	-	731.68	4,693.85	4,496.96
Plant & Machinery Spares	34.78	22.67	-	57.45	25.84	8.59	-	34.43	23.03	8.94
Total	**7,728.04**	**510.55**	**-**	**8,239**	**1,659.26**	**308.77**	**-**	**1,968.03**	**6,270.56**	**6,068.78**

Consolidated Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note 4: Capital work-in-progress

Description	As at 01 April 2022	Addition	Deductions /Adjust-ments	Closing as at 31 March 2023
Bearer plant - young trees	378.75	408.71	(378.75)	408.71
Others	59.27	45.64	(59.27)	45.64
Total	**438.02**	**454.36**	**(438.02)**	**454.36**

Description	As at 01 April 2021	Addition	Deductions /Adjust-ments	Closing as at 31 March 2022
Bearer plant - young trees	317.31	354.16	(292.72)	378.75
Others	-	59.27	-	59.27
Total	**317.31**	**413.44**	**(292.72)**	**438.02**

As at March 31, 2023

Particulars	Amount of 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:			-	-
Young Tree	408.71	-	-	-
Irrigation Project	45.64	-	-	-
Total	**454.36**			

As at March 31, 2022

Particulars	Amount of 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:			-	-
Young Tree	378.75	-	-	-
Irrigation Project	59.27	-	-	-
Total	**438.02**	-	-	-

(i) Property, plant and equipment pledged as security

Refer to note 18 for information on property, plant and equipment pledged as security by the Group.

(ii) Contractual obligations

Refer to note 45 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iii) The Company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988).

(iv) Title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

Note: 5 Investment in associate

Particulars	31st March 2023	31st March 2022
Unquoted		
Investments in equity instruments		
Sangam Investments Ltd 24,150 Equity shares of Rs 10 each fully paid	-	-
Total	-	-
(a) Aggregate amount of unquoted investments	-	1.23
Aggregate amount of Diminution in value of	1.23	-

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 6 Investments

Particulars	31st March 2023	31st March 2022
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Unquoted		
a) Woodland Multiplicity Hospitals Limited 1,130(31st March 2022 : 1130) Equity Shares of Rs 10 each fully paid up	3.81	2.11
b) ABC Tea Workers' Welfare Services (Formerly Assam Bengal Cereals Ltd.) 1000 (31st March 2022 : 1000) Equity Shares of Rs 10 each fully paid up	0.11	0.10
c) Allied International Products Limited 21,500 (31st March 2022 : 21,500)Equity Shares of Rs 10 each fully paid up	0.22	0.22
d) Cachar Club Limited 20 (31st March 2022 : 20) Equity Shares of Rs 10 each fully paid up	0.02	0.02
e) Jalpaiguri Club Limited 20 (31st March 2022 : 20) Equity Shares of Rs 10 each fully paid up	-	-
*f) 23-1/2% Debenture In East India Clinic Limited of Rs 100 each fully paid up (Net off Provision in the Dimunition in the Value of Investment)	-	0.02
*g) Rs 9000/- 5% Non Reedemable Debenture Stock 1957 fully paid up ((Net off Provision in the Dimunition in the Value of Investment)	-	0.09
Other Investments through FVTPL		
Investment in preference share - Others		
Unquoted		
3 Preference shares of Rs 10 each fully paid up	-	-
ii) Quoted		
Investment in Equity Shares		
Dhelakhat Tea Company Limited 62,924 (31st March 2022 : 62,924) Equity Shares of Rs 10 each fully paid up	56.59	52.45
Total	**60.75**	**55.01**

Note: 7 Deferred tax assets (net)

Particulars	31st March 2023	31st March 2022
Deferred tax asset		
Expenses allowable on payment basis	354.51	269.63
Inventory - black tea	104.43	12.53
Investments	0.69	1.76
Gross deferred tax assets	**459.63**	**283.91**
Deferred tax liability		
Property, plant and equipment	5.10	(6.05)
Biological asset other than bearer plant	-	(0.99)
Investments		
Gross deferred tax liability	**5.10**	**(7.04)**
Net deferred tax asset	**454.53**	**290.95**

Note: 8 Inventories

Particulars	31st March 2023	31st March 2022
Stock of tea	2,333.61	1,932.38
Stores and spares	396.37	573.62
Total	**2,729.98**	**2,506.00**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 9 Biological assets other than bearer plants

Particulars	31st March 2023	31st March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	22.05	47.44
Total	**22.05**	**47.44**

Reconciliation of changes in the carrying amount of biological assets	31st March 2023	31st March 2022
Opening balance	47.44	17.70
Gain/ (loss) arising from changes in fair value less costs to sell	5.38	
Increases due to purchases/ flushing during the year		47.44
Decreases due to harvest during the year	(30.77)	(17.70)
Closing balance	**22.05**	**47.44**

Note: Unharvested tea leaves on bushes as on 31 March 2023 was 69,478 at Rs 31.74/- 31st March 2022 - 1,97,674 kgs) at 24/-

Note-10 Trade Receivables

Particulars	31st March 2023	31st March 2022
Unsecured, considered good	137.19	97.25
Undisputed – Credit Impaired	343.81	339.61
Less: Allowance for Credit Loss	(343.81)	(339.61)
Total	**137.19**	**97.25**

Refer note 39 for credit risk and market risk on trade receivable.

Note: 11 Cash and cash equivalents

Particulars	31st March 2023	31st March 2022
Cash and cash equivalents		
Cash in hand	10.45	37.12
Balances with banks:		
- In current account	290.21	808.91
Deposits with original maturity less than 3 monhs	250.00	-
Other Bank Balances		
On unpaid dividend account	2.90	4.68
Deposits with original maturity for more than 3 months but less than 12 months	56.86	52.27
Total	**611.42**	**902.98**

*Represents deposits kept with bank for issuing bank guarantee having remaining maturity of less than 12 months from the balance sheet date.

Note: 12 Other financial assets - Current

Particulars	31st March 2023	31st March 2022
Security deposits	39.61	34.57
Total	**39.61**	**34.57**

Note: 13 Current tax asset (net)

Particulars	31st March 2023	31st March 2022
Advance income tax, tax deducted at source and refund receivable	370.46	267.82
Total	**370.46**	**267.82**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 14 Other current assets

Particulars	31st March 2023	31st March 2022
Advance to staff	23.68	15.26
Advance to vendor		
Considered Good	17.55	104.59
Considered Doubtful	55.06	-
Less: Allowance for impairment loss	(55.06)	-
	17.53	**104.59**
Others		
Balances with excise and other government authorities	179.49	104.58
Prepaid expenses	7.60	8.78
	187.09	**113.36**
Total	**228.30**	**233.21**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 15 Equity share capital

Particulars	31st March 2023	31st March 2022
Authorized shares		
12,00,000 Equity shares of Rs 10 each	120.00	120.00
Issued, subscribed and fully paid-up shares		
9,73,128 Equity shares of Rs.10 each	97.31	97.31
	97.31	**97.31**

(i) Movement in equity share capital

Particulars	31st March 2023		31st March 2022	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	9.73	97.31	9.73	97.31
Issued during the year	-	-	-	-
Outstanding at the end of the year	**9.73**	**97.31**	**9.73**	**97.31**

(ii) Terms / rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5 % shares in the company

Particulars	31st March 2023		31st March 2022	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs 10 each fully paid-up				
1. Jardine Henderson, Limited	4.85	49.88	4.85	49.88
2. Sripadam Investments Ltd.	0.81	8.33	0.81	8.33
3. Kant & Co. Ltd.	1.01	10.35	1.01	10.35
4. Monet Securities Private Limited	0.59	6.06	0.59	6.06

As per records of the Company, the above shareholding represents both legal and beneficial ownership of shares.

(iv) During the period of 5 years immediately preceeding the balance sheet date, no shares were issued for consideration other than cash. Also, no bonus shares were issued and no shares were bought back by the company during the said period.

Details of Promoter Shareholder in the Company is as below:-

Particulars	31st March 2022		31st March 2021	
	No. of shares	% of holding	No. of shares	% of holding
1. Jardine Henderson, Limited	4.85	49.88	4.85	49.88

Note: 16 Other equity

Particulars	31st March 2022	31st March 2021
Reserve and surplus		
(a) Securities premium account	45.59	45.59
(b) General reserve	5,305.92	5,304.69
(c) Retained earnings	1,209.21	143.32
Total	**6,560.72**	**5,493.60**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 16(a) Securities premium account

Particulars	31st March 2023	31st March 2022
Opening balance	45.59	45.59
Movement during the year	-	-
Closing balance	**45.59**	**45.59**

Note: 17(b) General reserve

Particulars	31st March 2023	31st March 2022
Opening balance	5,304.69	1,304.69
Amount transferred from retained earnings	-	4,000.00
Add: Adjustment For Investment in Associate Company	1.23	-
Closing balance	**5,305.92**	**5,304.69**

Note: 17(c) Retained earnings

Particulars	31st March 2023	31st March 2022
Opening balance	143.32	1,952.00
Net profit/ (loss) for the year	1,144.50	2,299.12
Items of other comprehensive income recognised directly in retained earnings	-	-
Amount transfer to General Reserve	-	(4,000.00)
- Remeasurements of post-employment benefit obligation, net of tax	(64.01)	(98.07)
Dividend paid	(14.60)	(9.73)
Closing balance	**1,209.21**	**143.32**

Nature and purpose of other reserves

a) **Securities premium account**

Securities premium account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

b) **General reserve**

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

c) **Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Note: 17 Borrowings

Particulars	31st March 2023	31st March 2022
Secured		
Term Loan		
- From Banks	98.88	271.75
- From Others	109.45	111.19
Less: Shown under Short Term Borrowings	(173.85)	(233.37)
	34.48	**149.57**
UnSecured		
Inter Corporate Deposit	592.64	628.14
Less: Amortisation of Loan	(64.11)	-
	528.53	**628.14**
Total	**563.01**	**777.71**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Nature of Security	Terms of Repayment
Term loan from banks includes ECLGS Loan from Kotak Mahindra Limited i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of M/s Rydak Syndicate's on Baradighi Tea Estate and Duklingia Tea Estate. ii) Primary Security-Pari Pasu charge on the existing and future current asset of the company.	Equated Monthly Installments beginning from the month subsequent to taking of the Loans.
Term Loan (Auto Loans) Taken from Bank are secured against the hypothecation of respective vehicles	Repayble in equated instalment of Rs. 2.17 Lakhs with 12 months

Intercorporate deposit from body corporates are unsecured and are repayable on demand. The above deposit carry interest @ 7% p.a. (31 March 2022 :@ 7%p.a.)

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender inaccordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

Note: 18 Provisions (Non-current)

Particulars	31st March 2023	31st March 2022
Provision for employee benefits		
Provision for gratuity (Refer note 39)	972.37	975.62
Total	**972.37**	**975.62**

Note: 19 Other non current financial liabilities

Particulars	31st March 2023	31st March 2022
Other non current financial liablities	888.74	912.04
Interest accrued but not due on borrowings	389.59	411.37
Less: Amortisation of Interest Cost measured at Fair Value	(199.47)	(204.16)
	190.12	**207.21**
Total	**1,078.86**	**1,119.26**

Note: 20 Borrowings - Current

Particulars	31st March 2023	31st March 2022
Loans repayable on demand		
Secured		
Working Capital Loan	0.57	-
Term Loan (Refer note 17)	109.45	233.37
Unsecured		
Intercorporate deposit	50.00	50.00
Total	**160.02**	**283.37**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

(a) Cash credit (including Working Capital Demand Loans) from banks are secured against hypothecation of stock and other current assets of the Company and second charge on fixed assets pertaining and are repayable on demand.

i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of tea estates

ii) Primary Security-Pari Pasu charge on the existing and future current asset of the borrower with other banks.

(b) Intercorporate deposit from body corporates are unsecured. The above deposit carry interest @ 7% p.a (31 March 2022 :@ 7% p.a.)

Note: 21 Trade payables

Particulars	31st March 2023	31st March 2022
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	36.49	92.19
Total outstanding dues of creditors other than micro enterprises and small enterprises	659.48	778.46
Total	**695.97**	**870.65**

For Ageing please refer Note 41

Note: 22 Other Financial Liabilities

Particulars	31st March 2023	31st March 2022
Unpaid dividend#	2.84	4.62
Payable to employees	271.54	223.25
Bonus payable	894.62	907.34
Others liability payable	17.35	10.37
Total	**1,186.35**	**1,145.57**

No Amount due to be credited to Investor Education and Protection Fund

Note: 23 Other Current Liabilities

Particulars	31st March 2023	31st March 2022
Statutory liabilities	75.09	75.22
Total	**75.09**	**75.22**

Note: 24 Provisions (Current)

Particulars	31st March 2023	31st March 2022
Provision for employee benefits		
Provision for gratuity (Note 39)	271.52	277.32
Provision for compensated absences	28.23	28.17
Total	**299.75**	**305.49**

Note: 25 Revenue from operations

Particulars	31st March 2023	31st March 2022
Sale of goods :		
Indigenous Sales		
Sale of products and services	13,709.18	14,346.68
Total	**13,709.18**	**14,346.68**

Note: 26 Other income

Particulars	31st March 2023	31st March 2022
Interest Received	3.99	2.81
Interest income from financial liabilities at amortised cost	64.11	217.70
Sale of tea waste	39.79	28.68
Rent income	3.66	2.40
Government grant#	-	24.71
Sundry receipts	113.51	155.25
Total	**225.06**	**431.56**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: Other Gains /(Losses)

Particulars	31st March 2023	31st March 2022
Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	5.85	4.44
Total	**5.85**	**4.44**
Total Other Income and Other Gain/ (Losses)	**230.91**	**436.00**

Government Grants represents grants on account of subsidy from tea board, Assam Govt.

Note: 27 Cost of materials consumed

Particulars	31st March 2023	31st March 2021
Materials:		
Inventory at the beginning of the year	-	-
Add: Purchases	276.42	-
Less: Inventory at the end of the year	-	-
Cost of materials consumed	**276.41**	**-**

Note: 28 Changes in inventories of finished goods

Particulars	31st March 2023	31st March 2022
Opening Stock of Tea	1,932.38	2,030.04
Closing Stock of Tea	(2,333.61)	(1,932.38)
(Increase)/Decrease in stock of tea	**(401.23)**	**97.66**

Note: 29 Change in carrying amount of biological assets other than bearer plant (gain/(loss))

Particulars	31st March 2023	31st March 2022
Stock at the beginning of the year	47.44	33.93
Stock at the end of year	22.05	47.44
(Increase)/Decrease in Stock	**25.39**	**(13.51)**

Note: 30 Employee benefits expense

Particulars	31st March 2023	31st March 2022
Salaries, Wages and Bonus	7,447.33	7,354.99
Contribution to Provident and other funds	570.29	494.78
Gratuity	176.07	172.40
Workmen and Staff Welfare	262.75	262.61
Total	**8,456.44**	**8,284.78**

Note: 31 Finance costs

Particulars	31st March 2023	31st March 2022
Interest and finance charges on financial liabilities not at fair value through profit or loss	128.95	161.31
Less: Borrowing cost capitalisaed during the year	(35.08)	(27.06)
Interest expenses from financial liabilities at amortised cost	4.69	13.54
Total	**98.56**	**147.79**

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the entity's general borrowing during the year, in this case is 8.91%, (31 March 2022: 8.40%)

Note: 32 Other expenses

Particulars	31st March 2023	31st March 2022
Cost of Materials Consumed	1,464.46	1,096.69
Power and Fuel	1,581.49	1,367.60
Rent	3.84	2.94
Repairs to Buildings	67.79	53.39
Repairs to Machinery	85.09	58.96
Insurance	21.56	22.65
Rates & Taxes	22.77	78.11
Green Leaf Cost	-	-
Brokerage & Commission	130.09	131.72
Freight and Transit Charges	111.28	113.26

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Particulars	31st March 2023	31st March 2022
Cultivation Expenses	55.55	89.29
Provision For Bad & Doubtful Debts and Advances	59.26	-
Provision of Dimunition in Value of Investment	1.34	-
Sundry Balances Written off	6.66	-
Director's sitting Fees	3.10	2.75
Auditors' Remunearation:-		
Statutory Audit fees	3.50	2.20
Tax Audit fees	1.25	0.20
Other Services	1.70	0.82
CSR Expenditure	26.85	14.00
Miscellaneous Expenses	432.69	434.00
Total:	**4,080.27**	**3,468.58**

Note: 33 Earnings per share

Particulars		31st March 2023	31st March 2022
(a)	Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share	1,144	2,299
(b)	Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (in numbers)	973,128	973,128
(c)	Nominal value of Equity Share **(in Rs.)**	10.00	10.00
(d)	Basic and diluted earnings per share **(INR)**	**117.61**	**236.26**

Note 34: Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised in profit or loss or other comprehenive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31st March 2023	31st March 2022
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	82.84	172.17
Total current tax expense	**82.84**	**172.17**
Deferred tax		
Decrease (increase) in deferred tax assets	(175.73)	(12.85)
(Decrease) increase in deferred tax liabilities	12.14	(3.70)
Total deferred tax expense/(benefit)	(163.59)	(16.55)
Income tax expense	**(80.75)**	**155.61**

Particulars	31st March 2023	31st March 2022
Current tax expense recognised in profit or loss		
Current tax on profits for the year	82.84	172.17
Profit and loss		
Total current tax expense (A)	**82.84**	**172.17**
Deferred tax expense recognised in profit or loss		
Deferred taxes	(138.08)	17.32
Total deferred tax expense recognised in profit or loss (B)	**(138.08)**	**17.32**
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(25.52)	(33.88)
Total deferred tax expense recognised in Other comprehensive income (C)	**(25.52)**	**(33.88)**
Total deferred tax for the year (B+C)	**(163.59)**	**(16.55)**
Total income tax expense recognised in profit or loss (A+B)	**(55.23)**	**189.49**
Total income tax expense recognised in Other comprehensive income (C)	**(25.52)**	**(33.88)**
Total income tax expense (A+B+C)	**(80.75)**	**155.61**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note: 35 Fair value measurements

Financial instruments by category

Particulars	31st March 2023		31st March 2022	
	FVPL	Amortised cost	FVPL	Amortised cost
Financial assets				-
Investments in equity instruments	60.75	-	55.01	-
Investments in preference shares	-	-	-	-
Trade receivables	-	137.19	-	97.25
Cash and cash equivalents	-	611.42	-	902.98
Other financial assets	-	39.61	-	34.57
Total financial assets	**60.75**	**788.22**	**55.01**	**1,033.24**
Financial liabilities				
Borrowings	-	-	-	382.95
Cash credit from banks	-	0.57	-	(0.00)
Intercorporate deposit	-	642.64	-	0.01
Trade payable	-	695.97	-	870.65
Interest accrued and due on borrowings	-	-	-	-
Unpaid dividend	-	2.84	-	3.06
Payable to Employees	-	271.54	-	223.25
Others liability payable	-	17.35	-	10.37
Provision for bonus	-	894.62	-	907.34
Total financial liabilities	**-**	**2,524.53**	**-**	**3,075.75**

(i) Fair value hierarchy

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 and (b) measured at amortised cost and for which fair values 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 accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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 instrument is included in level 3. Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilites of the Company is classified as Level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Note:

a) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2023 and March 31, 2022.

b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the financial instruments is determined using discounted cash flow analysis.

The fair values for financial instruments were calculated based on cash flows discounted using current borrowing rate . They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

(iii) Fair value of biological assets other than bearer plants

Particulars	31st March 2023	31st March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	22	47

Note: The fair value of biological assets other than bearer plants are to considered as Level 2 fair values.

Note : 36 Capital management

(a) Risk management

The company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The amount mentioned under total equity in balance sheet is considered as Capital.

(b) Dividends paid and proposed

Particulars		31st March, 2023	31st March, 2022
(i)	**Equity shares**		
	Final dividend for the year ended 31 March 2022 - Re. 1.5 (31 March 2021 - Re 1.00) per fully paid share	14.6	9.7
(ii)	**Dividends not recognised at the end of the year**		
	In addition to the above dividends, since year end 31st March 2023 the board has recommended the payment of a final dividend of Re 1 per fully paid equity share (31 March 2022 – Re. 1.5). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	9.73	14.60

Note: 37 Financial Risk Management

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets measured at amortised cost.	Aging analysis Credit ratings	Diversification of bank deposits and credit limits, quality of customers.
Liquidity risk	Financial liabilities that are settled by delivering cash or another financial asset.	Cash flow forecasts	Projecting cash flows and considering the level of liquid assets necessary to meet the liabilities.
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial guranatees.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

i) **Trade receivables**

The Company's trade receivables comprises from various parties. Trade receivables are non-interest bearing. Outstanding customer receivables are regularly monitored. The ageing of trade receivables as of balance sheet date is given below. The age analysis have been considered from the due date:

As at March 31, 2023

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	137.19	-	-	-	-	137.19
Undisputed – Credit Impaired	-	-	4.20	-	339.61	343.81
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	**137.19**	**-**	**4.20**	**-**	**339.61**	**481.00**
Less: Allowance for Credit Loss			**(4.20)**		**(339.61)**	**(343.81)**
Total trade receivables	**137.19**					**137.19**

As at March 31,2022

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	97.25	-	-	-	-	97.25
Undisputed – Credit Impaired	-	-	-	-	339.61	339.61
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	**97.25**	**-**	**-**	**-**	**339.61**	**436.86**
Less: Allowance for Credit Loss	-	-	-	-	-	**(339.61)**
Total trade receivables	**97.25**	**-**	**-**	**-**	**-**	**97.25**

The requirement for impairment is analysed at each reporting date. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 37. The Company does not hold collateral as security.

ii) **Other financial instruments and deposits**

Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments and cash and cash equivalents held by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 788.21 as at 31 March 2023, Rs. 1033.24 as at 31 March 2022, being the total of the carrying amount of trade receivables and other financial assets.

(B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

(i) **Maturities of financial liabilities**

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities.

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.

Contractual maturities of financial liabilities 31st March 2023	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	-	109.45	109.45
Cash credit from banks	0.57	-	0.57
Intercorporate deposit	642.64	-	642.64
Trade payable	695.97	-	695.97
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	2.84	-	2.84
Payable to Employees	271.54	-	271.54
Others liability payable	17.35	-	17.35
Provision for bonus	894.62	-	894.62
Total financial liabilities	**2,525.53**	**109.45**	**2,633.98**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Contractual maturities of financial liabilities 31st March 2022	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	382.95	85.60	468.54
Cash credit from banks	(0.00)	-	(0.00)
Intercorporate deposit	678.14	-	678.14
Trade payable	870.65	-	870.65
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	3.06	-	3.06
Payable to Employees	223.25	-	223.25
Others liability payable	10.37	-	10.37
Provision for bonus	907.34	-	907.34
Total financial liabilities	**3,075.75**	**85.60**	**3,161.35**

(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's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

(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. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

(iii) Price risk

(a) Exposure

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.The company's exposure to equity securities price risk arises from investments held by the company in equity securities and classified in the balance sheet as at fair value through other comprehensive income.

(b) Sensitivity

The table below summarises the impact of increases/decreases of the prices of respective securities on company's equity and total other comprehensive income for the period. The analysis is based on the assumption that the price of the respective securities had increased by 5% or decreased by 5% with all other variables held constant:

Particulars	Impact on profit before tax		Impact on other component of equity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Increase by 5% (2022: 5%)*	3.04	2.75	2.17	1.95
Decrease by 5% (2022: 5%)*	-3.04	-2.75	-2.17	-1.95

** Holding all other variables constant*

Note : 39 Employee benefit obligations

(i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are recognised in the Statement of Profit and Loss as they accrue.

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic (including dearness allowance) salary per month computed proportionately for 15 days (reckoning 26 days for a month) salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

Based on actuarial valuation, a provision is recognised in full for the projected obligation over and above the funds held in scheme.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

(iii) Balance sheet recognition

a) Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2021	1,226.44	5.23	1,221.21
Current service cost	87.32	-	87.32
Interest expense/(income)	85.79	0.71	85.08
Total amount recognised in profit or loss	**173.11**	0.71	**172.40**
Remeasurements	-	-	-
Return on plan assets, excluding amounts included in interest expense/(income)	-	(0.37)	0.37
Actuarial (gain)/loss from change in financial assumptions	(15.71)	-	(15.71)
Actuarial (gain)/loss from unexpected experience	132.81	-	132.81
Total amount recognised in other comprehensive income	**117.10**	**(0.37)**	**117.47**
Employer contributions/ premium paid	-	258.14	(258.14)
Benefit payments	(248.03)	(248.03)	-
31 March 2022	**1,268.62**	**15.68**	**1,252.94**

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2022	**1,268.62**	**15.68**	**1,252.94**
Current service cost	86.09	-	86.09
Interest expense/(income)	91.27	1.29	89.98
Total amount recognised in profit or loss	**177.36**	1.29	**176.07**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(2.11)	(2.11)
Actuarial (gain)/loss from change in financial assumptions	(14.29)	-	(14.29)
Actuarial (gain)/loss from unexpected experience	97.58	-	97.58
Total amount recognised in other comprehensive income	**83.28**	**(2.11)**	**81.17**
Employer contributions/ premium paid	-	(266.28)	(266.28)
Benefit payments	(261.28)	261.28	-
31 March 2023	**1,267.98**	**19.86**	**1,243.89**

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31st March 2023	31st March 2022
Discount rate	7.30%	7.10%
Salary growth rate	2.00%	2.00%
Mortality rate	IALM (2012-14) Table	IALM (2012-14) Table
	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	1% to 8%	1% to 8%
Retirement Age	58 Years	58 Years
Average Future Service	17.45	17.62

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation			
	31st March 2023		31st March 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(91.08)	71.36	(55.43)	110.25
Salary growth rate (-/+ 1%)	80.06	(99.54)	116.79	(61.76)
Withdrawal rate (-/+ 1%)	22.18	(56.24)	56.41	(16.07)

The above sensitivity analysis 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 while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitvity analysis did not change compared to the prior period.

(vi) The major categories of plan assets

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

(vii) Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk:

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies.

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Interest risk:

A decrease in the interest rate on plan assets will increase the plan liability.

Life expectancy:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

(viii) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the year ending 31 March, 2024 are Rs. 4,26,58,084.

The weighted average duration of the defined benefit obligation is 4.36 years (31 March, 2022 – 4.58 years). The expected maturity analysis of undiscounted gratuity benefits is as follows:

Particulars	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years
31 March, 2022				
Defined benefit obligation (gratuity)	271.52	136.25	83.17	296.99
Total	**271.52**	**136.25**	**83.17**	**296.99**
31 March, 2022				
Defined benefit obligation (gratuity)	0.00	469.75	251.81	419.87
Total	**0.00**	**469.75**	**251.81**	**419.87**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

(ix) Compensated absences

Compensated absences cover the Company's liability for sick and earned leave. As the Company does not have an unconditional right to defer the payment beyond 12 months the entire amount has been treated as current.

Note : 39 Corporate Social Responsibilty

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities were related to healthcare, child education , COVID vaccination etc. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	31st March 2023	31st March 2022
Amount required to be spent during the year	28.14	14.54
Amount of expenditure incurred	26.85	14.00
Shortfall	1.28	0.54
Total of pervious years shortfall	-	-
Reason for shortfall	Incomplete ongoing project	
Nature of CSR activities	Healthcare, child education, Donation to Chief Ministers Relief Fund etc.	
Related party transactions	-	-
If liability is incurred by entering into a contractual obligation, the movement in the provision.	-	-

Note : 40 Trade Payables

(ii) Ageing schedule of trade payable is as below:

As at March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	36.49	-	0.00	-	36.49
Undisputed dues - others	392.79	84.39	4.49	177.82	659.48
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	429.28	84.39	4.49	177.82	695.97
Trade payables not due	-	0.00			
Unbilled trade payables	-	0.00			
Total trade payables	**429.28**	**84.39**	**4.49**	**177.82**	**695.97**

As at March 31, 2022

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	92.19	-	-	-	92.19
Undisputed dues - others	404.29	141.42	93.83	138.92	778.46
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	496.48	141.42	93.83	138.92	870.65
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	**496.48**	**141.42**	**93.83**	**138.92**	**870.65**

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Note : 41 Ratios

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022

Particulars	Numerator	Denominator	31-03-2023	31-03-2022	Variance
Current Ratio	Current assets	Current liabilities	1.71	1.53	12.24%
Debt- Equity Ratio (Note 1)	Total Debts	Shareholders Equity	0.11	0.19	-42.77%
Debt-Service Coverage Ratio (Note 2)	Earnings Available for Debt Service	Debt Service	12.05	17.84	-32.44%
Return on Equity (ROE) (note 3)	Net Profits after taxes	Average Shareholders Fund	18.69%	69.07%	-50.38%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	116.95	209.15	-44.08%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	3.56	4.47	-20.37%
Trade payables turnover ratio	Purchases of services and Goods	Other expenses Average Trade Payables	2.00	2.43	-17.75%
Net capital turnover ratio4	Revenue	Working Capital	8.10	10.49	-22.84%
Net profit ratio	Net Profit	Revenue	8.35%	16.03%	-7.68%
Return on capital employed (ROCE) (note 4)	Earning before interest and Taxes	Capital Employed(4)	16.09%	39.63%	-23.54%
Return on Investment(ROI)					
Quoted	Gain on Fair Valuations	Time weighted average investments	11%	9%	1.90%
Unquoted	Income generated from investments	Time weighted average investments	0%	0%	

1. Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital borrowings working capital borrowings.
2. Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital utilisation during the year.
3. Lower operating margin due to wages hike could not be compensated by the high prices.
4. Lower operating margin due to wages hike could not be compensated by the high prices.

Note : 42 Segment reporting

The Company is engaged in the business of growing, manufacturing and sale of black tea and is having its manufacturing facilities located in India. The performance of the Company is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly growing, manufacturing and sale of black tea is the only operating segment .Further, there are no reportable geographical segment since significant business is within India. Accordingly there is no other reportable segment as defined by Ind AS 108 "Operating Segment".

The Company is domiciled in India and sells its products in India.

Note : 43 Related party disclosure

a) Associate Company	Sangam Investments Limited
b) Key management personnel	Mr Rajvinder Singh (Managing Director)
	Mrs. Nishita Dutta Chadda (Company Secretary)
	Mr Aditya Gupta (Chief Financial Officer)

c) Entities having significant influence over the Company : Jardine Henderson Ltd.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

d) Key management personnel compensation

Particulars	31st March 2023	31st March 2022
Short-term employee benefits	70.16	62.61
Post-employment benefits	-	-
Long-term employee benefits	-	-
Termination benefits	-	-

e) Transactions with related party

The following transactions occurred with related parties:

Particulars	31st March 2023	31st March 2022
Jardine Henderson Ltd.:		
a) Establishment charge	1.80	1.80
b) Other Services	16.13	12.25
c) Interest on loan	31.47	35.40

(e) Outstanding balances arising from sales/purchases of goods and services

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Particulars	31st March 2023	31st March 2022
Trade payables (purchases of goods and services) - Jardine Henderson Ltd.	52.58	52.12

(f) Loans to/from related parties

Particulars	31st March 2023	31st March 2022
Loans from Jardine Henderson Ltd.		
Beginning of the year	879.52	948.95
Loans advanced	-	-
Loan repayments made	57.28	69.44
End of the year	822.23	879.52

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

All outstanding balances are unsecured and are repayable in cash.

Note : 44 Other notes to accounts

Contingent liability not provided for:

i) In respect of Income Tax matters under appeal Rs. 495.61 (31 March 2022 Rs. 473.81) without considering concomitant liability in respect of Agricultural Income Tax.

ii) Commitments Estimated amount of contracts remaining to be executed on capital accounts and not provided for Rs 9.58 Lakhs.

iii) There has been no loss on account of impairments of assets since the carrying amount of property,plant and equipment does not exceed the recoverable account as per Accounting Standard issued by Companies (Accounts) Rules, 2014.

iv) Certain areas of certain estates of the Company have been acquired by the Governments of West Bengal and Assam under West Bengal Estates Acquisition Act, and Assam Land Ceiling Act, respectively. Compensation, if any, in this regard is yet to be ascertained.

v) The Scheme of Arrangement for amalgamation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company is yet to be approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench. Pending approval of the said scheme, these accounts have been prepared without giving effect of the said scheme in compliance with the requirment of IND AS 103 issued by the Institute of Charted Accountants of India. Upon approval of the scheme by the Hon'ble NCLT, all assets and Liabilites of Transferror company would be transferred and vested in the Company w.e.f 1st April 2022 at their respective Book Value.

vi) Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

vii) The Company is yet to receive balance confirmations in respect of certain trade payables, other payables, trade receiveables, Other receiveables and advances. The Management does not expect any material difference affecting the current year's financial statement due to the same.

Note: 45 Additional Regulatory Information

i) The company does not hold any investment properties.

ii) The Company has not revalued any of its Property, Plant and Equipment during the year.

iii) The Company does not hold any intangible assets.

iv) The company is filing quarterly returns with the financial institution and the same are in agreement with the books of accounts.

v) The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

vi) The company does not have any transactions with the companies stuck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956.

vii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

viii) The Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

ix) The Company has not advanced or loaned or invested funds to any person(s) or entity(is), 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.

x) The Company has not received any fund from any person(s) or entity(is), 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.

xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Note: 46 Interests in other entity

Interest in associate

Set out below is the associate of the Group as at 31 March 2023. The entities listed below have share capital consisting solely of equity shares, which 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.

Name of the entity	Place of business/ country of incorporation	Relationship	Accounting method	% of ownership interest		Principal actvities
				31 March 2023	31 March 2022	
Sangam Investments Limited	India	Associate	Equity method	24.15%	24.15%	Trading and investment activities

(i) Summarised financial information for associate

The tables below provide summarised financial information for the associate. The information disclosed reflects the amounts presented in the financial statements of the relevant associate and not SIL's share of those amounts.

Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Summarised balance sheet	Sangam Investments Limited	
	31 March 2023	31 March 2022
Total current assets	1.60	3.36
Total non-current assets	0.84	0.82
Total current liabilities	37.27	37.26
Total non-current liabilities	-	-
Net assets	**(34.84)**	**(33.08)**

Summarised statement of profit and loss	Sangam Investments Limited	
	31 March 2023	31 March 202
Revenue	0.18	0.09
Profit for the year	(1.95)	(0.29)
Other comprehensive income	0.00	0.00
Total comprehensive income	**(1.95)**	**(0.29)**

Summarised balance sheet	Sangam Investments Limited	
	31 March 2023	31 March 2022
Closing net assets	**-34.84**	**-33.08**
Group's share in %	24.15%	24.15%
Group's shares	-8.41	-7.99
Group's shares of losses exceeding investments not recognised	8.41	7.99
Carrying amount	-	-

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46
The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266
CA Kailash Chandra Soni
Partner
Membership Number: 057620
Place : Kolkata
Date : 30th May, 2023

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

Nishita Dutta Chadda
(Company Secretary)

RAJVINDER SINGH
Digitally signed by RAJVINDER SINGH
Date: 2024.07.10 11:39:03 +05'30'

RYDAK SYNDICATE LIMITED

R Kothari & Co LLP

CHARTERED ACCOUNTANTS
KOLKATA, NEW DELHI

INDEPENDENT AUDITOR'S REPORT

TO
THE MEMBERS OF
RYDAK SYNDICATE LIMITED

Report on the Audit of Ind-AS Standalone Financial Statements

Opinion

We have audited the Ind-AS Standalone financial statements of **RYDAK SYNDICATE LIMITED** ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2024, and the Standalone statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the Ind-AS Standalone Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Ind-AS Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind-AS Standalone Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and profit for the year, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind-AS Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind-AS Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

RAJVIND ER SINGH Digitally signed by RAJVINDER SINGH Date: 2024.07.12 15:27:42 +05'30'

RYDAK SYNDICATE LIMITED

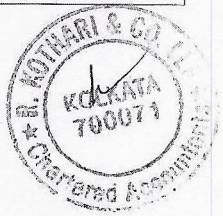
R. KOTHARI & CO. LLP KOLKATA 700071 Chartered Accountants

Key audit matters

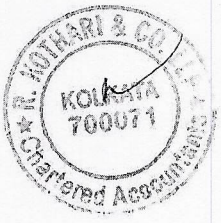
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we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

Key Audit Matters	Auditor's Response
Estimation of Useful Life of Bearer Plants *(Refer note 2.6 & 3 of the Ind-AS Standalone Financial Statements)*	
The carrying value of Bearer Plants as on March 31, 2024 is Rs. 5,641.10 Lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgment. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense. As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually. As per Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount. This matter has been identified as a key audit matter due to significant estimates / judgment involved in estimating useful life for this asset.	Our audit procedures included the following: • Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience. • Evaluated the assumptions and critical judgments used by the management and tested the underlying supporting documents / details. • Assessed the related disclosures in the standalone Ind AS financial statements. Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.

Valuation of Biological Assets and agriculture produce *(Refer note 2.5 & 8 of the Ind-AS Standalone Financial Statements)*	
As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date through the use of valuation model and recent transaction prices. As at March 31, 2024, the carrying value of biological assets included under current assets is Rs. 56.32 Lakhs. Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realizable value. For harvested or un-harvested green leaves. Since there is no active market for own leaves, significant judgment is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of un-plucked leaf. Accordingly, this matter has been identified as a key audit matter.	Our audit procedures included the following: • Understood, evaluated and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory. • Assessed the significant assumptions used in the valuation model with reference to available market information, • Tested the data inputs used and compared them with underlying supporting documents. • Assessed the related disclosures in the standalone Ind AS financial statements for compliance with disclosure requirements. • Testing the consistency of application of the fair value approaches and models over the years.
Valuation & Impairment of Investment in Associate and other than in Associate *(Refer note 2.9, 5 of the Ind-AS Standalone Financial Statements)*	
The Company has equity investments in associates and other companies. It also has made investments in preference shares in other companies. The Company accounts for equity investments in associate at cost (subject to impairment assessment) and other investments at fair value For investments carried at cost amounting to where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognized. For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109.	Our audit procedures included the following: • Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments. • Assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us. • We have discussed the forecasted results of the investments with management and also reviewed the substantiation of the forecasts based on historical information.



The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgment and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rates, terminal growth rate etc.	• We have reviewed the market value of assets provided by the management based upon prevalent market conditions and evidences of the market value of the assets. • Evaluated the adequacy of the disclosures made in the Standalone Financial Statements.
Impairment of trade receivables *(Refer note 9 of the Ind-AS Standalone Financial Statements)*	
As at 31 March 2024 the Company held Rs. 166.33 Lakhs of Trade Receivables. As disclosed in Note 9, these amounts are receivable from customers across the country and a majority of these trade receivables are not secured. The determination of whether trade receivables will be realized at the stated amounts, requires management to exercise judgment and apply assumptions relating to expectations of recovery from past due customers also considering the market in which the customers operate due to which this matter was considered as a key audit matter.	Our audit procedures included the following: • We assessed the management's process, systems and controls implemented over the identification of past due receivables and the assessment of impairment of doubtful debts thereon. • We verified the subsequent receipts of money for outstanding invoices on a sample basis, in ascertaining whether an increased credit risk is identified with regard to the Groups trade dues. • For past due customers, we inquired reasons for being long overdue, and assessed whether the resultant credit risk has been considered by management in their impairment assessment. We also assessed the adequacy of disclosures made in relation to impairment of trade receivables in Note 9 to the Ind AS financial Statements.
Amortization of Interest payable to a Group Company*(Refer note 25 of the Ind-AS Standalone Financial Statements)*	
The Company entered into an agreement with a Group Company from whom ICD was taken, for amortization of Interest Payable on ICD considered at fair value. No Net gain arrived on this amortization of financial liability measured at FVTPL, which has been considered as other Income.	• We assessed the Financial Liability of Interest payable to the Group Company as on the date of Agreement. • We analyzed the effect of Amortization process after verifying the signed agreement entered between the Company and the other party (Group Company). • Considered the terms of deferment of ICD payment installment. • Carried out checking of calculation at FVTPL of the liability of Interest and accordingly verified the net gain on amortization.



Emphasis of Matter

a) *We draw your attention to Note No. 43(vii) of the Standalone Financial Statements regarding pending confirmation from certain parties. The Management does not expect any material difference affecting the current year's financial statement due to the same.*

Our Opinion is not modified in respect of this matter.

Information other than the Ind AS Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Return but does not include the Ind AS Standalone Financial Statements and our Auditor's report thereon.

Our opinion on the Ind AS Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

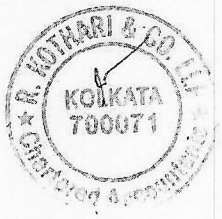
In connection with our audit of the Ind AS Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Ind-AS 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 Ind-AS Standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 implementation and maintenance of 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 Ind-AS 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 Ind-AS 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 Board of Directors are also responsible for overseeing the Company's financial reporting process.

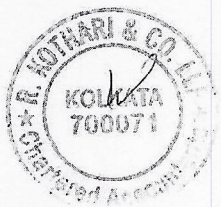
Auditor's Responsibilities for the Audit of the Ind-AS Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS 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 the material misstatement of the Ind AS financial statement, 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 financial controls 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 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

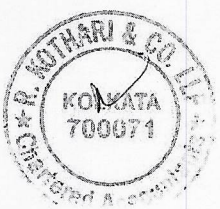
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 Ind AS Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's 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 - A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



I. As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.

d) In our opinion, the aforesaid Ind-AS Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

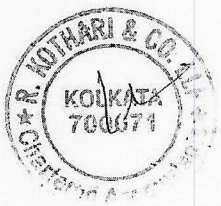
f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".

II. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a) The Company has disclosed the impact of pending litigations on the financial position in its standalone financial statements [*Refer Note No. 43(i) to its Standalone Financial Statements*]

b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company except unpaid/unclaimed dividend amounting to Rs. 0.63/- lakhs relating to FY 2015-16, which is yet to be transferred.



d) (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;

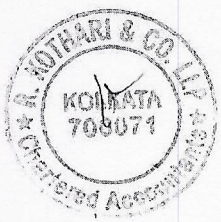
(C)Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.

e) As stated in Note 34(b) to the standalone financial statements
(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As provision to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.



III. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

For R. Kothari & Co LLP
Chartered Accountants
FRN: 307069E/E300266

R. KOTHARI & CO. LLP ★ KOLKATA 700071 ★ Chartered Accountants

CA Kailash Chandra Soni
Partner
Membership Number: 057620

Place: Kolkata

Date: 27-05-2024
UDIN: 24057620BKAPKZ6968

ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT

The Annexure A referred to in paragraph 1 under the heading '**Report on Other Legal & Regulatory Requirements**' of our report of even date to the Ind-AS financial statements of the Company for the year ended March 31, 2024, we report that:

(i) a)(A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment;

(B)The Company does not have any intangible assets. Hence, clause (a)(B) of Paragraph 3(i) of the Order is not applicable to the Company.

b) The Property, plant and equipment have been physically verified by the management at reasonable intervals. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.

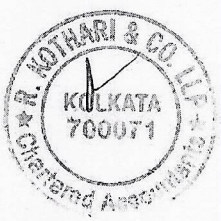
c) Based on our audit procedure and the information and explanations given to us by the management, the title deeds of all immovable properties disclosed in financial statements are held in the name of the company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).

d) According to the information and explanations given to us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and/or Intangible assets during the year ended 31st March, 2024.

e) According to the information and explanations given to us and the records of the company examined by us, no proceeding have been initiated during the year or are pending against the Company as at March 31,2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

(ii) (a) The inventory has been physically verified during the year by the management (except for teas lying with third-parties). In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.

(b)According to the information and explanations given to us and on the basis of our examination of the records, the Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/financial institutions on the basis of security of current assets. The Quarterly returns / statements filed by the company are in agreement with the books of accounts.



(iii) According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) (a) to (f) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not granted any loans, guarantees or securities as specified under section 185 and 186 of the Companies Act 2013. Moreover, in our opinion the company has complied with the provisions of section 186 of the Companies Act 2013 with respect to the investment made.

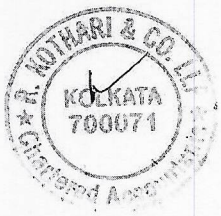
(v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income-tax, Goods and Services Tax and other material statutory dues, as applicable have been regularly deposited during the year by the Company with the appropriate authorities and there are no arrear of undisputed statutory dues as at March 31,2024 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us, there are no dues of Goods and Services Tax and other material statutory dues which have not been deposited as on 31st March, 2024 with appropriate authorities on account of any dispute except the following:

Name of Statute	Nature of Dues	Amount (Rs.)	Period to which amount relates	Forum where Dispute is Pending
Income Tax Act, 1961	Central Tax	51,10,051/-	2016-2017	CIT (A)



Name of Statute	Nature of Dues	Amount (Rs.)	Period to which amount relates	Forum where Dispute is Pending
Income Tax Act, 1961	Central Tax	2,25,28,400	2020-2021	CIT (A)
Income Tax Act, 1961	Central Tax	21,80,240	2021-2022	CIT (A)
Goods and Service Tax Act, 2017	GST	10,68,352	2017-2018	Appellate Authority

(viii) According to the information and explanations given to us and based on our examination of the books of accounts and other records, the company does not have any transactions unrecorded in the books of account and which were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961. Hence reporting of other information under clause 3 (viii) of the said Order is not required.

(ix) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.

b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not been declared as a willful defaulter by any bank or financial institutions or other lender. Hence reporting of information under clause 3 (ix) (b) of the said Order is not applicable.

c) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of term loans. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.

d) According to the information explanation provided to us, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the company.

e) According to the information and explanations given to us and based on our examination of the other records, the company has not taken any fund from any entity or person on account of or to meet the obligations of its associates (the company does not have any subsidiaries or joint venture). Hence reporting of information under clause 3 (ix) (e) of the said Order is not applicable.

f) Based upon the audit procedures performed and the information and explanations given by the management, we report that the company has not raised loans during the year on the pledge of securities held in its associates companies (the company does not have any

R. KOTHARI & CO. LLP KOLKATA 700071 Chartered Accountants

subsidiaries or joint venture). Hence, reporting of other information under clause 3 (ix) (f) of the said Order is not applicable.

(x) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) during the year. Hence, paragraph 3(x)(a) of the Order is not applicable to the Company.

b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the reporting under Paragraph 3 (x)(b) of the Order is not applicable to the Company.

(xi) a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

b) Based upon the audit procedures performed and the information and explanations given by the management, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

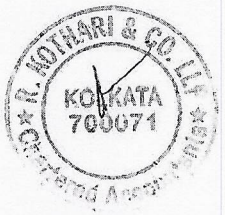
c) Based upon the audit procedures performed and the information and explanations given by the management, there have been no whistle blower complaints received by the Company during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the reporting under Paragraph 3 (xii) (a) to (c) of the Order is not applicable to the Company.

(xiii) Based upon the audit procedures performed and the information and explanations given by, the management, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind-AS Financial Statements as required by the applicable accounting standards.

(xiv) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has an internal audit system commensurate with the nature and size of the business.

b) Based upon the audit procedures performed, we report that the Internal audit report has been taken into due consideration while determining the nature, timing and extent of our audit procedures.



(xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as per the provisions of Sec 192 of the Companies Act, 2013. Accordingly, the reporting under Paragraph 3 (xv) of the Order is not applicable to the Company.

(xvi) a) According to the information and explanations provided to us and based on our examination of records of the Company, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.

b) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

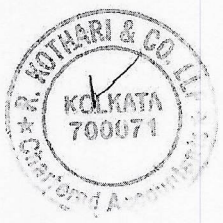
c)Based upon the audit procedures performed and the information and explanations given by the management, the Company is a not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under Paragraph 3 (xvi)(c) of the Order is not applicable to the Company.

d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and hence reporting under Paragraph 3 (xvi)(d) is not applicable.

(xvii) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not incurred any cash losses during the current period and immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.

(xviii) Based upon the audit procedures performed and the information and explanations given by the management, there has been no resignation of the statutory auditors during the year. Hence, reporting under Paragraph 3 (xviii) of the Order is not applicable to the Company.

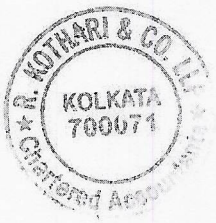
(xix) Based According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realizations of financial assets and payment of the financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to belief that any material uncertainty exists as on the date of the audit report that company is not capable of 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.



We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the company as and when they fall due.

(xx) Based upon the audit procedures performed and the information and explanations given by the management, the Company does not have any unspent amount under sub-section (5) of section 135 of the said Act. Hence, reporting under Paragraph 3 (xx)(a) and 3(xx)(b) of the Order are 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 the report.



For R. Kothari & Co LLP
Chartered Accountants
FRN: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620

Place: Kolkata

Date: 27-05-2024
UDIN: 24057620BKAPKZ6968

"ANNEXURE B" TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **RYDAK SYNDICATE LIMITED** ("the Company") as of 31st March, 2024 in conjunction with our audit of the Ind-AS Standalone financial statements of the Company for the year ended on that date.

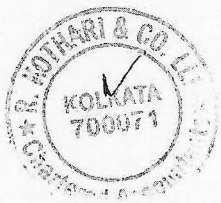
Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control



based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS Standalone financial statements, whether due to fraud or error.

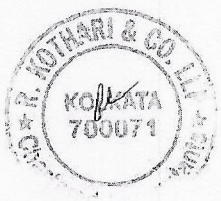
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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 Ind-AS Standalone 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 Ind-AS Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS Standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2024, 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.

For R. Kothari & Co LLP
Chartered Accountants
FRN: 307069E/E300266

CA Kailash Chandra Soni
Partner
Membership Number: 057620

Place: Kolkata

Date: 27-05-2024
UDIN: 24057620BKAPKZ6968

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RYDAK SYNDICATE LIMITED

Rydak Syndicate Limited
Balance Sheet as at 31st March 2024
CIN:L65993WB1900PLC001417

Rs in Lakhs

Particulars	Note	31-Mar-24	31-Mar-23
ASSETS			
Non-current assets			
Property, plant and equipment	3	7,436.89	6,580.80
Right to Use Asset	3.1	42.94	
Capital work-in-progress	4	490.68	454.36
Financial assets			
Investments other than associate	5	80.55	60.75
Deferred tax assets (net)	6	407.35	453.85
Total non-current assets		**8,458.41**	**7,549.76**
Current assets			
Inventories	7	3,021.14	2,729.98
Biological assets other than bearer plants	8	56.32	22.05
Financial assets			
(i) Trade receivables	9	166.34	137.19
(ii) Cash and cash equivalents	10	100.15	611.42
(iii) Other financial assets	11	63.61	39.61
Current tax asset (net)	12	524.04	370.46
Other current assets	13	298.99	228.32
Total current assets		**4,230.59**	**4,139.03**
Total assets		**12,689.00**	**11,688.79**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	97.31	97.31
Other equity	15	7,019.18	6,560.04
Total equity		**7,116.49**	**6,657.35**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	16	565.73	563.03
Provisions	17	961.99	972.37
Other non current financial liabilities	18	1,043.95	1,078.86
Lease Liability- Non Current	42	36.58	0.00
Total non-current liabilities		**2,608.25**	**2,614.26**
Current liabilities			
Financial liabilities			
(i) Borrowings	19	264.24	160.02
(ii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	20	13.47	36.49
Total outstanding dues of creditors other than micro enterprises and small enterprises		936.94	659.48
(iii) Lease Liability	40	7.72	0.00
(iv) Other financial liabilities	21	1,327.87	1,186.35
Other current liabilities	22	66.13	75.09
Provisions	23	347.90	299.75
Total current liabilities		**2,964.27**	**2,417.18**
Total equity and liabilities		**12,689.00**	**11,688.79**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 44
The notes referred to above form an integral part of the Financial Statements

In terms of our attached Report of even date
For R. Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA. Kailash Chandra Soni
Partner
Membership Number: 057620
Place: Kolkata
Date: 27th May, 2024

R. KOTHARI & CO. LLP ★ KOLKATA 700071 ★ Chartered Accountants ★

Subir Das
Director
DIN: 00199255

Rajvinder Singh
Managing Director
DIN: 06931916

RAJVINDER SINGH
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Date: 2024.07.12 15:30:04 +05'30'

RYDAK SYNDICATE LIMITED

Aditya Gupta
(CFO)

Rydak Syndicate Limited

Statement of Profit and Loss for the year ended 31st March 2024 — **Rs in Lakhs**

CIN:L65993WB1900PLC001417

Particulars	Note	31-Mar-24	31-Mar-23
Income			
Revenue from operations	24	13,979.13	13,800.54
Other income	25	169.98	139.55
Total income		**14,149.11**	**13,940.09**
Expenses			
Cost of materials consumed	26	516.74	276.40
Changes in inventories of finished goods	27	(246.90)	(401.23)
Employee benefits expense	28	8,946.62	8,456.44
Finance costs	29	155.08	98.55
Depreciation expense	3	338.71	314.99
Other expenses	30	3,864.26	4,105.67
Total expenses		**13,574.51**	**12,850.82**
Profit before tax		**574.60**	**1,089.27**
Tax expense:			
- Current tax	31	28.62	82.84
- Deferred tax	31	55.22	(138.08)
Total tax expenses		**83.84**	**(55.23)**
Profit for the year		**490.76**	**1,144.51**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	36	30.61	89.53
Income tax relating to these items	31	(8.72)	(25.52)
Other comprehensive income for the year, net of tax		21.89	64.01
Total comprehensive income for the year		**468.87**	**1,080.49**
Earnings per equity share: Basic and Diluted (Nominal value per Share Rs.10)	32	**50.43**	**117.61**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 44

The notes referred to above form an integral part of the Financial Statements

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Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA. Kailash Chandra Soni
Partner
Membership Number: 057620
Place: Kolkata
Date: 27th May, 2024

R. KOTHARI & CO. LLP ★ KOLKATA 700071 ★ Chartered Accountants

Subir Das
Director
DIN: 00199255

Rajvinder Singh
Managing Director
DIN: 06931916

Aditya Gupta
(CFO)

Rydak Syndicate Limited
Statement of changes in equity for the year ended 31 March 2024

A. Equity share capital

Rs in Lakhs

Description	Amount
As at 01 April 2022	97.31
Changes in equity share capital	-
As at 31 March 2023	**97.31**

Description	Amount
As at 01 April 2023	97.31
Changes in equity share capital	-
As at 31 March 2024	**97.31**

B. Other equity

Rs in Lakhs

Description	Reserve and surplus			Total other equity
	Security Premium account	General reserve	Retained earnings	
Balance at 01 April 2022	45.59	5,305.92	142.62	5,494.13
Profit for the year	-	-	1,144.51	1,144.51
Other comprehensive income	-	-	(64.01)	(64.01)
Total comprehensive income	-		1,080.49	1,080.49
Transfer to General Reserve		-	-	-
Dividend paid	-	-	(14.60)	(14.60)
Balance at 31 March 2023	45.59	5,305.92	1,208.51	6,560.03

Description	Reserve and surplus			Total other equity
	Security Premium account	General reserve	Retained earnings	
Balance at 01 April 2023	45.59	5,305.92	1,208.51	6,560.03
Profit for the year			490.76	490.76
Transfer to General Reserve	-	-	-	-
Other comprehensive income			(21.89)	(21.89)
Total comprehensive income for the year	-	-	468.88	468.88
Dividend paid			(9.73)	(9.73)
Balance as at 31 March 2024	45.59	5,305.92	1,667.66	7,019.17

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 44

The notes referred to above form an integral part of the Financial Statements
In terms of our attached Report of even date
For R.Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

R. KOTHARI & CO. LLP KOLKATA 700071 Chartered Accountants

CA. Kailash Chandra Soni
Partner
Membership Number: 057620
Place: Kolkata
Date: 27th May, 2024

Subir Das
Director
DIN: 00199255

Rajvinder Singh
Managing Director
DIN: 06931916

Aditya Gupta
(CFO)

Rydak Syndicate Ltd.
Cash flow statement for the year ended 31 March, 2024
CIN:L65993WB1900PLC001417

Rs in Lakhs

	Particulars	31-Mar-24 Audited (Amount Rs.)	31-Mar-23 Audited (Amount Rs.)
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Tax	543.99	1,089.27
	Adjustments for:		-
	Depreciation expenses		-
	Net gain on fair valuation of financial assets	338.71	314.99
	Changes in Biological Assets	-	(64.11)
	Finance cost	(34.27)	25.39
	Provision For Bad & Doubtful Debts	155.08	98.55
	Sundry Balances Written off	-	59.26
	Provisions	-	6.66
	Interest on FD Received	-	(5.74)
	Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	(3.91)	(3.99)
		(23.60)	(5.85)
	Operating Profit before Working Capital Changes	976.01	1,514.43
	Adjustments for:		
	Non-Current/Current financial and other assets	(406.44)	(106.01)
	Inventories	(291.17)	(223.98)
	Non-Current/Current financial and other liabilities/provisions	514.19	(174.43)
	Cash generated from operations	792.59	1,010.01
	Income Tax paid	-	(185.48)
	Net Cash flow from Operating activities	792.59	824.52
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Payment for purchase of property, plant and equipment	(1,205.38)	(697.62)
	INVESTMENTS	-	-
	Interest on FD Received	3.91	3.99
	Net Cash used in Investing activities	(1,201.47)	(693.62)
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds/(Repayment) of short term borrowings	104.22	(123.35)
	Proceeeds from long term borrowings	2.70	(150.81)
	Interest paid	(199.57)	(133.63)
	Dividend paid	(9.73)	(14.60)
	Net Cash used in financing activities	(102.38)	(422.40)
	Net increase in cash & Cash Equivalents	(511.26)	(291.50)
	Cash and Cash equivalents as at the beginning of the year	611.42	902.92
	Cash and Cash equivalents as at the end of the year	100.16	611.42

Note-

1) The above cashflow statement have been prepared using "Indirect Method" as set out in Ind AS 7 - Statement of cashflows.

2) Cash and cash equivalents includes cash on hand, balances with banks in current account. Refer note 13.

3) In case of Company's financing activities (including) borrowings there are no non-cash transactions as impact of changes in foreign exchange rates.

4) Previous year figures have been regrouped/rearranged whether considered necessary to conform to current years presentation.

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 44

The notes referred to above form an integral part of the Financial Statements

In terms of our attached Report of even date
For R.Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA. Kailash Chandra Soni
Partner
Membership Number: 057620
Place: Kolkata
Date: 27th May, 2024

R. KOTHARI & CO. LLP KOLKATA 700071 Chartered Accountants

Subir Das
Director
DIN: 00199255

Rajvinder Singh
Managing Director
DIN: 06931916

Aditya Gupta
(CFO)

1 General Information

Rydak Syndicate Limited ia a Company incorporated under the Companies Act, 2013. The Company's shares are listed on the Calcutta Stock Exchange. The Company is engaged in harvesting, manufacturing and selling of tea. The company has also commenced operations commercially as a Tea Tourism operation in Dooars Region in the name of Baradighi – The Bungalow by converting one of its heritage bunglow into a commercial property.

The financial statements as at 31 March 2024 present the financial position of the Company.

The functional and presentation currency of the Company is Indian Rupee ("INR") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended March 31, 2024 were approved by the Board of Directors and authorised for issue on signing date of accounts 27th May, 2024.

2.0 Material accounting policies

The material accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

2.1 Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2016.
These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

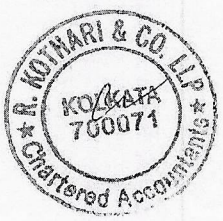
2.2 Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:
a) certain financial assets and liabilities that is measured at fair value;
b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell.

2.3 Use of estimates and critical accounting judgments

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.
Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of property, plant and equipment, intangible assets, impairment of property, plant and equipment, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.



2.4 Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The Company,s tea bushes qualify as bearer plants under the defination in Ind AS 41 and are therefore accounted for as a part of property, plant and equipment.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs, if any, during the period of construction is capitalised as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

2.5 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.

2.6 Depreciation methods, estimated useful lives and residual value of property, plant and equipment

Depreciation, other than bearer plant, is calculated using written down value method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation.

Bearer plants are depreciated using straight line method from the date when they are ready for commercial harvest.

The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:

Particulars	Useful life (in years)
Plant and machinery	15
Furniture and Fixture	10
Building	60
Bearer plants	74
Office equipments	3 - 10
Vehicles	8 - 10
Software	5

In initial years company adopted to 80 years of normal life on trial basis and data analysis was further undertaken by the management which suggests an normal life of 75 years on average embracing the total coverage of 6 Tea Estates spread over entire tea cultivation area. It was empirically ascertained to a minor adjustmentof 75 years of normal life of tea bushes on overall basis as per the management decision adopted during thecurrent year.

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2.7 Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.
The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.8 Leases

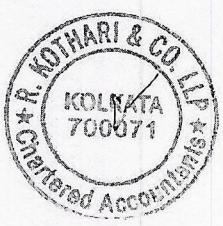
The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.
In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

2.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.



Effective interest method
The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Cash and cash equivalents
Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

Other bank balances
Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage or having maturities of more than three months from the date of such deposits.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value through other comprehensive income
Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

Financial assets measured at fair value through profit or loss
Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Impairment of financial assets
Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.
The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction..

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets
The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

(b) Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables

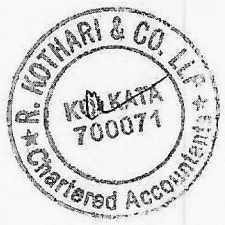
Financial liabilities such as trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Borrowings

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.



2.10 Employee benefits

(a) Post employment obligations

Defined contribution plans

The Company makes provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans - Gratuity

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets, if any. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(b) Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.
The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.11 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government Grant that are receivable as a compensation for expenses or losses incurred for the purpose of giving immediate financial support with no future related cost are recognised in statement of Profit and loss in the year it is received.

Tea Plantation Subsidy and other subsidies is accounted for on acceptance from the concerned authorities.

2.12 Provisions

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

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2.13 Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity 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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.14 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

Sale of goods

Revenue from sale of goods is recognised when the Company perform its obligations to its customers and, the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably. The timing of such recognition is when the control over the same is transferred to the customer, which is mainly upon delivery.

Sale of services

Income from services is accounted at a point in time as per the assessment of Ind AS 115. No revenue is recognized if there are significant uncertainties regarding recovery of the amount due and associated costs.

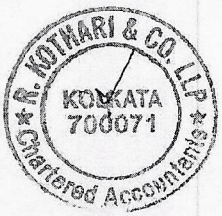
2.15 Income recognition

a) Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

b) Dividend income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.



2.16 Inventories

Raw materials including harvested tea leaves, produced from own gardens are measured at lower of cost and net realisable value. Cost being the fair value less cost to sell at the point of harvest of tea leaves.

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost 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.

2.17 Research and development

Revenue expenditure on research and development is recognised as a charge in the Statement Profit and Loss. Capital expenditure on assets acquired for research and development is added to Property, plant and equipment, if any.

2.18 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundreds as per the requirements of Schedule III, unless stated otherwise.

Rydak Syndicate Limited
Notes to Financial Statements for the Year ended 31st March 2024
CIN:L65993WB1900PLC001417
Note: 3 Property, plant and equipment

Description	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As at 01 April 2022	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2023	As at 01 April 2022	Charge during the year	Deductions / Adjustments	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Leasehold land	203.73	-	-	203.73	-	-	-	-	203.73	203.73
Buildings	754.70	30.65	-	785.35	125.10	31.89	-	156.99	628.36	629.60
Plant & Machinery	1,447.22	199.76	-	1,646.98	871.63	121.79	-	993.42	653.56	575.59
Furniture & Fixture	74.47	2.23	-	76.70	20.20	15.98	-	36.18	40.52	54.27
Motor & Other Vehicles	258.34	8.89	-	267.23	173.20	28.74	-	201.94	65.29	85.14
Office equipments	17.14	4.95	-	22.09	11.79	4.05	-	15.84	6.25	5.35
Bearer plant	5,425.53	378.75	-	5,804.28	731.68	101.02	-	832.71	4,971.58	4,693.85
Plant & Machinery Spares	57.45	-	-	57.45	34.43	11.51	-	45.94	11.51	23.03
Total	8,238.59	625.24	-	8,863.82	1,968.03	314.99	-	2,283.02	6,580.80	6,089.56

Description	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As at 01 April 2023	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2024	As at 01 April 2023	Charge during the year	Deductions / Adjustments	As at 31 March 2024	As at 31 March 2024	As at 31 March 2023
easehold land	203.73	-	-	203.73	-	-	-	-	203.73	203.73
uildings	785.35	42.75	-	828.11	156.99	32.47	-	189.46	638.64	628.36
lant & Machinery	1,646.98	331.81	-	1,978.78	993.42	141.45	-	1,134.87	843.92	653.56
urniture & Fixture	76.70	0.41	-	77.11	36.18	11.20	-	47.38	29.73	40.52
lotor & Other Vehicles	267.23	11.83	-	279.06	201.94	22.74	-	224.68	54.38	65.29
ffice equipments	22.09	4.22	-	26.31	15.84	4.59	-	20.43	5.89	6.25
earer plant	5,804.28	782.16	-	6,586.44	832.71	112.65	-	945.35	5,641.09	4,971.58
lant & Machinery Spares	57.45	-	-	57.45	45.94	7.08	-	53.02	4.43	11.51
oftware	-	21.62		21.62	-	6.54		6.54	15.08	-
otal	8,863.82	1,194.80	-	10,058.62	2,283.02	338.71	-	2,621.73	7,436.89	6,580.80

ote 3.1 Right to Use Asset

escription	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As at 01 April 2023	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2024	As at 01 April 2023	Charge during the year	Deductions / Adjustments	As at 31 March 2024	As at 31 March 2024	As at 31 March 2023
nd	-	47.80	-	47.80		4.86		4.86	42.94	
otal	-	48	-	48	-	5	-	5	43	-

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Note 4: Capital work-in-progress

Description	As at 01 April 2023	Addition	Capitalisation /Adjustments	Closing as at 31 March 2024
Bearer plant - young trees	408.72	464.72	(408.72)	464.72
Others	45.64	25.96	(45.64)	25.96
Total	454.36	490.68	(454.36)	490.68

Description	As at 01 April 2022	Addition	Deductions /Adjustments	Closing as at 31 March 2023
Bearer plant - young trees	378.75	408.72	(378.75)	408.72
Others	59.27	45.64	(59.27)	45.64
Total	438.02	454.36	(438.02)	454.36

As at March 31, 2024

Particulars	Amount of 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:				
Young Tree	464.72		-	-
Irrigation Project	25.96	-	-	-
Total	490.68	-	-	-

As at March 31, 2023

Particulars	Amount of 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:				
Young Tree	408.71	-	-	-
Irrigation Project	45.64	-	-	-
Total	454.36	-	-	-

Notes

i) Property, plant and equipment pledged as security

Refer to note 18 for information on property, plant and equipment pledged as security by the Group.

ii) Contractual obligations

Refer to note 44 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

iii) The Company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988).

iv)Title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

Rydak Syndicate Limited
Notes to Financial Statements for the period ended 31st March 2024
CIN:L65993WB1900PLC001417

Note: 5 Investments other than associate	31-Mar-24	31-Mar-23
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Unquoted		
Investment in Equity Shares		
a) Woodland Multiplicity Hospitals Limited 1,130(31st March 2023 : 1130) Equity Shares of Rs 10 each fully paid up	-	3.81
b) ABC Tea Workers' Welfare Services (Formerly Assam Bengal Cereals Ltd.) 1000 (31st March 2023 : 1000) Equity Shares of Rs 10 each fully paid up	0.11	0.11
c) Allied International Products Limited 21,500 (31st March 2023 : 21,500)Equity Shares of Rs 10 each fully paid up	0.22	0.22
d) Cachar Club Limited 20 (31st March 2023 : 20) Equity Shares of Rs 10 each fully paid up	0.02	0.02
e) Jalpaiguri Club Limited 20 (31st March 2023 : 20) Equity Shares of Rs 10 each fully paid up	0.00	0.00
*f)23-1/2% Debenture In East India Clinic Limited of Rs 100 each fully paid up (Net off Provision in the Dimunition in the Value of Investment)	-	-
*g)Rs 9000/- 5% Non Reedemable Debenture Stock 1957 fully paid up ((Net off Provision in the Dimunition in the Value of Investment)	-	-
Other Investments through FVTPL		
Investment in preference share - Others		
Unquoted		
3 Preference shares of Rs 10 each fully paid up of Jalpaiguri Club Co Ltd	-	-
ii) Quoted		
Investment in Equity Shares		
Dhelakhat Tea Company Limited 62,924 (31st March 2023 : 62,924) Equity Shares of Rs 10 each fully paid up	80.20	56.59
Total	**80.55**	**60.75**

(a) Aggregate carrying amount of quoted investments	**80.20**	**56.59**
(b) Aggregate fair value of quoted investments	**80.20**	**56.59**
(c) Aggregate amount of unquoted investments	**0.35**	**4.17**
(d) Aggregate amount of Diminution unquoted investments	-	**0.11**

The above shares & securities are held in physical form in the name of the company and the same is in process of dematerialisation

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Note: 6 Deferred tax assets (net)	31-Mar-24	31-Mar-23
Deferred tax asset		
Expenses allowable on payment basis	364.57	354.52
Inventory - black tea	67.69	104.43
Investments	-	-
Gross deferred tax assets	**432.26**	**458.95**
Deferred tax liability		
Property, plant and equipment	24.91	5.10
Gross deferred tax liability	**24.91**	**5.10**
Net deferred tax asset	**407.35**	**453.85**

Note: 7 Inventories	31-Mar-24	31-Mar-23
Stock of tea	2,580.50	2,333.61
Stores and spares	440.64	396.37
Total	**3,021.14**	**2,729.98**

Note :8 Biological assets other than bearer plants	31-Mar-24	31-Mar-23
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	56.32	22.05
Total	**56.32**	**22.05**

Reconciliation of changes in the carrying amount of biological	31-Mar-24	31-Mar-23
Opening balance	22.05	47.44
Gain/ (loss) arising from changes in fair value less costs to sell	4.12	5.38
Increases due to purchases/ flushing during the year	30.15	-
Decreases due to harvest during the year	-	(30.77)
Closing balance	**56.32**	**22.05**

Note: Unharvested tea leaves on bushes as on 31 March 2024 was 1,64,477 at Rs 34.24/- 31st March 2023 - 69,478 at Rs 31.74/-

Note: 9 Trade receivables	31-Mar-24	31-Mar-23
Unsecured, considered good	166.34	137.19
Undisputed – Credit Impaired	226.68	339.61
Less: Allowance for Credit Loss	(226.68)	(339.61)
Total	**166.34**	**137.19**

Refer note 39 for credit risk and market risk on trade receivable.

Note: 10 Cash and cash equivalents	31-Mar-24	31-Mar-23
Cash and cash equivalents		
Cash in hand	6.89	10.45
Balances with banks:		
- In current account	29.34	291.21
Deposits with original maturity less than 3 monhs	-	250.00
Other Bank Balances		
'On unpaid dividend account	3.75	2.90
*Deposits with original maturity more than 3 months but less than 12 months	60.17	56.86
Total	**100.15**	**611.42**

*Represents deposits kept with bank for issuing bank guarantee having remaining maturity of less than 12 months from the balance sheet date.

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Note: 11 Other financial assets - Current	31-Mar-24	31-Mar-23
Security deposits	63.61	39.61
Total	**63.61**	**39.61**

Note: 12 Current tax asset (net)	31-Mar-24	31-Mar-23
Advance income tax, tax deducted at source and refund receivable	524.04	370.46
Total	**524.04**	**370.46**

Note: 13 Other current assets	31-Mar-24	31-Mar-23
Advance to staff	30.81	23.68
Advance to vendor		
Considered Good		
Considered Doubtful	37.53	17.55
Less: Allowance for impairment loss	55.06	55.06
	(55.06)	(55.06)
	37.53	**17.55**
Others		
Balances with excise and other government authorities	218.17	179.49
Prepaid expenses	12.48	7.60
	230.65	**187.09**
Total	**298.99**	**228.32**

Rydak Syndicate Limited
Notes to Financial Statements for the period ended 31st March 2024
CIN:L65993WB1900PLC001417

Note: 14 Equity share capital	31-Mar-24	31-Mar-23
Authorized shares		
12,00,000 Equity shares of Rs 10 each	120.00	120.00
Issued, subscribed and fully paid-up shares		
9,73,128 Equity shares of Rs.10 each	97.31	97.31
	97.31	97.31

(i) Movement in equity share capital

Particulars	31-Mar-24		31-Mar-23	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	9.73	97.31	9.73	97.31
Issued during the year	-		-	-
Outstanding at the end of the year	9.73	97.31	9.73	97.31

(ii) Terms / rights attached to equity shares
The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5 % shares in the company

Particulars	31-Mar-24		31-Mar-23	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs 10 each fully paid-up				
1. Jardine Henderson, Limited	485,366	49.88	485,366	49.88
2. Sripadam Investments Ltd.	81,100	8.33	81,100	8.33
3. Kant & Co. Ltd.	100,687	10.35	100,687	10.35
4. Monet Securities Private Limited	58,990	6.06	58,990	6.06

As per records of the Company, the above shareholding represents both legal and beneficial ownership of shares.

(iv) During the period of 5 years immediately preceeding the balance sheet date, no shares were issued for consideration other than cash. Also, no bonus shares were issued and no shares were bought back by the company during the said period.

Details of Promoter Shareholder in the Company is as below:-

Particulars	31-Mar-24		31-Mar-23	
	No. of shares	% of holding	No. of shares	% of holding
1. Jardine Henderson, Limited	485,366	49.88	485,366	49.88

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Rs in Lakhs

Note: 15 Other equity	31-Mar-24	31-Mar-23
Reserve and surplus		
(a) Securities premium account	45.59	45.59
(b) General reserve	5,305.92	5,305.92
(c) Retained earnings	1,667.67	1,208.52
Total	**7,019.18**	**6,560.04**

Note: 15(a) Securities premium account	31-Mar-24	31-Mar-23
Opening balance	45.59	45.59
Movement during the year	-	-
Closing balance	**45.59**	**45.59**

Note: 15(b) General reserve	31-Mar-24	31-Mar-23
Opening balance	5,305.92	5,305.92
Amount transferred from retained earnings	-	-
Closing balance	**5,305.92**	**5,305.92**

Note: 15(c) Retained earnings	31-Mar-24	31-Mar-23
Opening balance	1,208.52	142.62
Net profit/ (loss) for the year	490.76	1,144.51
Items of other comprehensive income recognised directly in retained earnings	0.00	0.00
Amount transfer to General Reserve	0.00	0.00
- Remeasurements of post-employment benefit obligation, net of tax	(21.89)	(64.01)
Dividend paid	(9.73)	(14.60)
Closing balance	**1,667.67**	**1,208.52**

Nature and purpose of other reserves

a) Securities premium account

Securities premium account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

b) General reserve

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

c) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Note: 16 Borrowings- Non Current	31-Mar-24	31-Mar-23
Secured		
- From Banks		
-Term Loan		
- Vehicle Loan	94.18	98.88
Less: Shown under Short Term Borrowings	24.13	45.06
	(58.58)	(109.45)
	59.73	**34.49**
UnSecured		
Inter Corporate Deposit	559.65	592.65
Less: Amortisation of Loan	(53.65)	(64.11)
	506.00	**528.54**
Total	**565.73**	**563.03**

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Nature of Security	Terms of Repayment
Term loan from banks includes ECLGS Loan from Kotak Mahindra Limited i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of M/s Rydak Syndicate's on Baradighi Tea Estate and Duklingia Tea Estate ii)Primary Security-Pari Pasu charge on the existing and future current asset of the company	Repayble in equated instalment of 5.90 Lakhs with 12 months
Term loan from banks includes AIF Loan from Kotak Mahindra Limited i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of M/s Rydak Syndicate's on Baradighi Tea Estate and Duklingia Tea Estate ii)Primary Security-Pari Pasu charge on the existing and future current asset of the company	Loan shall be repaid by way of 60 EMIs / Instalments after completion of moratorium period of 24 months. Rate of Interest shall be 9% and interest subvention as per scheme
Term Loan (Auto Loans) Taken from Bank are secured against the hypothecation of respective vehicles	Repayble in equated instalment of 0.92 Lakhs with 12 months

Intercorporate deposit from body corporates are unsecured . The above deposit carry interest @ 7-9% p.a. (31 March 2023 :@ 7%p.a.)

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender inaccordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

Note: 17 Provisions (Non-current)	31-Mar-24	31-Mar-23
Provision for employee benefits		
Provision for gratuity (Refer note 39)	961.99	972.37
Total	**961.99**	**972.37**

Note: 18 Other non current financial liabilities	31-Mar-24	31-Mar-23
Other non current financial liablities	888.74	888.74
Interest accrued but not due on borrowings	340.95	389.59
Less: Amortisation of Interest Cost measured at Fair Value	(185.74)	(199.47)
	155.21	**190.12**
Total	1,043.95	1,078.86

Note: 19 Borrowings - Current	31-Mar-24	31-Mar-23
Loans repayable on demand		
Secured		
From Banks		
Working Capital Loan	155.65	0.57
Current Maturities Term Loan (Refer note 17)	58.59	109.45
Unsecured		
Intercorporate deposit	50.00	50.00
Total	**264.24**	**160.02**

(a) Cash credit (including Working Capital Demand Loans) from banks are secured against hypothecation of stock and other current assets of the Company and second charge on fixed assets pertaining and are repayable on demand.

i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of tea estates

ii)Primary Security-Pari Pasu charge on the existing and future current asset of the borrower with other banks.

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Rs in Lakhs

Nature of Security	Terms of Repayment
Current Maturirities Term loan from banks includes ECLGS Loan from Kotak Mahindra Limited i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of M/s Rydak Syndicate's on Baradighi Tea Estate and Duklingia Tea Estate ii)Primary Security-Pari Pasu charge on the existing and future current asset of the company	Repayble in equated instalment of 5.90 Lakhs repayable by September 2024

(b) Intercorporate deposit from body corporates are unsecured . The above deposit carry interest @ 7-9% p.a (31 March 2023 :@ 7% p.a.)

Note: 20 Trade payables	31-Mar-24	31-Mar-23
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	13.47	36.49
Total outstanding dues of creditors other than micro enterprises and small enterprises	936.94	659.48
Total	950.41	695.97

For Ageing Please refer Note 40

Note :21 Other financial liabilities	31-Mar-24	31-Mar-23
Unpaid dividend#	2.82	2.84
Payable to employees	400.11	271.54
Bonus payable	900.42	894.62
Others liability payable	24.52	17.35
Total	1,327.87	1,186.35

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Note: 22 Other current liabilities	31-Mar-24	31-Mar-23
Statutory liabilities	66.13	75.09
Total	66.13	75.09

Note: 23 Provisions (Current)	31-Mar-24	31-Mar-23
Provision for employee benefits		
Provision for gratuity (Note 39)	317.22	271.52
Provision for compensated absences	30.68	28.23
Total	347.90	299.75

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Rydak Syndicate Limited
Notes to Financial Statements for the Period ended 31st March 2024

Rs in Lakhs

CIN:L65993WB1900PLC001417

Note: 24 Revenue from operations	31-Mar-24	31-Mar-23
Sale of goods:		
Sale of products and services*	13,919.03	13,709.18
Total	**13,919.03**	**13,709.18**

*Net of Sales Return & Services

Other Operating Income	31-Mar-24	31-Mar-23
Sale of goods:		
Sale of tea waste	32.05	39.79
Income from Job Work	28.05	51.57
Total	**60.10**	**91.36**

Total Revenue From Operations	13,979.13	13,800.54

Note: 25 Other income	31-Mar-24	31-Mar-23
Interest Received	3.91	3.99
Interest income from financial liabilities at amortised cost	-	64.11
Rent income	4.35	3.66
Sundry receipts	89.19	61.93
Change in Fair Value of Biological Asset	34.27	
Profit on Sale of Asset	14.66	
Total	**146.38**	**133.70**

Note: Other Gains /(Losses)	31-Mar-24	31-Mar-23
Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	23.60	5.85
Total	**23.60**	**5.85**

Total Other Income and Other Gain/ (Losses)	169.98	139.55

Note: 26 Cost of materials consumed	31-Mar-24	31-Mar-23
Materials:		
Inventory at the beginning of the year	-	-
Add: Purchases	516.74	276.40
Less: Inventory at the end of the year	-	-
Cost of materials consumed	**516.74**	**276.40**

Note: 27 Changes in inventories of finished goods	31-Mar-24	31-Mar-23
Opening Stock of Tea	2,333.61	1,932.38
Closing Stock of Tea	(2,580.51)	(2,333.61)
(Increase)/Decrease	**(246.90)**	**(401.23)**

Note: 28 Employee benefits expense	31-Mar-24	31-Mar-23
Salaries, Wages and Bonus	7,888.00	7,447.33
Contribution to Provident and other funds	618.78	570.29
Gratuity	177.95	176.07
Workmen and Staff Welfare	261.89	262.75
Total	**8,946.62**	**8,456.44**

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Note: 29 Finance costs	31-Mar-24	31-Mar-23
Interest and finance charges on financial liabilities not at fair value through profit or loss	199.57	128.95
Less: Borrowing cost capitalisaed during the year	(68.67)	(35.09)
Interest expenses from financial liabilities at amortised cost	24.18	4.69
Total	**155.08**	**98.55**

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the entity's general borrowing during the year, in this case is 8.90%, (31 March 2023: 8.91%)

Note: 30 Other expenses	31-Mar-24	31-Mar-23
Cost of Materials Consumed	1,588.26	1,464.46
Power and Fuel	1,452.40	1,581.49
Rent	3.00	3.84
Repairs to Buildings	50.69	67.79
Repairs to Machinery	28.17	85.09
Change in Fair Value of Biological Asset		25.39
Insurance	21.71	21.56
Rates & Taxes	29.63	22.77
Green Leaf Cost		-
Brokerage & Commission	135.99	130.09
Freight and Transit Charges	94.97	111.28
Cultivation Expenses	18.05	55.55
Provision For Bad & Doubtful Debts & Advances	-	59.26
Provision of Dimunition in Value of Investment	-	1.34
Sundry Balances Written off	-	6.66
Director's sitting Fees	2.10	3.10
Auditors' Remunearation:-		
Statutory Audit fees	3.00	3.50
Tax Audit fees	0.25	1.25
Other Services	2.00	1.70
CSR Expenditure	15.53	26.85
Miscellaneous Expenses	418.50	432.69
Total:	**3,864.26**	**4,105.67**

Rydak Syndicate Limited

Notes to Financial Statements for the period ended 31st March 2024

CIN:L65993WB1900PLC001417

Rs in Lakhs

Note: 32 Earnings per share

Particulars	31 March, 2024	31 March, 2023
(a) Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share	490.76	1,144.51
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share **(in numbers)**	973,128.00	973,128.00
(c) Nominal value of Equity Share (in Rs.)	10.00	10.00
(d) Basic and diluted earnings per share (INR)	**50.43**	**117.61**

Rydak Syndicate Limited
Notes to Financial Statements for the period ended 31st March 2024
CIN:L65993WB1900PLC001417

Rs in Lakhs

Note 31: Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised in profit or loss or other comprehenive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31-Mar-24	31-Mar-23
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	28.62	82.84
Total current tax expense	28.62	82.84
Deferred tax		
Decrease (increase) in deferred tax assets	26.70	(175.73)
(Decrease) increase in deferred tax liabilities	28.54	12.14
Total deferred tax expense/(benefit)	55.24	(163.59)
Income tax expense	**83.86**	**(80.75)**

Particulars	31-Mar-24	31-Mar-23
Current tax expense recognised in profit or loss		
Current tax on profits for the year	28.62	82.84
Profit and loss		
Total current tax expense (A)	28.62	82.84
Deferred tax expense recognised in profit or loss		
Deferred taxes	55.22	(138.08)
Total deferred tax expense recognised in profit or loss (B)	55.22	(138.08)
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(8.72)	(25.52)
Total deferred tax expense recognised in Other comprehensive income (C)	**(8.72)**	**(25.52)**
Total deferred tax for the year (B+C)	**46.50**	**(163.59)**
Total income tax expense recognised in profit or loss (A+B)	**83.84**	**(55.23)**
Total income tax expense recognised in Other comprehensive income (C)	**(8.72)**	**(25.52)**
Total income tax expense (A+B+C)	**75.12**	**(29.72)**

Rydak Syndicate Limited
Notes to Financial Statements for the period ended 31st March 2024
CIN:L65993WB1900PLC001417

Rs in Lakhs

Note: 33 Fair value measurements
Financial instruments by category

Particulars	31-Mar-24		31-Mar-23	
	FVPL	Amortised cost	FVPL	Amortised cost
Financial assets				
Investments in equity instruments	80.55	-	60.75	-
Investments in preference shares	-	-	-	-
Trade receivables	-	166.34	-	137.19
Cash and cash equivalents	-	100.15	-	611.42
Other financial assets	-	63.61	-	39.61
Total financial assets	80.55	330.10	60.75	788.22
Financial liabilities				
Borrowings	-	-	-	-
Cash credit from banks	-	155.65	-	0.57
Intercorporate deposit	-	609.65	-	642.65
Trade payable	-	950.42	-	695.97
Interest accrued and due on borrowings	-	-	-	-
Unpaid dividend	-	2.82	-	2.84
Payable to Employees	-	400.11	-	271.54
Others liability payable	-	24.52	-	17.35
Provision for bonus	-	900.42	-	894.62
Total financial liabilities	-	3,042.58	-	2,525.54

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Rs in Lakhs

Fair value measurements

(i) Fair value hierarchy

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 and (b) measured at amortised cost and for which fair values 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 accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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 instrument is included in level 3. Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilites of the Company is classified as Level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Note:

a) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2024 and March 31, 2023

b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the financial instruments is determined using discounted cash flow analysis.

The fair values for financial instruments were calculated based on cash flows discounted using current borrowing rate . They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

(iii) Fair value of biological assets other than bearer plants

Particulars	31-Mar-24	31-Mar-23
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	56	22

Note: The fair value of biological assets other than bearer plants are to considered as Level 2 fair values

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Rs in Lakhs

Note :34 Capital management

(a) Risk management

The company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The amount mentioned under total equity in balance sheet is considered as Capital.

(b) Dividends paid and proposed

Particulars	31-Mar-24	31-Mar-23
(i) Equity shares Final dividend for the year ended 31 March 2023 - Re. 1 (31 March 2022 - Re 1.5) per fully paid share	9.73	14.60
(ii) Dividends not recognised at the end of the year In addition to the above dividends, since year end 31st March 2024 the board has recommended the payment of a final dividend of Re 1 per fully paid equity share (31 March 2023 – Re. 1). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	9.73	9.73

Rs in Lakhs

Note: 35 Financial Risk Management

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets measured at amortised cost.	Aging analysis Credit ratings	Diversification of bank deposits and credit limits, quality of customers
Liquidity risk	Financial liabilities that are settled by delivering cash or another financial asset.	Cash flow forecasts	Projecting cash flows and considering the level of liquid assets necessary to meet the liabilities
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial guranatees.

i) Trade receivables

The Company's trade receivables comprises from various parties. Trade receivables are non-interest bearing. Outstanding customer receivables are regularly monitored. The ageing of trade receivables as of balance sheet date is given below. The age analysis have been considered from the due date:

As at March 31, 2024						
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	166.34	-	-	-	-	166.34
Undisputed – Credit Impaired	-	-	4.20	-	226.68	230.88
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	**166.34**	-	**4.20**	-	**226.68**	**397.22**
Less: Allowance for Credit Loss			**(4.20)**		**(226.68)**	**(230.88)**
Total trade receivables	166.34					**166.34**

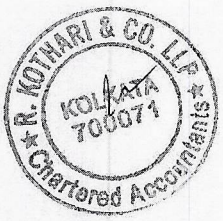
As at March 31, 2023						
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	137.19	-	-	-	-	137.19
Undisputed – Credit Impaired	-	-	-	-	(339.61)	(339.61)
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	**137.19**	-	-	-	**(339.61)**	**(202.42)**
Less: Allowance for Credit Loss					(339.61)	339.61
Total trade receivables	137.19					137.19

The requirement for impairment is analysed at each reporting date. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 37. The Company does not hold collateral as security.

ii) Other financial instruments and deposits

Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments and cash and cash equivalents held by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 330.10 Lakhs as at 31 March 2024, Rs. 788.21 Lakhs as at 31 March 2023, being the total of the carrying amount of trade receivables and other financial assets.



Rs in Lakhs

(B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

(i) Maturities of financial liabilities

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities.

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.

Contractual maturities of financial liabilities 31 March 2024	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	58.58	59.73	118.31
Cash credit from banks	155.65	-	155.65
Intercorporate deposit	609.65	-	609.65
Trade payable	950.42	-	950.42
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	2.82	-	2.82
Payable to Employees	400.11	-	400.11
Others liability payable	24.52	-	24.52
Provision for bonus	900.42	-	900.42
Total financial liabilities	**3,102.17**	**59.73**	**3,160.90**

Contractual maturities of financial liabilities 31 March 2023	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	109.45	34.49	143.94
Cash credit from banks	0.57	-	0.57
Intercorporate deposit	642.65	-	642.65
Trade payable	695.97	-	695.97
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	2.84	-	2.84
Payable to Employees	271.54	-	271.54
Others liability payable	17.35	-	17.35
Provision for bonus	894.62		894.62
Total financial liabilities	**2,634.99**	**34.49**	**2,669.48**

(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's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

(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. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

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(iii) Price risk

(a) Exposure

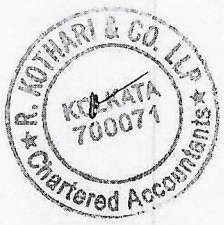
The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.The company's exposure to equity securities price risk arises from investments held by the company in equity securities and classified in the balance sheet as at fair value through other comprehensive income.

(b) Sensitivity

The table below summarises the impact of increases/decreases of the prices of respective securities on company's equity and total other comprehensive income for the period. The analysis is based on the assumption that the price of the respective securities had increased by 5% or decreased by 5% with all other variables held constant:

Particulars	Impact on profit before tax		Impact on other component of equity	
	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
Increase by 5% (2023: 5%)*	4.03	3.04	2.88	2.15
Decrease by 5% (2023: 5%)*	(4.03)	(3.04)	(2.88)	(2.15)

** Holding all other variables constant*



Rs in Lakhs

Note : 36 Employee benefit obligations

(i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are recognised in the Statement of Profit and Loss as they accrue.

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic (including dearness allowance) salary per month computed proportionately for 15 days (reckoning 26 days for a month) salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

Based on actuarial valuation, a provision is recognised in full for the projected obligation over and above the funds held in scheme.

(iii) Balance sheet recognition

a) Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
01-Apr-22	1,268.62	15.68	1,252.94
Current service cost	86.09	-	86.09
Interest expense/(income)	91.27	1.29	89.98
Total amount recognised in profit or loss	177.36	1.29	176.07
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(2.11)	(2.11)
Actuarial (gain)/loss from change in financial assumptions	(14.29)	-	(14.29)
Actuarial (gain)/loss from unexpected experience*	97.58	-	97.58
Total amount recognised in other comprehensive income	83.28	(2.11)	81.17
Employer contributions/ premium paid	-	(266.28)	(266.28)
Benefit payments	(261.28)	261.28	-
31-Mar-23	1,267.98	19.86	1,243.89

Particulars	Present value of obligation	Fair value of plan assets	Net amount
01-Apr-23	1,267.98	24.09	1,243.89
Current service cost	87.33	-	87.33
Interest expense/(income)	92.56	1.94	90.62
Total amount recognised in profit or loss	179.89	1.94	177.95
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(0.35)	(0.35)
Actuarial (gain)/loss from change in financial assumptions	8.93	-	8.93
Actuarial (gain)/loss from unexpected experience*	4.10	-	4.10
Total amount recognised in other comprehensive income	13.03	(0.35)	12.68
Employer contributions/ premium paid	-	156.00	156.00
Benefit payments	(151.00)	(151.00)	-
31-Mar-24	1,309.90	30.68	1,279.21

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31-Mar-24	31-Mar-23
Discount rate	7.30%	7.20%
Salary growth rate	2.00%	2.00%
Mortality rate	IALM (2012-14) Table	IALM (2012-14) Table
Withdrawal rate	5% of Mortality Rate	5% of Mortality Rate
Retirement Age	1% to 8%	1% to 8%
Average Future Service	58 Years	58 Years
	17.45	17.62

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KOLKATA
700071
Chartered Accountants

Rs in Lakhs

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation			
	31-Mar-24		31-Mar-23	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(76.29)	92.07	(55.43)	110.25
Salary growth rate (-/+ 1%)	94.89	(79.75)	116.79	(61.76)
Withdrawal rate (-/+ 1%)	39.87	(38.73)	56.41	(16.07)

The above sensitivity analysis 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 while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitvity analysis did not change compared to the prior period.

(vi) The major categories of plan assets

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

(vii) Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk:
The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies.

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Interest risk:
A decrease in the interest rate on plan assets will increase the plan liability.

Life expectancy:
The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk
The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

(viii) Defined benefit liability and employer contributions

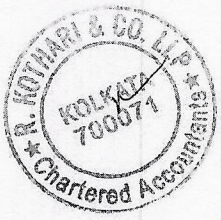
Expected contributions to post-employment benefit plans for the year ending 31 March, 2024 are Rs. 3,17,21,939

The weighted average duration of the defined benefit obligation is 3.6 years (31 March, 2023 – 4.36 years). The expected maturity analysis of undiscounted gratuity benefits is as follows:

	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years
31 March, 2024				
Defined benefit obligation (gratuity)	317.22	74.76	55.82	191.24
Total	317.22	74.76	55.82	191.24
31 March, 2023				
Defined benefit obligation (gratuity)	271.52	136.25	83.17	296.99
Total	271.52	136.25	83.17	296.99

(ix) Compensated absences

Compensated absences cover the Company's liability for sick and earned leave. As the Company does not have an unconditional right to defer the payment beyond 12 months the entire amount has been treated as current.



Rs in Lakhs

Note : 37 Corporate Social Responsibilty

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities were related to healthcare, child education , COVID vaccination etc. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Rs in Lakhs

Particulars	31-Mar-24	31-Mar-23
Amount required to be spent during the year	31.64	28.14
Amount of expenditure incurred	14.25	26.85
Shortfall	17.39	1.28
Total of pervious years shortfall	-	-
Reason for shortfall	Incomplete ongoing project	
Nature of CSR activities	Healthcare, child education, Donation to Chief Ministers Relief Fund etc.	
Related party transactions	-	-
If liability is incurred by entering into a contractual obligation, the movement in the provision.	-	-

Note : 38 Trade Payables

(ii) Ageing schedule of trade payable is as below:

Rs in Lakhs

As at March 31, 2024					
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	13.47	-	-	-	13.47
Undisputed dues - others	729.51	37.67	34.31	135.45	936.94
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	742.98	37.67	34.31	135.45	950.41
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	742.98	37.67	34.31	135.45	950.41

As at March 31, 2023					
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	36.49	-	-	-	36.49
Undisputed dues - others	392.79	84.39	4.49	177.82	659.48
Disputed dues - MSME	-	-	-	-	
Disputed dues - others	-	-		-	
Trade payables due	429.28	84.39	4.49	177.82	695.97
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	429.28	84.39	4.49	177.82	695.97

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39 Note : 39 Ratios

The following are analytical ratios for the year ended March 31, 2024 and March 31, 2023

Particulars	Numerator	Denominator	31-Mar-24	31-Mar-23	Variance
Current Ratio	Current assets	Current liabilities	1.43	1.71	-16.65%
Debt- Equity Ratio	Total Debts	Shareholders Equity	0.12	0.11	7.38%
Debt-Service Coverage Ratio (Note 1)	Earnings Available for Debt Service	Debt Service	4.71	12.05	-60.96%
Return on Equity (ROE) (note 2)	Net Profits after taxes	Average Shareholders Fund	7.13%	32.16%	-25.04%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	4.34	3.63	19.70%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	0.55	0.56	-1.79%
Trade payables turnover ratio	Purchases of services and Goods	Other expenses Average Trade Payables	2.61	2.43	7.59%
Net capital turnover ratio4	Revenue	Working Capital	11.04	8.01	38.01%
Net profit ratio	Net Profit	Revenue	3.51%	8.29%	-4.78%
Return on capital employed (ROCE) (note 3)	Earning before interest and Taxes	Capital Employed[4]	9.18%	16.09%	-6.91%
Return on Investment(ROI)					
Quoted	Gain on Fair Valuations	Time weighted average investments	35%	11%	23.33%
Unquoted	Income generated from investments	Time weighted average investments	0%	0%	

1.Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital borrowings working capital borrowings
2.Variance is attributable lower profit in the current year
3.Variance is attributable to higher credit sales beyond normal credit terms in the Current Finanical Years
4. Lower operating margin due to wages hike could not be compensated by the high prices.

40 Lease Liability

During the year, the company adopted a policy (refer accounting policy) for measure the right of use asset applying a cost model on lease property for the compliance of IND AS 116 issued by ICAI. The effect of the same has been taken in the financial statements with effect from 1st April' 2023.

Particulars	31-Mar-24	31-Mar-23
As on 1st April	-	
Addition	47.80	
Finance Cost	4.21	
Less: Deletion	-	
Less: Payment	7.71	
As on 31st March	**44.30**	
Non Current Portion	**36.58**	
Current Portion	**7.72**	

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Chartered Accountants

Rydak Syndicate Limited
Notes to Financial Statements for the period ended 31st March 2024
CIN:L65993WB1900PLC001417

Note : 41 Segment reporting

The Company is engaged in the business of growing, manufacturing and sale of black tea and is having its manufacturing facilities located in India. The performance of the Company is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly growing, manufacturing and sale of black tea is the only operating segment .Further, there are no reportable geographical segment since significant business is within India. Accordingly there is no other reportable segment as defined by Ind AS 108 "Operating Segment". The Company is domiciled in India and sells its products in India.

Note : 42 Related party disclosure

a) Associate Company — **Sangam Investments Limited**
b) Key management personnel — Mr Rajvinder Singh (Managing Director)
Mr Aditya Gupta (Chief Financial Officer)

c) Entities having significant influence over the Company : Jardine Henderson Ltd.

d) Key management personnel compensation

Rs in Lakhs

Particulars	31-Mar-24	31-Mar-23
Short-term employee benefits	74.34	70.16
Post-employment benefits	-	-
Long-term employee benefits	-	-
Termination benefits	-	-

e) Transactions with related party

The following transactions occurred with related parties:

Rs in Lakhs

	31-Mar-24	31-Mar-23
Jardine Henderson Ltd.:		
a) Establishment charge	1.80	1.80
b) Other Services	13.99	16.13
c) Interest on loan	32.72	31.47

(f) Outstanding balances arising from sales/purchases of goods and services

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Rs in Lakhs

	31-Mar-24	31-Mar-23
Trade payables (purchases of goods and services) - Jardine Henderson Ltd.	45.07	52.58

(g) Loans to/from related parties

Rs in Lakhs

	31-Mar-24	31-Mar-23
Loans from Jardine Henderson Ltd.		
Beginning of the year	822.23	879.52
Loans advanced	-	-
Loan repayments made	81.64	57.28
End of the year	740.59	822.23

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

All outstanding balances are unsecured and are repayable in cash.

Note : 43 Other Notes to Accounts
Contingent liability not provided for:

i) In respect of Income Tax matters under appeal Rs. 298.18 Lakhs (31 March 2023 Rs. 495.61 Lakhs)without considering concomitant liability in respect of Agricultural Income Tax and in respect of GST 10.68 Lakhs

ii) Commitments
Estimated amount of contracts remaining to be executed on capital accounts and not provided for Rs 92.61 Lakhs

iii) There has been no loss on account of impairments of assets since the carrying amount of property,plant and equipment does not exceed the recoverable account as per Accounting Standard issued by Companies (Accounts) Rules, 2014.

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iv) Certain areas of certain estates of the Company have been acquired by the Governments of West Bengal and Assam under West Bengal Estates Acquisition Act, and Assam Land Ceiling Act, respectively. Compensation, if any, in this regard is yet to be ascertained.

v)Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation

vi) The schemem of arrangement for amalgamnation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company was withdrawn on 3rd August, 2023 in view of objections by Calcutta Stock Exchange via their mail dated 27th June, 2023.

vii) The Company is yet to receive balance confirmation in respect of certain trade payables, other payables, trade receivables, other receivables and advances. The management does not expect any material difference affecting the current years's financial statement due to the same.

viii) The Company has a total of unpaid dividend amouting to Rs. 2.82 Lakhs which includes unpaid dividend of FY 2015-16 of Rs 0.63 Lakhs, which has not been claimed for seven consecutive years and the same is yet to be transferred to Investor Education and Protection Fund.

Note: 44 Additional Regulatory Information

i) The company does not hold any investment properties

ii)The Company has not revalued any of its Property, Plant and Equipment during the year

iii)The Company does not hold any intangible assets

iv) The company is filing quarterly returns with the financial institution and the same are in agreement with the books of accounts.

v) The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

vi) The company does not have any transactions with the companies stuck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956.

vii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

viii) The Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

ix) the Company has not advanced or loaned or invested funds to any person(s) or entity(is), 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

x) The Company has not received any fund from any person(s) or entity(is), 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.

xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 44

The notes referred to above form an integral part of the Financial Statements

In terms of our attached Report of even date
For R.Kothari & Co LLP
Chartered Accountants
Firm's Registration Number: 307069E/E300266

CA. Kailash Chandra Soni
Partner
Membership Number: 057620
Place: Kolkata
Date: 27th May, 2024

R. KOTHARI & CO. LLP KOLKATA 700071 Chartered Accountants

RAJVINDER SINGH Digitally signed by RAJVINDER SINGH Date: 2024.07.12 15:30:39 +05'30'

RYDAK SYNDICATE LIMITED

Subir Das
Director
DIN: 00199255

Aditya Gupta
(CFO)

Rajvinder Singh
Managing Director
DIN: 06931916

104th ANNUAL REPORT
DHELAKHAT TEA COMPANY LIMITED

-----Happiness is A Cup of Tea----

RAJVINDER SINGH

Digitally signed by RAJVINDER SINGH
Date: 2024.07.10 10:38:50 +05'30'

DHELAKHAT TEA CO. LTD.

2022-2023

Corporate Information

BOARD OF DIRECTORS

Mr. Rakesh Macwan, *Non-Executive Independent Director*

Mr. Rajvinder Singh, *Non-Executive Independent Director*

Ms. Suparna Charkrabortti, *Non-Executive Independent Director*

KEY MANAGERIAL PERSONNEL

Mr. Priyarup Mukherjee, *Company Secretary*

Mr. Deepak Kumar Singh, *Chief Financial Officer*

Mr. Shilajit Saha, *Manager* (Appointed w.e.f. 01-08-2023)

REGISTERED OFFICE

4, Dr. Rajendra Prasad Sarani
Kolkata – 700 001
Phone : (033) 2230 4351
Fax : (033) 2230 7555
E-mail: compliances@dhelakhat.com
Website: www.dhelakhat.com

CIN

L15492WB1917PLC002894

BANKER

Indian Overseas Bank

STATUTORY AUDITORS

S. Guha & Associates,
Chartered Accountants
AE - 441, Sector -1, Saltlake
Dist. North 24 Parganas,
Kolkata - 700 064

REGISTRAR AND SHARE TRANSFER AGENTS

Niche Technologies Pvt. Ltd.
3A, Auckland Place
7th Floor, Room No. : 7A & 7B, Kolkata - 700 017
Phone : (033) 2280-6616/17/18
Fax : (033) 2280 6619
E-mail : nichetechpl@nichetechpl.com
Website : www.nichetechpl.com

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Notice

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 104th Annual General Meeting ('AGM') of the members of Dhelakhat Tea Company Limited will be held on Thursday, 28th September, 2023 at 12.00 noon through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of Financial Statements**
   To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the reports of the Board of Directors and the Auditors' thereon.

SPECIAL BUSINESS:

2. **Appointment of Mr. Shilajit Saha as Manager of the Company**
   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:
   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, rules, circulars, orders and notifications issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Shilajit Saha as Manager of the Company for a term of 5 (Five) years with effect from 1st August, 2023 upon the terms and conditions as mentioned in the appointment letter addressed to Mr. Shilajit Saha, and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Shilajit Saha."

Registered Office:
4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001
CIN: L15492WB1917PLC002894
Phone: (033) 2230-4351
Fax: (033) 2230-7555
E-mail: compliances@dhelakhat.com
Website: www.dhelakhat.com
Place: Kolkata
Date: 9th August, 2023

By Order of the Board of Directors
For **Dhelakhat Tea Company Limited**

Priyarup Mukherjee
Company Secretary

Notes

1. **General instructions for accessing and participating in the 104th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting**

   a. The Ministry of Corporate Affairs, (MCA) vide its General Circular No. 10/2022 dated 28th December, 2022 and in continuation to General Circular Nos. 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 has allowed Companies to conduct their AGMs due in the year 2023 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before 30th September, 2023 in accordance with the requirements laid down in the paragraph 3 and 4 of the General Circular No. 20/2020 dated 5th May 2020 read with General Circular Nos. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020. Pursuant to the aforesaid MCA circulars read with SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and in compliance with the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the 104th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The deemed venue for the 104th AGM shall be the Registered Office of the Company.
   Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith and available at the Company's website at www.dhelakhat.com.

Notice *(Contd.)*

b. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is (033) 2230-4351 (5 lines).

c. In terms of the aforementioned MCA Circulars and SEBI circular, since the physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 104th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 104th AGM through VC Facility and e- Voting during the 104th AGM.

d. Members are requested to participate on first come first served basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. However, the participation of members holding 2% or more is not restricted on first come first served basis. Members can login and join 15 minutes prior to the scheduled time of meeting and window for joining shall be kept open till the expiry of 15 minutes after the scheduled time.

e. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

f. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-Voting, for participation in the 104th AGM through VC/OAVM Facility and e-Voting during the 104th AGM.

g. Attendance of the Members participating in the 104th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

2. **Corporate Representation**

A Corporate Member shall be deemed to be present personally only if it is represented in accordance with the Section 113 of the Companies Act, 2013, supported by a certified true copy of the resolution passed by the Board of Directors of the Company authorizing the Representative to attend and vote at the meeting on behalf Corporate Member.

3. **Inspection By Members**

The Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to compliances@dhelakhat.com.

4. **Book Closure**

Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2023 to 28th September, 2023 (both days inclusive).

5. **Bank Account Details**

Regulation 12 and Schedule-I of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, requires all Companies to use the facilities of electronic clearing services for payment of dividend.

You are requested to submit your Bank Details along with an original cancelled cheque or a photo copy of the cheque to our Registrar, Niche Technologies Pvt. Ltd. to enable them to update our records, in case you hold shares in physical form and to your Depository Participants in respect of shares held by you in dematerialised form.

6. **Nomination Facility**

Members holding shares in the physical form and desirous of making / changing Nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder, are requested to submit an application for this purpose to the Company's Registrar and Share Transfer Agents (RTA), Niche Technologies Pvt. Ltd., who will provide the form on request. In respect of shares held in electronic / demat form, the Members may please contact their respective depository participant.

7. **Communication**

Pursuant to the aforesaid MCA Circulars and SEBI circular, the Notice of the 104th AGM and the Annual Report for the year 2023 including therein the Audited Financial Statements for the Financial Year 2022- 23, are being sent only by email to the Members at their respective registered email addresses with the Company/Depository Participants. Therefore, those Members, whose email addresses are not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 104th AGM and the Annual Report for the year 2023 and all other communication sent by the Company, from time to time, can get their email addresses registered by following the steps as given below:-

a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, scanned copy of the share certificate (front and back), complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at compliances@dhelakhat.com. or to e-mail address of Niche Technologies Pvt Ltd, the Company's Registrar & Share Transfer Agent (RTA) at nichetechpl@nichetechpl.com.

Notice *(Contd.)*

b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

Members may note that the above mentioned documents will also be available on the website of the Company at www.dhelakhat.com under "Investors" section.

8. Registrar & Share Transfer Agents

Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

Niche Technologies Pvt. Ltd.
3A, Auckland Place,
7th Floor, Room No. 7A & 7B
Kolkata – 700017
Phone No. : 033 2280 6616 / 17 / 18; Telefax: 033 2280 6619
Email: nichetechpl@nichetechpl.com

Members holding Shares in physical mode are requested to intimate changes in their addresses to Niche Technologies Pvt. Ltd. Members holding Shares in electronic mode are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.

9. Unclaimed Dividend

Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Share Department of the Company, at the Company's registered office. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company on the website of the Company (www.dhelakhat.com) , as also on the website of the Ministry of Corporate Affairs (www.mca.gov. in). Those Members, who have not encashed their dividends are requested to correspond with the Registrar & Share Transfer Agents as mentioned above or to the Company Secretary at the Company's Registered Office or via mail at compliances@dhelakhat.com.

10. Transfer of Unclaimed Shares to the IEPF Authority

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ("Rules") as amended from time to time all equity shares of the Company on which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to Investor Education and Protection Fund ("IEPF").No claim shall lie against the Company in respect of these equity shares post their transfer to IEPF. Upon transfer, the Shareholders will be able to claim these equity shares only from the IEPF Authority by making an online application the details of which are available at www.iepf.gov.in.

11. Mandatory PAN Submission

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form must submit their PAN details to the Company's Registrar and Share Transfer Agents, Niche Technologies Pvt. Ltd.

12. Dematerialization of Shareholding

Members are requested to dematerialize their shareholding to avoid inconvenience. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants. Members are encouraged to use the National Electronic Clearing Services (NECS) for receiving dividends.

13. Instruction for Electronic Voting (E-Voting)

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide the members the facility to exercise their right to vote by electronic means and all resolutions set forth in this Notice may be transacted through e-Voting Services provided by Central Depository Services (India) Limited ("CDSL").

In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM (Refer Annexure-1 for the detailed procedure). Members who are present in the meeting through video conferencing facility and have not casted their vote on

Notice *(Contd.)*

resolution through remote e-voting, shall be allowed to vote through e-voting system during the meeting.

However, in case Members cast their vote exercising both the options, i.e. Voting at the venue and remote e-voting, then votes cast through remote e-voting shall only be taken into consideration and treated valid whereas votes cast at the meeting shall be treated as invalid. The instructions for remote e-voting are as under. Members are requested to follow the instruction below to cast their vote through e-voting.

The voting period begins on Monday, 25th September, 2023 (9:00 a.m. IST) and ends on Wednesday, 27th September, 2023 (5:00 p.m. IST) (inclusive of both days). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2023, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat accounts maintained with Depositories and Depository Participants. Shareholders are required to update their mobile numbers and email addresses correctly in their demat accounts in order to access e-Voting facility.

A. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, links are also provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at: https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also to directly access the system of all e-Voting Service Providers.

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

B. Login method for e-Voting and joining virtual meeting for members other than individual members holding securities in Demat form & physical shareholders.

i) The shareholders should log on to the e-voting website at www.evotingindia.com during the voting period.

ii) Click on "Shareholders" tab.

iii) Now enter your User Id:

a. For CDSL: 16 digits beneficiary ID;

b. For NSDL: 8 characters DP ID followed by 8 digits client ID and

c. Members holding shares in Physical Form should enter Folio No. registered with the Company excluding the special character.

iv) Next enter the Image Verification as displayed and Click on Login.

Notice *(Contd.)*

v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

	For Member holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the Company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the Company records for your folio. • Please enter the DOB or Bank Account Number in order to login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iii).

vi) After entering these details appropriately, click on "SUBMIT" tab.

vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix) Click on the EVSN for the relevant Company name i.e., "DHELAKHAT TEA COMPANY LIMITED" on which you choose to vote.

x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option "YES/NO" as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folio / demat account.

xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.

xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvi) Notes for Institutional Shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp & sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

Notice *(Contd.)*

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xvii) Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at compliances@dhelakhat.com and aklabhcs@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com without which the vote shall not be treated as valid.

C. Other Instructions:

i) The voting right of the Members shall be in proportion to their shares of the paid up equity share capital of the Company held by them as on cut-off date of 21st September, 2023. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders. A person who is not a member as on cut-off date should treat this notice for information purpose only.

ii) The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business, on 25th August, 2023.

iii) Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 21st September, 2023 are requested to send the written / email communication to the Company at compliances@dhelakhat.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

iv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 022-23058738 and 022-23058542/43.

v) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 022-23058542/43.

14. Scrutinizer

The Company has appointed Mr. Atul Kumar Labh., Practicing Company Secretary (FCS No. 4848/C.P. No. 3238), as Scrutinizer for conducting the electronic voting process (both remote e-voting and e-voting at the AGM) in a fair and transparent manner.

15. Declaration of Results

The results shall be declared on or after the AGM, but not later than two days from the conclusion of the date of the AGM. The results declared alongwith the Scrutinizer's Report shall be placed on the website of the Company at www.dhelakhat.com and on the website of CDSL viz www.evotingindia.com within two days of the passing of the resolutions at the 104th Annual General Meeting on 28th September, 2023 and will be communicated to the Stock Exchange where the Company's Shares are listed, i.e. Calcutta Stock Exchange Ltd.

Notice *(Contd.)*

ANNEXURE-I

PROCESS AND MANNER FOR PARTICIPATING IN AGM THROUGH VIDEO CONFERENCING

A. Instructions For Shareholders attending the AGM through VC/OAVM are as under:

1. The procedure for attending meeting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connected via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (seven)days prior to meeting mentioning their name, demat account number/ folio number, email address, mobile number at compliances@dhelakhat.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email address, mobile number at compliances@dhelakhat.com.These queries will be replied to by the company suitably by email.
7. Only those shareholders who have registered themselves as speakers will be allowed to express their views/ask questions during the meeting.

B. Instructions For Shareholders For E-Voting During the AGM are as under: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2

Mr. Shilajit Saha has been appointed as the Manager of the Company by the Board of Directors at its meeting held on 9th August, 2023 for a period of five years with effect from 1st August, 2023 on the recommendation of the Nomination and Remuneration Committee and the aforesaid appointment of Mr. Shilajit Saha requires the approval of the Members of the Company by way of a resolution in General Meeting.

Notice *(Contd.)*

The details of remuneration payable to Mr. Shilajit Saha with respect to the said appointment are as follows:-

A	**Monthly**	**Rs.**
	Basic	33,000
	HRA	11,550
	Transport Allowances	6,600
	Internet & Mobile Allowances	3,800
	Medical Allowances	2,750
	TOTAL A(Gross salary per month)	**57,700**
B	**Yearly**	**Rs.**
	Company's Contribution to PF	47,520
	LFA	66,000
	Health Insurance Premium (will be paid by Company directly)	4,723
	Ex-Gratia	15,000
	TOTAL B	**1,32,793**
C	**Gratuity**	**19,038**
	ANNUAL CTC	**8,44,231**

Other details of Mr. Shilajit Saha according to the Secretarial Standards are as follows:

Date of Birth	5th December, 1991
Qualification	B.Com (H) Accounts and Finance, CA IPCC passed, CS Executive passed
Date of appointment	01st August, 2023
Expertise in specific functional areas	Accounting and Finance ,Income Tax, Audit and Assurance, GST, Compliance
Directorship in other Public Limited Companies	Nil
Membership of Committees in other Public Limited Companies	Nil
Shareholding in the Company	Nil
Relationship with any Director(s) of the Company	None

The resolution seeks the approval of members for the aforesaid appointment of Mr. Shilajit Saha as Manager of the Company in terms of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and Rules made there under read with Schedule V to the Companies Act, 2013.

The Board considers that it will be in the interest of the Company to appoint Mr. Shilajit Saha as Manager of the Company as aforementioned. Accordingly, based on recommendation of the Nomination and Remuneration Committee, the Board recommends the Ordinary Resolution as set out at Item No. 2 of the accompanying Notice of AGM for the approval by the Members.

Except Mr. Shilajit Saha, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice of AGM.

By Order of the Board of Directors
For **Dhelakhat Tea Company Limited**

Priyarup Mukherjee
Company Secretary

Registered Office:
4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001
CIN: L15492WB1917PLC002894
Phone: (033) 2230-4351
Fax: (033) 2230-7555
E-mail: compliances@dhelakhat.com
Website: www.dhelakhat.com
Place: Kolkata
Date: 9th August, 2023

Directors' Report

Dear Members,

Your Directors are pleased to present the 104th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March, 2023.

1. Corporate Overview

Dhelakhat Tea Company Limited is a Company with business in manufacturing of black tea. The Company has its registered office in Kolkata and has two tea estates which are located in Assam region.

2. Financial Results

A summary of the Company's Financial Results for the Financial Year 2022-23 is as under:

Amount (₹ In Rs)

Particulars	2022-2023	2021-2022
The Profit and Loss Account before taxation for the year shows a balance of Profit of	2,10,32,611	42,56,111
From which is to be deducted:		
Tax Expenses	23,19,106	22,78,069
Leaving a balance of Profit after Taxation	**1,87,13,504**	**19,78,042**
To which is added the Balance of Profit Brought forward from the previous year	(1,54,26,600)	(1,80,06,856)
Other Comprehensive Income/ (Loss)	(39,77,525)	6,02,214
Balance available for appropriation	(6,90,621)	(1,54,26,600)
Dividend Paid	0	0
Corporate Tax on Dividend	0	0
Leaving a Credit Balance in Profit & Loss Account	**(6,90,621)**	**(1,54,26,600)**
Earnings per share	**47.64**	**5.04**

3. Transfer To Reserve

For the year under review no amount has been proposed to be transferred to General Reserve.

4. Dividend

In view of the inadequacy of profit, your Directors have not recommended any Dividend this year.

5. Review of Business Operations

The Company carries on the business of growing and manufacturing of tea. The Company is having two estates namely, Dhelakhat and Mohunbaree which sold 8.82 lakh kgs of tea in 2022-23 out of 9.20 lakh Kgs of production having price realization of Rs. 290.91 per kg as compared to 9.44 lakh kgs of tea out of 10.31 lakh Kgs of production having price realization of Rs. 214.53 per kg in the year 2021-22. The net sales in the year 2022-23 were Rs. 25.63 crores as compared to Rs. 20.25 crores during the same period in the year 2021-22.

6. Subsidiary / Joint Ventures / Associates

The Company has no subsidiaries or associate companies therefore disclosures in this regard are not provided in this Report.

7. Share Capital

The paid up Equity Share Capital of the Company is Rs. 39, 27,700/-. During the year under review, the Company has not issued any shares with or without differential voting rights.

8. Board Of Directors

There has been no change in the Directorship of the Company during the year under review. Following are the Directors of the Company as on the date of this report:

Directors' Report *(Contd.)*

a) Mr. Rakesh Macwan

b) Mr. Rajvinder Singh

c) Ms. Suparna Chakrabortti

9. Declaration By Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

10. Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act, 2013, following are the Key Managerial Personnel (KMP) of the Company as on the date of this report:

a) Mr. Shilajit Saha, Manager (Appointed w.e.f. 01-08-2023)

b) Mr. Priyarup Mukherjee, Company Secretary

c) Mr. Deepak Kumar Singh, Chief Financial Officer

During the financial year under review Mr. Ram Krishna Majumdar ceased to be the Manager with effect from 02.02.2023.

11. Meetings of Board and of Committees

During the year ended 31st March, 2023 6 (Six) Board meetings were held i.e. on 25.05.2022, 13.07.2022, 10.08.2022, 09.11.2022, 06.01.2023 and 07.02.2023. The intervening gap between the meetings was within the prescribed period under the Companies Act, 2013. Attendance of the Directors has been as follows:

Name of the Director	Whether attended the meetings held on					
	25.05.2022	13.07.2022	10.08.2022	09.11.2022	06.01.2023	07.02.2023
Mr. Rakesh Macwan	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Rajvinder Singh	Yes	Yes	Yes	Yes	Yes	Yes
Ms. Suparna Chakrabortti	Yes	Yes	Yes	Yes	Yes	Yes

Audit Committee

i) Composition

The Audit Committee of the Company consists of Mr. Rakesh Macwan as Chairman, Mr. Rajvinder Singh and Ms. Suparna Chakrabortti as its Members. Mr. Priyarup Mukherjee, Company Secretary acts as the Secretary of the Audit Committee.

ii) Attendance

During the year ended 31st March, 2023 5 (Five) Audit Committee meetings were held i.e. on 25.05.2022, 10.08.2022, 09.11.2022, 06.01.2023 and 07.02.2023. Attendance of the members has been as follows:

Name of the Director	Whether attended the meetings held on				
	25.05.2022	10.08.2022	09.11.2022	06.01.2023	07.02.2023
Mr. Rakesh Macwan	Yes	Yes	Yes	Yes	Yes
Mr. Rajvinder Singh	Yes	Yes	Yes	Yes	Yes
Ms. Suparna Chakrabortti	Yes	Yes	Yes	Yes	Yes

The details of all related party transactions, if any, are placed periodically before Audit Committee. During the year there were no instances where the Board of Directors of the Company had not accepted the recommendations of the Audit Committee.

Directors' Report *(Contd.)*

The Company has formulated a vigil mechanism / whistle blower policy which have been uploaded on the Company's website at www.dhelakhat.com. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company.

Nomination and Remuneration Committee

i) Composition

The Nomination and Remuneration Committee of the Company consists of Mr. Rakesh Macwan as Chairman, Mr. Rajvinder Singh and Ms. Suparna Chakrabortti as its Members. Mr. Priyarup Mukherjee, Company Secretary acts as the Secretary of the Committee.

The Company's Remuneration Policy prepared in accordance with Section 178 of the Companies Act, 2013 is available on the website of the Company at www.dhelakhat.com.

ii) Attendance

One Meeting of the Nomination and Remuneration Committee was held during the financial year ended 31st March, 2023 on 07.02.2023. Attendance of the Members has been as follows:

Name of the Member	Whether attended the meeting held on 07.02.2023
Mr. Rakesh Macwan	Yes
Mr. Rajvinder Singh	Yes
Ms. Suparna Chakrabortti	Yes

Independent Directors' Meeting

Independent Directors Meetings of the Company was held on 25.05.2022 and was attended by all the Independent Directors of the Company.

12. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Board of Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

13. Directors' Responsibility Statement

The Board of Directors acknowledges the responsibilities for ensuring compliance with the provisions of section 134(3) read with section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended on 31st March, 2023 and confirm that:

(i) in the preparation of the Annual Accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

(ii) the Directors have 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 of the Company for that period;

(iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) the Directors have prepared the annual accounts on a going concern basis;

Directors' Report *(Contd.)*

(v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(vi) There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

14. Conservation Of Energy, Technology Absorption, Foreign Exchange Earning And Outgo:

A statement giving details of conservation of energy, technology absorption and foreign exchange earnings and outgo in terms of Rule 8(3) of the Companies (Accounts) Rules, 2014 is attached as "Annexure-A" and forms a part of this Report.

15. Particular Of Employees

The prescribed particulars of Employees required under Section 134(3) (q) read with Rule 5 (2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as "Annexure-B" and forms a part of this Report.

16. Auditors

Statutory Auditor

M/s. Acharyya Swapan & Co., Chartered Accountants (FRN: 325797E), who were appointed as the Statutory Auditors of the Company at the Annual General Meeting of the Company held in the year 2017 for five years, ceased to hold their office from the conclusion of the last Annual General Meeting of the Company held in the year, 2022.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and recommendation of the Board of Directors M/s S. Guha & Associates, Chartered Accountants (FRN: 322493E) were appointed as the Statutory Auditor of the Company, in place of the earlier Statutory Auditor, at the last Annual General Meeting held in the year 2022, for a period of 5 years i.e. till the conclusion of the Annual General Meeting of the Company to be held in the year 2027.

There are no qualifications, adverse remarks or disclaimer made by the Auditors in their Report.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Board has appointed M/s. Anjan Kumar Roy & Co., a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed as "Annexure-C" and forms a part of this Report.

There are no qualifications, adverse remarks or disclaimer made by the Secretarial Auditor in their Report.

17. Internal Control Systems

The Company has an effective internal control and risk mitigation system, which is constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly.

The reports of the Internal Audit are periodically reviewed by the Audit Committee of the Board of Directors. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

18. Corporate Social Responsibility

The Company has not formed any Corporate Social Responsibility Committee because the provisions of Section 135 of the Companies Act, 2013 relating to formation of such a Committee and the formulation of a Corporate Social Responsibility Policy do not apply to the Company.

19. Loans, Guarantees and Investments

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

Directors' Report *(Contd.)*

20. Related Party Transaction

No transactions were entered with Related Parties for the year under review hence, the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder are not attracted. Thus, disclosure in form AOC-2 in terms of Section 134 of the Companies Act, 2013 is not required.

The Policy on Related Party Transactions can be accessed on the website of the Company at www.dhelakhat.com.

21. Risk Management

a) The production of tea crop is dependent on the vagaries of weather viz crop, temperature and humidity.

b) Escalation in world crop affects the price of tea in India.

c) Lower export quantities reflect in the availability of tea in India thereby increasing supply over demand which reflects in the prices of tea.

d) Tea Crop is also dependent on Pest activity on the estate. The new Protection Code being implemented by Tea Board has reduced the chemicals that can be applied for control of pests and in some cases there is no chemical approved for certain pests which are prevalent in India.

e) The tea market in India would have to grow in order to get better price realization. At present India has one of the lowest per capita consumption of tea.

f) To mitigate the above risks, the company has taken a policy of augmenting irrigation and digging of ponds near tea areas to combat lesser rainfall.

g) The company is following a strict policy of making quality teas which results in higher price realizations for the tea manufacture.

22. Extract of Annual Return

For the Extract of Annual Return please refer to the link at the Company website www.dhelakhat.com.

23. Managerial Remuneration

The information required pursuant to Section 197(12) read with Rule5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is annexed here to as "Annexure-D" and forms part of this Report.

24. Management Discussion and Analysis Report

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

25. Deposits

The Company has not accepted nor renewed any deposits from the public, and as such, there are no outstanding deposits in terms of the Companies (Acceptance of Deposits) Rules, 2014.

26. Change In The Nature Of Business

There is no change in the nature of the business of the Company.

27. Details of Significant and Material Orders Passed by the Regulators or Courts or Tribunals

There were no significant and material orders passed by regulators or courts or tribunals impacting the going concern status and Company's operations in future.

28. Material Changes and Commitments, if any, affecting the Financial Position of the Company

Your Company has filed an Application under section 230 read with section 232 of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and other applicable provisions of law before the Kolkata Bench of National Company Law Tribunal (NCLT) in connection with the proposed Scheme of Amalgamation of the Company with Rydak Syndicate Limited as approved by the Board of Directors of both the Companies in its meeting held on 6th January 2023.

Directors' Report *(Contd.)*

29. Occupational Health and Safety

Occupational Health and Safety remains the management's top priority. Workers are provided with adequate safety equipments while performing their jobs.

30. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013

In compliance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Company had constituted an Internal Complaint Committee to prevent the sexual harassment on employees especially on women employees.

The Committee has submitted their Annual Report pursuant to Section 22 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and it was reported that no complaint were received by the Committee pursuant to the provisions of the Act.

31. Secretarial Standards

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

32. Fraud Reporting

There was no fraud reported by the Auditors of the Company to the Audit Committee or the Board of Directors during the year under review.

33. Cautionary Statement

The Board's Report may contain certain statements describing the Company's objectives, expectations or forecasts that appear to be forward-looking within the meaning of applicable securities laws and regulations while actual outcomes may differ materially from what is expressed herein.

34. Acknowledgement

Your Directors take the opportunity of placing their sincere appreciation to the Central Government, State Government, Banks, Financial Institutions, employees, associates, consultants and members of the company for their valuable guidance and support.

For and on behalf of the Board

4, Dr. Rajendra Prasad Sarani
Kolkata-700 001
Dated: 9th August, 2023

Rakesh Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Annexure to the Directors' Report

ANNEXURE - A

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

The information pertaining to conservation of energy, technology absorption, Foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Account) Rules , 2014 is furnished below:

Particulars	Year Ended 31st March 2023	Year Ended 31st March 2022
POWER & FUEL CONSUMPTION		
• Purchased Units (in lacs)	6.66	7.01
Amount (Rs. in lacs)	64.14	60.81
Average Cost per Unit (Rs.)	9.63	8.67
• Own Generation		
• Through Diesel Generator (Units) (lacs)	0.36	0.38
• Unit per litre of Diesel oil	2.12	2.10
• Average Cost per Unit (Rs.)	42.83	41.29
• Through Natural Gas Supply Quantity	5.71	5.47
Total Amount (in lacs)	89.37	55.80
Average rate/Unit (Rs.)	9.36	10.18

B. CONSUMPTION PER UNIT OF PRODUCTION

Particulars	Standards (if any)	Current Year	Previous Year
Black Tea (Kgs)	-	9,55,096	10,21,259
Electricity (Unit/kg of tea)	-	0.70	0.67

CONSERVATION OF ENERGY

- The Company continues to give priority to conservation of energy as an ongoing process.
- To reduce the energy cost the Company has taken considerable energy saving measures through various in-house electrical modifications and the effect of the same has been felt.
- The Form of disclosure of Particulars (Form – A) is not applicable to this Company

TECHNOLOGY ABSORPTION

- **RESEARCH & DEVELOPMENT (R&D)**
  - Specific areas in which R & D: carried out by the Company : NIL
  - Benefits derived as a result of: above R & D : The company makes in-house efforts in order to keep pace with technological developments
  - Future Plan of Action: : The Company is in the process of organizing and expanding Agency Division in line with the market requirements.
  - Expenditure on R & D: : The Company has not spent any specific amount on Research and Development during the year under review.
  - Capital: : NIL
  - Recurring: : NIL
  - Total: : NIL
  - Total R & D expenditure as a percentage of total turnover : NIL

Annexure to the Directors' Report *(Contd.)*

II. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

a) Efforts in brief made towards technology absorption, adaptation and innovation : Further to details set out in part 1 above, the Company is endeavoring to update through in-house effects technology in line with industry requirements for its agency division

b) Benefits derived as a result of the above efforts e.g. products improvement, cost reduction, production development, import substitution

III FOREIGN EXCHANGE EARNINGS AND OUTGO

: (1) Earnings Rs. NIL
(2) Outgo Rs. NIL

For and on behalf of the Board

4, Dr. Rajendra Prasad Sarani
Kolkata-700 001
Dated: 9th August, 2023

Rakesh Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Annexure to the Directors' Report *(Contd.)*

ANNEXURE - B

PARTICULARS OF EMPLOYEE PURSUANT TO SECTION 134(3) (q) OF COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) 2014

TOP 10 EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR

SL NO	NAME	DESIGNATION	AGE (years)	REMUNERATION (Rs.)	QUALIFICATION	TOTAL EXPERIENCE (years)	DATE OF COMENCEMENT OF EMPLOYEMENT (IN THIS COMPANY)	PREVIOUS EMPLOYMENT	% OF EQUITY Shares held
1	Ram Krishna Majumdar	Manager	60	2409007	B.Com, ICWA Inter.	41	1st April 1982	NA	NIL
2	Sanjeev Kumar	Estate Manager	50	1093755	M.Sc	25	1st November 2010	Baint Gorie Tea Estates	NIL
3	Swapnajit Khound	Asst Estate Manager	53	980053	B.SC	26	15th January 2009	Bormahjon Tea Co. Ltd.	NIL
4	Deepak Kr Singh	Chief Financial Officer	37	848796	B.Com	13	01st March 2015	Embee Softwares Pvt. Ltd.	NIL
5	Mayur Pratim Sharma	Asst Estate Manager	31	642000	PGD in Tea Technology & Plantation Management	05	12th March 2022	Assam Company India Ltd.	NIL
6	Kaustov Bordoloi	Asst Estate Manager	26	630000	B.Com	04	15th March 2020	Heeleakah Tea Estate	NIL
7	Santanu Mandal	Accounts Officer	38	562702	B.Com	18	07th January 2012	ICAR, Research Complex for NEH Region	NIL
8	Podma Kr Kochari	Fitter	55	465845	H.S.	32	1st August 1991	NA	NIL
9	Priyarup Mukherjee	Company Secretary	36	446439	B.Com, ACS	08	1st November 2019	EITA India Limited	NIL
10	Biswas Bendang Chuba	Acting Estate Manager	39	247859	BHM	16	15th June 2010	Quantum Concepts	NIL

Notes :

a. Remuneration received includes salary, perquisites and profits in lieu of salary as per Section 17(1), 17(2) and 17(3) of the Income Tax Act;

b. In respect of all the employees, the nature of employment is contractual in accordance with terms and conditions as per Companies Rules, terminable by notice on either side;

c. None of the employees mentioned above is relative of any Director of the Company;

d. Total experience shown in Column 7 includes service with previous employers;

e. None of the employees of the Company are posted and working outside India.

For and on behalf of the Board

4, Dr. Rajendra Prasad Sarani
Kolkata-700 001
Dated: : 9th August, 2023

Rakesh Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Annexure to the Directors' Report *(Contd.)*

ANNEXURE - C

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
M/s. Dhelakhat Tea Company Limited
4, Dr. Rajendra Prasad Sarani
Kolkata – 700001

1. We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s.Dhelakhat Tea Company Limited CIN: L15492WB1917PLC002894 (hereinafter referred as 'the Company') for the financial year ended 31st March, 2023 (hereinafter referred as 'audit period'). Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

2. On the basis of aforesaid verification of the secretarial compliance and on the basis of secretarial audit of company's books, papers, minutes book, 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 the aforesaid secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023, complied with the statutory provisions listed hereunder and also that the company has adequate Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

3. We further report that compliance with applicable laws is the responsibility of the company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the company nor a confirmation of efficient management by the company.

4. (I) We have examined the books , papers , minute books ,forms and return filed and other records maintained by the company for the financial year ended on 31st March, 2023 according to the provisions of :

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

   (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

   (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

   (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

   (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -

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

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

      The management has represented us that the shares of the company being listed only in Calcutta Stock Exchange, there is no trading of the shares of the company and that the process of installation and development of Structured Digital Database as required under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2018 is under process;

      c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended;

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

      e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

Annexure to the Directors' Report *(Contd.)*

regarding the Companies Act and dealing with clients.

(II)We have received management representation from the Company that during the audit period the Company has fully complied with the provisions of the following laws specifically applicable to the Company;

a) The Tea Act, 1953.
b) The Tea Warehouse (Licensing) Order, 1989.
c) The Tea Waste Control Order, 1959.
d) The Tea (Distribution and Export) Control Order, 2005.
e) Plant Protection Code (Formulated by the Tea Board of India).
f) Food Safety and Standard Act, 2006.
g) The Tea (Marketing) Control Order, 2003.
h) The Tea Board Guidelines and Orders.
i) Legal Metrology Act, 2009.

5. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under Section 118 (10) of the Companies Act, 2013.
6. That on the basis of the audit as referred above, to the best of our knowledge, understanding and belief, we are of the view that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraph 4(I), Paragraph 4(II) and Paragraph 5 of this report.
7. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the company with The Calcutta Stock Exchange Limited (CSE) India and also with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable during the period under review and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid audit period.

a. The Calcutta Stock Exchange Limited (CSE)

8. 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. No changes in the composition of the Board of Directors that took place during the period under review.
   b) Adequate notices are 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 and recorded as part of the minutes.
9. We further report that 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, generally applicable to company.
10. This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

For, **ANJAN KUMAR ROY & CO.**
CompanySecretaries

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557
UDIN: F005684E000347630
Peer Review Certificate No.: 869/2020

Place : Kolkata
Date : 27th May, 2023

Annexure to the Directors' Report *(Contd.)*

ANNEXURE - A

(To the Secretarial Audit Report of M/s. Dhelakhat Tea Company Limited
for the financial year ended 31st March, 2023)

To
The Members
M/s. Dhelakhat Tea Co. Ltd.
4, Dr. Rajendra Prasad Sarani
Kolkata – 700 001

Our Secretarial Audit Report for the financial year ended 31st March, 2023 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is limited to expressing an opinion on existence of adequate board process and compliance management system, commensurate to the size of the Company, based on the secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the Company during the said audit.
2. 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 check as to whether correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc. and we have relied on such representation, in forming our opinion.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of compliance procedures on test basis. We would not be liable for any business decision or any consequences arising thereof, made on the basis of our report.
6. The Secretarial Audit 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.

For, **ANJAN KUMAR ROY & CO.**
CompanySecretaries

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557
UDIN: F005684E000347630
Peer Review Certificate No.: 869/2020

Place : Kolkata
Date : 27th May, 2023

Annexure to the Directors' Report *(Contd.)*

ANNEXURE - D

INFORMATION PERTAINING TO REMUNERATION OF EMPLOYEES

Pursuant to section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

1. **The ratio of remuneration of each Director to the median remuneration of employees of the Company for the financial year 2022-23**

All employees median remuneration for FY 2022-23	INR 70,616
The percentage increase in the median remuneration of employees in the FY 2022-23	10.41%
The number of permanent employees on the rolls of the Company as on 31st March 2023	1058

Name of Director/ KMP	Ratio of remuneration to median remuneration of all employees	% increase in remuneration in the FY 2022-23
Mr. Rakesh Macwan	All the Directors were paid sitting fees for attending the meeting and the same has not been considered as Remuneration.	
Mr. Rajvinder Singh		
Ms. Suparna Chakrabortti		

KEY MANAGERIAL PERSONNEL	Ratio of remuneration to median remuneration of all employees	% increase in remuneration in the FY 2022-23
Mr. Priyarup Mukherjee, Company Secretary	6.32	12.41%
Mr. Deepak Kumar Singh, Chief Financial Officer	12.02	NA#

The said person was KMP of the Company for a part of the FY 2021-2022

2. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

   - Average percentile salary increase of employees other than managerial personnel is 15%;
   - Average percentile Salary increase of managerial personnel is 19.26%;
   - There are no exceptional circumstances in increase in managerial remuneration.

3. **Affirmation that the remuneration is as per the remuneration policy of the Company.**

   Remuneration paid during the Financial Year ended 31.03.2023 is as per the Remuneration Policy of the Company.

For and on behalf of the Board

Rakesh Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

4, Dr. Rajendra Prasad Sarani
Kolkata-700 001
Dated: 9th August, 2023

Annexure to the Directors' Report *(Contd.)*

ANNEXURE-E

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

India is one of the major tea producing countries of the world with the tea produced in the country being one of the finest in the world. As tea is one of the oldest industries in the country, India enjoys a large network of producers, auctioneers, distributors, retailers, packers, and exporters.

All India production for the season 2022 was 1340.40 million kgs up to December against 1343.30 million kgs which is almost at par with last year.

Global production of some of the major tea producing countries (in million kgs) is given below:

Country	2021	2022	Variance
Srilanka	298.9	249.9	-16.39%
Kenya	537.9	527.2	-1.99%
Malavi	50.5	47.7	-5.45%
Bangladesh	99	85.2	-13.94%

Review of the Company's Operations and Performance in 2022-23

The company carries on the business of growing and manufacturing of tea at the two Estates in Assam, namely, Dhelakhat and Mohunbaree. Total production for the year was 9,45,516 kgs against 10,05,075 kgs. The crop was down by 59,559 kgs (5.93%) primarily due to some pest activity coupled with hail damage in the month of April & May in Dhelakhat. Again there was a heavy pest attack in the month of July/August where crop got affected in Dhelakhat. Revenue from the operation for the year ending March -2023 was Rs 25,63,51,697/- against a turnover of Rs 20,25,20,179/- in the year ending March 2022. The company recorded increase in the profit due to better market conditions wherein the average price fetched by Dhelakhat during the year was 294.59 per kg against 214.54 per kg an increase of Rs 80.05/- per kg (37.31%).

Economic Sustainability/Outlook for the coming season 2023

This season started on a very bad note, Orthodox market has crashed and the prices are down by more than 15%. With the increase in wages in Dooars by 8% we are expecting the same hike to take place in Assam also. Cost of inputs is already very high particularly gas prices in both the estates. Weather is somewhat favorable in upper Assam which is the only silver lining for the upcoming season.

Uprooting & replanting programs are being continued as usual during the year, the company has replanted 19.50hects which is 3.43% of the gross area.

Jats:	Jats Planted	% Seed/ Clone	%
CLONES			
TV1	11600	5%	5.13%
S3A3	71195	32%	31.54%
P126	123241	55%	54.60%
TENALI17	9650	4%	4.27%
BBIJAN	10000	4%	4.33%
TOTAL	**225686**	**100%**	**99.87%**
SEED			

Annexure to the Directors' Report *(Contd.)*

Jats:	Jats Planted	% Seed/ Clone	%
ST463	1500	5%	12.67%
ST491	28600	95%	76.02%
ST520	0	0%	11.29%
TOTAL	**30100**	**100%**	**99.98%**
GRAND TOTAL	**255786**		

CONSERVATION OF ENERGY

Machinery up-gradation is a regular process at the Factories of both Dhelakhat as well as Mohunbaree with a view to conserve fuel and electrical energy.

Tea is dependent on the Vagaries of the Weather

The growing of tea has been facing the brunt of climate change in the form of extreme conditions. Either drought like conditions or very heavy intensity of rainfall has been playing havoc with the crops. With the cost factor increasing day by day with a higher proportion we feel that unless the price realization of the tea goes up substantially otherwise it will be very difficult to maintain the margins.

Internal Control Systems and their adequacies

The company implemented internal control systems to ensure that all the assets are safe guarded and protected against losses and all transactions are recorded and reported correctly. The segment wise or product wise performance of the company is primarily engaged in the business of cultivation, manufacture and sale of tea and is managed organizationally as a single unit. Accordingly, the company is a single business segment company.

Risk and Concerns

Risks are inevitable in any business. Being aware of this, the Company has a proper risk management system in place to counter them. The Tea Industry is largely dependent on the vagaries of nature:

Industry risk: The Company invested in producing quality teas as an effective hedge. This helped moderate the impact of price and output volatility, increasing corporate stability.

Climate risk: Weather condition largely varied from one geographical region to another and tea Industry in India facing the brunt of climate change in the form of extreme weather conditions –either a drought like situation or high intensity rainfall. This is one of the major risks for our Industry as unpredictable climatic conditions could hamper tea production.

Labour risk: Tea Industry is labour intensive Industry which is marked by rising labour costs and man power shortage. The Industry is highly labour intensive and is subject to stringent labour laws. Substantial increase in labour wages high social cost remains the major problems for the Indian Tea Industry. Shortage of labour during peak season in some pockets is also a cause for concern.

Pest risk: The Company rigorously enforced an estate wide mechanism to address pest attacks through the use of PPC – prescribed chemicals under the Trustee code. This responsible use of chemicals strengthen the demand for the Company's product.

Annexure to the Directors' Report *(Contd.)*

Human Resource Development and Industrial Relations

Tea Industry is highly labour intensive. Industrial relation in all tea estates and other units continued to be cordial. The Company carries out various program for development of its executives at all levels. During the year the Company carried out restructuring exercise at key level for improvement in plantation activities and overall corporate performance. The Company would like to record appreciation of the whole hearted 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 Director's envisage in terms of future performance and outlook.

For and on behalf of the Board

4, Dr. Rajendra Prasad Sarani
Kolkata-700 001
Dated: 9th August, 2023

Rakesh Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Independent Auditor's Report

To the Members of
Dhelakhat Tea Co. Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the financial statements of Dhelakhat Tea Company Limited ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss, including the statement of Other Comprehensive Income, statement of cash flows and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's 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 issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management report but does not include the financial statements and our auditor's report thereon.
- Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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.

Management's Responsibility for the 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Independent Auditor's Report *(Contd.)*

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the 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 in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. 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.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's 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-A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

Independent Auditor's Report *(Contd.)*

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31stMarch, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed pending litigations lying in the name of the Company as on 31stMarch, 2023.

ii. The Company does not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There were no delay in transferring 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 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 a 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 have been received by the Company from any person or entity, including a 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 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) of the Companies (Audit and Auditors) Rules, 2014, as amended, as provided under and (b) above, contain any material mis-statement.

(d) No dividend has been declared or paid during the year by the Company.

h) Since Rule 3 (1) of the Companies (Accounts) Rules, 2014 is not applicable as on 31st March, 2023 we have nothing to comment upon the compliance requirements as per Rule 11(g) of Companies (Audit and Auditors) Rules, 2014.

for **S. Guha & Associates**
Chartered Accountants
Firm's Registration No.- 322493E

Sourabh Mitra
Partner
Membership Number : 308743
UDIN:23308743BGULXU8103

Kolkata
30th May, 2023

Annexure A" to the Independent Auditor's Report *(Contd.)*

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Financial Statements of the Company for the year ended March 31, 2023:

i. a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of its property, plant and equipment.

(B) According to the information and explanation given to us and based on our verification it can be concluded that the Company does not hold any intangible assets.

b) According to the information and explanation given to us the property, plant and equipment of the Company has been physically verified by the Management at reasonable intervals and no material discrepancies between the book records and the physical records has been noticed.

c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

d) According to the information and explanations given to us and based on our verification it can be concluded that the Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets or both during the year.

e) According to the information and explanations given to us and based on our verification it can be concluded that no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion the coverage and procedure of such verification by the management is appropriate; and no discrepancy was observed for each class of inventory;

(b) According to the information and explanations given to us it can be concluded that during any point of time of the year, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point during the financial year; hence clause 3 (ii)(b) of the order are not applicable to the Company.

iii. The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties, hence, clause (a), (b), (c), (d), (e) and (f) of 3(iii) of the Companies (Auditor's Report) Order, 2020 are not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not provided any loans, investments and guarantees under the provisions of Section 185 and 186 of the Companies Act, 2013.

v. The Company has not accepted any deposits from the public. Therefore, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules made thereunder with regard to the deposits accepted from the public are not applicable.

vi. Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act hence clause 3(vi) of the order are not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of customs, duty of excise, Value Added Tax, Cess and any other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

(b) there are no statutory dues referred to in sub-clause(a) that have not been deposited on account of any dispute; hence, the question of our reporting under this clause does not arise.

viii. According to the records of the Company examined by us and the information and explanations given to us the Company has recorded all transactions in the books of account and the Company has not undergone any income tax proceedings under the

Annexure A" to the Independent Auditor's Report *(Contd.)*

Income Tax Act, 1961 (43 of 1961) during the year under audit hence, the question of previously unrecorded income has been properly recorded or not in the books of accounts does not arise.

ix. (a) The Company has not defaulted in repayment of working capital loans obtained from bank during the financial year.

(b) The Company has not been declared wilful defaulter by any bank of financial institution or other lender.

(c) The Company has not availed term loan during the financial year hence clause 3 (ix) (c) of the order are not applicable to the Company.

(d) Funds raised on short term basis has not been utilized for long term purpose.

(e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures hence clause 3(ix) (d) of the order are not applicable to the Company.

(f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies hence clause 3(ix) (f) of the order are not applicable to the Company.

x. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans. Further, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause 3(x) of the Order are not applicable to the Company.

xi. According to the information and explanations given to us and based on our examination of records of the Company,

(a) no fraud by the Company or on the Company by its officers has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) There are no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

xiii. According to information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

xiv. (a) According to information and explanations given to us and based on our examination of the records of the Company, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the internal auditors for the period under audit were considered by us wherever necessary.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

(b) According to information and explanations given to us and based on our examination of the records of the Company, the Company has not conducted any Non-Banking Financial or Housing Finance Activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934 during the year under audit.

(c) According to information and explanations given to us and based on our examination of the records of the Company, the Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India.

(d) According to information and explanations given to us and based on our examination of the records of the Company, the Company does not have any Core Investment Company as part of the Group.

Annexure A" to the Independent Auditor's Report *(Contd.)*

xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. According to information and explanations given to us and based on our examination of the records of the Company, statutory auditors have not resigned during the year.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of 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.

xx. According to information and explanations given to us and based on our examination of records of the Company, provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company. Accordingly, the provisions of clause 3(xx) of the order are not applicable to the Company.

xxi. According to the information and explanations given to us and based on our examination of the records of the Company, no qualification or adverse remark has been made by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

for **S. Guha & Associates**
Chartered Accountants
Firm's Registration No.- 322493E

Sourabh Mitra
Partner
Membership Number : 308743
UDIN:23308743BGULXU8103

Kolkata
30th May, 2023

"Annexure-B" to the Independent Auditors' Report

OF EVEN DATE ON THE FINANCIAL STATEMENTS OF DHELAKHAT TEA COMPANY LIMITED

[Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")]

We have audited the internal financial controls over financial reporting of Dhelakhat Tea Company Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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.

for **S. Guha & Associates**
Chartered Accountants
Firm's Registration No.- 322493E

Sourabh Mitra
Partner
Membership Number : 308743
UDIN:23308743BGULXU8103

Kolkata
30th May, 2023

BALANCE SHEET as at 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	Note	31 March 2023	31 March 2022
ASSETS			
(1) Non-current assets			
Property, plant and equipment	3	12,45,140	12,12,598
Capital work-in-progress	4	52,009	65,454
Financial assets			
(i) Investments	5	1,13,992	1,06,599
(ii) Other financial assets	6	13,300	13,300
Non current tax asset (net)	7	44,191	1,25,756
Deferred tax assets (net)	18	47,251	39,451
Other non-current assets	8	50,353	50,353
Total non-current assets		**15,66,236**	**16,13,511**
(2) Current assets			
Inventories	9	2,66,460	2,74,173
Biological assets other than bearer plants	10	5,256	10,365
Financial assets			
(i) Trade receivables	11	98,735	63,516
(ii) Cash and cash equivalents	12	95,416	17,678
(iii) Other bank balances	13	400	1,931
Other current assets	14	63,940	80,441
Total current assets		**5,30,207**	**4,48,104**
Total assets		**20,96,443**	**20,61,615**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	39,277	39,277
Other equity	16	4,61,312	3,13,954
Total equity		**5,00,589**	**3,53,231**
Liabilities			
(1) Non-current liabilities			
Provisions	17	1,23,126	1,85,177
Total non-current liabilities		**1,23,126**	**1,85,177**
(2) Current liabilities			
Financial liabilities			
(i) Borrowings	19	2,17,250	3,89,938
(ii) Trade payables	20	4,03,649	3,84,542
(iii) Other financial liabilities	21	7,30,543	5,88,853
Other current liabilities	22	3,979	40,296
Provisions	23	90,720	19,339
Current tax liabilities (net)	24	26,587	1,00,239
Total current liabilities		**14,72,728**	**15,23,207**
Total liabilities		**15,95,854**	**17,08,384**
Total equity and liabilities		**20,96,443**	**20,61,615**

Accounting Policies and Notes on Accounts - 1 To 42

The notes referred to above form an integral part of the Financial Statements.

For and on behalf of the Board of Directors

For **S Guha & Associates**
Chartered Accountants
Firm's Registration Number: 322493E
Sourabh Mitra
Partner
Membership Number: 308743
Place: Kolkata
Date: 30th May, 2023

R. Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Priyarup Mukherjee
Company Secretary

Deepak Kumar Singh
(CFO)

STATEMENT OF PROFIT AND LOSS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	Note	31 March 2023	31 March 2022
Income			
Revenue from operations	25	25,63,517	20,25,202
Other income	26	78,627	53,048
Total income		**26,42,144**	**20,78,250**
Expenses			
Cost of materials consumed	27	2,66,894	2,09,162
Changes in inventories of finished goods	28	21,300	9,710
Change in carrying amount of biological assets other than bearer plant (gain/(loss)	29	5,109	(2,752)
Employee benefits expense	30	17,10,200	14,60,453
Finance costs	31	2,802	8,738
Depreciation expense	3	39,279	37,295
Other expenses	32	3,86,235	3,13,084
Total expenses		**24,31,819**	**20,35,690**
Profit before tax		**2,10,325**	**42,560**
Tax expense:			
- Current tax	33	15,138	969
- Deferred tax	33	8,053	21,812
Total tax expenses		**23,191**	**22,781**
Profit for the year		**1,87,134**	**19,779**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	36	55,630	(8,423)
Income tax relating to these items	33	(15,854)	2,400
Other comprehensive income for the year, net of tax		**39,776**	**(6,023)**
Total comprehensive income for the year		**1,47,358**	**25,802**
Earnings per equity share:			
Basic and Diluted	34	47.64	5.04
(Nominal value per Share Rs.10)			

Accounting Policies and Notes on Accounts - 1 To 42

The notes referred to above form an integral part of the Financial Statements.

For and on behalf of the Board of Directors

For **S Guha & Associates**
Chartered Accountants
Firm's Registration Number: 322493E
Sourabh Mitra
Partner
Membership Number: 308743
Place: Kolkata
Date: 30th May, 2023

R. Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Priyarup Mukherjee
Company Secretary

Deepak Kumar Singh
(CFO)

STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

A. Equity share capital

Description	Note	Amount
As at 31 March 2021	15	39,277
Changes in equity share capital		-
As at 31 March 2022		**39,277**
As at 1st April 2022	15	39,277
Changes in equity share capital		-
As at 31 March 2023		**39,277**

B. Other equity

Description	Note	Reserve and Surplus			Total other equity
		Capital reserve	General reserve	Retained arnings	
Balance at 01 April 2021	**16**	**256**	**4,67,965**	**(1,80,069)**	**2,88,152**
Profit for the year		-	-	19,779	19,779
Other comprehensive income for the year		-	-	6,023	6,023
Total comprehensive income for the year		**-**	**-**	**25,802**	**25,802**
Transfer within equity					-
Balance at 31 March 2022	16	256	4,67,965	(1,54,267)	3,13,954
Balance at 01 April 2022	**16**	**256**	**4,67,965**	**(1,54,267)**	**3,13,954**
Profit for the year		-	-	1,87,134	1,87,134
Other comprehensive income for the year		-	-	(39,776)	(39,776)
Total comprehensive income for the year		**-**	**-**	**1,47,358**	**1,47,358**
Transfer within equity		-	-	-	-
Balance at 31 March 2023	**16**	**256**	**4,67,965**	**(6,909)**	**4,61,312**

Accounting Policies and Notes on Accounts - 1 To 42

The notes referred to above form an integral part of the Financial Statements.

For **S Guha & Associates**
Chartered Accountants
Firm's Registration Number: 322493E
Sourabh Mitra
Partner
Membership Number: 308743
Place: Kolkata
Date: 30th May, 2023

For and on behalf of the Board of Directors

R. Macwan
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

Priyarup Mukherjee
Company Secretary

Deepak Kumar Singh
(CFO)

CASH FLOW STATEMENT for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	31 March 2023	31 March 2022
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit/ (Loss) before taxation	2,10,325	42,560
Adjustments for:		
Depreciation	39,279	37,295
Net gain on financial assets measured at FVTPL	(7,393)	(7,275)
Gain on sale of assets		-
Finance costs	2,802	8,738
Irrecoverable Receivables written off	-	-
OPERATING PROFIT / (LOSS) BEFORE WORKING CAPITAL CHANGES	**2,45,013**	**81,318**
Adjustments for:		-
Non-Current/Current financial and other assets	52,817	17,793
Inventories	7,713	27,033
Non-Current/Current financial and other liabilities/provisions	4,529	(39,148)
CASH USED IN OPERATING ACTIVITIES	**3,10,072**	**86,996**
Direct Taxes Paid (Net of Refund)	-	-
NET CASH USED IN OPERATING ACTIVITIES	**3,10,071**	**86,996**
B. CASH FLOW FROM INVESTING ACTIVITIES		-
Purchase of Property, plant and equipment& CWIP	(58,375)	(75,258)
Sale of Assets		-
NET CASH GENERATED FROM INVESTING ACTIVITIES	**(58,375)**	**(75,258)**
C. CASH FLOW FROM FINANCING ACTIVITIES :		-
Proceeds from Financial borrowings	(1,72,688)	6,125
Interest paid	(2,802)	(8,738)
NET CASH USED IN FINANCING ACTIVITIES	**(1,75,490)**	**(2,613)**
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**76,207**	**9,125**
* **CASH AND CASH EQUIVALENTS OPENING BALANCE**	**19,609**	**10,484**
* **CASH AND CASH EQUIVALENTS CLOSING BALANCE**	**95,816**	**19,609**

Accounting Policies and Notes on Accounts - 1 To 42

The notes referred to above form an integral part of the Financial Statements.

For **S Guha & Associates**
Chartered Accountants
Firm's Registration Number: 322493E
Sourabh Mitra
Partner
Membership Number: 308743
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R. Macwan
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(CFO)

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

1 General Information

Dhelakhat Tea Company Limited is a Company incorporated under the Companies Act, 2013. The Company's shares are listed on the Calcutta Stock Exchange. The Company is engaged in harvesting, manufacturing and selling of tea.

The financial statements as at 31 March 2021 present the current financial position of the Company.

The functional and presentation currency of the Company is Indian Rupee ("INR") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended 31 March 2021 were approved by the Board of Directors and authorised for issue on 24th July, 2021.

Significant accounting policies

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2016.

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

a) certain financial assets and liabilities that is measured at fair value;

b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell.

Use of estimates and critical accounting judgments

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of property, plant and equipment, intangible assets, impairment of property, plant and equipment, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The Company,s tea bushes qualify as bearer plants under the defination in Ind AS 41 and are therefore accounted for as a part of property, plant and equipment.

Notes to Financial Statements for the year ended 31st March 2021

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs, if any, during the period of construction is capitalised as part of cost of the qualifying assets.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.\

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.

Depreciation methods, estimated useful lives and residual value of property, plant and equipment

Depreciation, other than bearer plant, is calculated using written down value method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation.

Bearer plants are depreciated using straight line method from the date when they are ready for commercial harvest.

The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:\

Categories of assets	Useful life (in year
Plant and Machinery	15
Furniture & Fixture	10
Building	60
Bearer plants	79
Vehicles	8 - 10
Software	5

Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Leases

Leases are classified as finance lease where the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Company as lessee

(i) **Operating lease –** Rentals payable under operating leases are charged to the statement of profit and loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(ii) **Finance lease –** Finance leases are capitalised at the commencement of lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

Other bank balances

Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage or having maturities of more than three months from the date of such deposits.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

Financial assets measured at fair value through profit or loss

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

De-recognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

(b) Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities such as trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Borrowings

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

Employee benefits

(a) Post employment obligations

Defined contribution plans

The Company makes contributions to government administered provident fund scheme, employee state insurance scheme and pension fund scheme for the employees. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans - Gratuity

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets, if any. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(b) Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government Grant that are receivable as a compensation for expenses or losses incurred for the purpose of giving immediate financial support with no future related cost are recognised in statement of Profit and loss in the year it is received.

Tea Plantation Subsidy and other subsidies is accounted for on acceptance from the concerned authorities.

Provisions

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

Constructive obligation is an obligation that derives from an entity's actions where:

(a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities and

(b) As a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity 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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognized if there are significant uncertainties regarding recovery of the amount due, associated costs or the possible return of goods.

Income recognition

a) **Interest income**
Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

b) **Dividend income**
Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

Inventories

Raw materials including harvested tea leaves, produced from own gardens are measured at lower of cost and net realisable value. Cost being the fair value less cost to sell at the point of harvest of tea leaves.

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost 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.

Research and development

Revenue expenditure on research and development is recognised as a charge in the Statement Profit and Loss. Capital expenditure on assets acquired for research and development is added to Property, plant and equipment, if any.

Earnings per share

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity share holders, by the weighted average numbers of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Contingent Liabilities

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent and disclosed by way of notes to the accounts.

Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundreds as per the requirements of Schedule III, unless stated otherwise.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Note 3 : Property, plant and equipment

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying value	
	As at 01 April 2021	Addition/ Adjustments	Deductions/ Adjustments	Closing as at 31 March 2022	As at 01 April 2021	Charge during the year	Deductions/ Adjustments	Closing as at 31 March 2022	As at 31 March 2022	As at 01 April 2021
Land - leasehold	-	-	-	-	-	-	-	-	-	-
Bearer plant	11,92,984	25105	-	12,18,089	61,056	20,085	-	81,140	11,36,948	11,31,928
Buildings	46,133	-	-	46,133	17,284	1,579	-	18,862	27,271	28,849
Plant & Machinery	1,08,730	2057	-	1,10,788	64,161	8,258	-	72,420	38,368	44,569
Furniture & Fixture	1,202	-	-	1,202	690	132	-	822	379	512
Motor Vehicles	16,454	-	-	16,454	11,183	1,646	-	12,830	3,625	5,271
Plant & Machinery Spares	7,026	7979	-	15,005	3,548	5,508	-	9,055	5,950	3,478
Computers	431	-	-	431	286	87	-	373	58	145
Total	**13,72,961**	**35,141**	-	**14,08,101**	**1,58,208**	**37,295**	-	**1,95,503**	**12,12,598**	**12,14,752**

Particulars	GROSS BLOCK - AT COST				Accumulated depreciation				Net carrying value	
	As at 01 April 2022	Addition/ Adjustments	Deductions/ Adjustments	Closing as at 31 March 2023	As at 01 April 2022	Charge during the year	Deductions/ Adjustments	Closing as at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Land - leasehold	-	-	-	-	-			-	-	-
Bearer plant	12,18,089	62,116	-	12,80,205	81,140	19,907	-	1,01,047	11,79,158	11,36,948
Buildings	46,133	-	-	46,133	18,862	1,483	-	20,345	25,788	27,271
Plant & Machinery	1,10,788	-	-	1,10,788	72,420	6,803	-	79,223	31,565	38,368
Furniture & Fixture	1,202	-	-	1,202	822	98	-	921	281	379
Motor Vehicles	16,454	-	-	16,454	12,830	1,103	-	13,933	2,522	3,625
Plant & Machinery Spares	15,005	9,703	-	24,708	9,055	9,885	-	18,940	5,768	5,950
Computers	431	-	-	431	373	-	-	373	58	58
Total	**14,08,101**	**71,820**	-	**14,79,921**	**1,95,503**	**39,279**	-	**2,34,781**	**12,45,140**	**12,12,598**

Note 4 : Capital work-in-progress

Particulars	As at 01 April 2021	Addition	Deductions / Adjustments	Closing as at 31 March 2022
Bearer plant - young trees	25,336	65,623	(25,105)	65,454
Total	**25,336**	**65,623**	**(25,105)**	**65,454**

Description	As at 01 April 2022	Addition	Deductions / Adjustments	Closing as at 31 March 2023
Bearer plant - young trees	65,454	48,672	(62,116)	52,009
Total	**65,454**	**48,672**	**(62,116)**	**52,009**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

As at March 31, 2023				
Description	Amount of 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:				
Young Tree	48,672	3,337	-	-
Total	**48,672**	**3,337**	**-**	**-**

As at March 31, 2022				
Description	Amount of 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:				
Young Tree	65,454		-	-
Total	**65,454**		-	-

Note 5 : Investments - Non current

Particulars	31 March 2023	31 March 2022
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Quoted		
10,606 (31 March 2022: 10,606) equity shares of Rs.100 each fully paid-up in Jardine Henderson Limited	1,13,942	1,06,549
ii) Unquoted		
500 (31 March 2022: 500) equity shares of Rs.10 each fully paid-up in ABC Tea Workers' Welfare Services (formerly Assam Bengal Cereals (Ltd.)	50	50
Total non-current investment	**1,13,992**	**1,06,599**
(a) Aggregate carrying amount of quoted investments	1,13,942	1,06,549
(b) Aggregate market value of quoted investments	1,13,942	1,06,549
(c) Aggregate amount of unquoted investments	50	50

Note 6 : Other financial assets - non current

Particulars	31 March 2023	31 March 2022
Security deposits	13,300	13,300
Total	**13,300**	**13,300**

Note 7 : Non current tax asset (net)

Particulars	31 March 2023	31 March 2022
Advance income tax	44,191	1,25,756
Total	**44,191**	**1,25,756**

Note 8 : Other non current assets

Particulars	31 March 2023	31 March 2022
Advances others	50,353	50,353
Total	**50,353**	**50,353**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Note 9 : Inventories

Particulars	31 March 2023	31 March 2022
Inventories (valued at lower of cost and net realizable value)		
Stock of tea	2,22,298	2,43,598
Stores and spares	44,162	30,575
Total	**2,66,460**	**2,74,173**

Note 10 : Biological assets other than bearer plants

Particulars	31 March 2023	31 March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	5,257	10,365
Total	**5,257**	**10,365**

Reconciliation of changes in the carrying amount of biological assets

Particulars	31 March 2023	31 March 2022
Opening balance	10,365	3,74,700
Gain/ (loss) arising from changes in fair value less costs to sell	-	-
Decreases due to harvest during the year	(10,365)	(3,74,700)
Increases due to purchases/ flushing during the year	5,257	10,365
Closing balance	**5,257**	**10,365**

Note: Unharvested tea leaves on bushes as on 31 March 2022 was 43,129 kgs (31 March 2021 - 31,721 kgs)

Note 11 : Trade receivables

Particulars	31 March 2023	31 March 2022
Unsecured, considered good	98,735	63,516
Total	**98,735**	**63,516**

Refer note 37 for risk relating to trade receivables

Note 12 : Cash and cash equivalents

Particulars	31 March 2023	31 March 2022
Cash in hand	217	457
Balance with banks in current account	95,199	17,221
Total	**95,416**	**17,678**

Note 13 : Other bank balances

Particulars	31 March 2023	31 March 2022
Balance with banks - unpaid dividend account*	400	1,931
Total	**400**	**1,931**

Note 14 : Other current assets

Particulars	31 March 2023	31 March 2022
Advance against supply of goods or services	27,914	25,608
Advance to others	36,026	34,163
Balances with excise and other government authorities	-	20,670
Total	**63,940**	**80,441**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Note 15 : Equity share capital

Particulars	31 March 2023	31 March 2022
Authorized equity share capital		
500,000 (31 March, 2022: 500,000) equity shares of Rs.10/- each	**50,000**	**50,000**
Issued, subscribed and fully paid-up equity share capital		
392,770 (31 March, 2022: 392,770) equity shares of Rs.10 each fully paid up	39,277	39,277
	39,277	**39,277**

(i) Movement in equity share capital

Particulars	31 March 2023		31 March 2022	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	3,92,770	39,277	3,92,770	39,277
Issued during the year				
Outstanding at the end of the year	**3,92,770**	**39,277**	**3,92,770**	**39,277**

(ii) Terms / rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5 % shares in the company

Particulars	31 March 2023		31 March 2022	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs. 10 each fully paid-up				
1. Rydak Syndicate Ltd.	62,924	16.02%	62,924	16.02%
2. Kant & Co. Ltd.	60,407	15.38%	60,407	15.38%
3. Sripadam Investments Ltd.	54,248	13.81%	54,248	13.81%
4. National Insurance Co. Ltd.	39,030	9.94%	39,030	9.94%

(iv) During the period of 5 years immediately preceeding the balance sheet date, no shares were issued for consideration other than cash. Also, no bonus shares were issued and no shares were bought back by the company during the said period.

Note 16 : Other equity

Particulars	31 March 2023	31 March 2022
Reserves and surplus		
a) Capital reserve	256	256
b) General reserve	4,67,965	4,67,965
c) Retained earnings	(6,909)	(1,54,267)
Total reserves and surplus	**4,61,312**	**3,13,954**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Note 16(a) : Other equity

Particulars	31 March 2023	31 March 2022
Reserves and surplus		
a) Capital reserve		
Opening balance	256	256
Closing balance	**256**	**256**
b) General reserve		
Opening balance	4,67,965	4,67,965
Amount transferred from retained earnings	-	-
Closing balance	**4,67,965**	**4,67,965**
c) Retained earnings		
Opening balance	(1,54,267)	(1,80,069)
Net profit/ (loss) for the year	1,87,134	19,779
Items of other comprehensive income recognised directly in retained earnings	-	-
- Remeasurements of post-employment benefit obligation, net of tax	(39,776)	6,023
Closing balance	(6,909)	(1,54,267)
Total reserves and surplus	**4,61,312**	**3,13,954**

Nature and purpose of other reserves

General reserve

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Note 17 : Provisions - Non current

Particulars	31 March 2023	31 March 2022
Provision for employee benefits		
Provision for gratuity (Refer note 38)	1,23,126	1,85,177
Total	**1,23,126**	**1,85,177**

Note 18 : Deferred tax Assets (net)

Particulars	31 March 2023	31 March 2022
Deferred tax liability		
Property, plant and equipment	-	4,509
MAT credit entitlement	-	-
Investments	20,707	19,296
Others	-	-
Gross deferred tax liability	**20,707**	**23,805**
Deferred tax asset		

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Note 24 : Current tax liability (net)

Particulars	31 March 2023	31 March 2022
Provision for tax	26,587	1,00,239
Total	**26,587**	**1,00,239**

Note 25: Revenue from operation

Particulars	31 March 2023	31 March 2022
Sale of goods:		
Manufactured goods (Sale of Tea)	25,63,517	20,25,202
Total	**25,63,517**	**20,25,202**

Note 26 : Other income

Particulars	31 March 2023	31 March 2022
Dividend income on equity investments measured at FVTPL	955	1,060
Sale of tea waste	20,711	10,119
Government grant	-	33,767
Sundry receipt	49,568	827
Change in fair value of financial Asset measured at FVTPL	7,393	7,275
Total	**78,627**	**53,048**

Note 27 : Cost of materials consumed

Particulars	31 March 2023	31 March 2022
Inventory at the beginning of the year	30,575	42,719
Add: Purchases	2,80,482	1,97,018
Less: Inventory at the end of the year	44,163	30,575
Total	**2,66,894**	**2,09,162**

Note 28 : Changes in inventories of finished goods

Particulars	31 March 2023	31 March 2022
Opening Stock of Tea	2,43,598	2,53,308
Closing Stock of Tea	2,22,298	2,43,598
(Increase)/Decrease	**21,300**	**9,710**

Note 29 : Change in Carrying amount of Biological Assets other than bearer plant (Gain)/Loss

Particulars	31 March 2023	31 March 2022
Opening Stock Bearer Plants	10,365	7,613
Closing Stock Bearer Plants	(5,256)	(10,365)
(Increase)/Decrease	**5,109**	**(2,752)**

Note 30 : Employee benefit expense

Particulars	31 March 2023	31 March 2022
Salaries, Wages & Bonus	14,81,704	12,29,923
Contribution to Provident and other funds	1,28,076	1,16,411
Gratuity expense (Note 38)	30,343	34,474
Workmen and Staff Welfare	70,077	79,645

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Total	**17,10,200**	**14,60,453**

Note 31: Finance costs

Particulars	31 March 2023	31 March 2022
Interest and finance charges on financial liabilities not at fair value through profit or loss	2,802	11,844
Less: Borrowing cost capitalisation	-	(3,106)
Total	**2,802**	**8,738**

Note 32 : Other expenses

Particulars	31 March 2023	31 March 2022
Power and Fuel	2,28,555	1,68,647
Repairs to Buildings	692	434
Repairs to Machinery	4,338	14,080
Insurance	3,112	622
Rates & Taxes	4,848	4,236
Brokerage and Commission on Tea	25,781	22,286
Freight and Transit Charges	51,531	43,230
Cultiivation Expenses	5,136	762
Directors sitting fees	1,530	1,290
Auditors' remunearation:		
Statutory Audit fees	1,450	1,200
Tax Audit fees	350	200
Other Services	363	240
Miscellaneous Expenses	58,549	55,857
Total	**3,86,235**	**3,13,084**

Note 33 : Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised in profit or loss or other comprehenive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31 March 2023	31 March 2022
(a) Income tax expense		
Current tax		
Current tax on profits for the year	15,138	969
Profit and loss	-	-
Total current tax expense	**15,138**	**969**
Deferred tax		
Decrease (increase) in deferred tax assets	(4,703)	(21,649)
(Decrease) increase in deferred tax liabilities	(3,098)	(2,564)
Total deferred tax expense/(benefit)	**(7,801)**	**(24,212)**
Income tax expense	**(7,801)**	**(24,212)**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	31 March 2023	31 March 2022
Current tax expense recognised in profit or loss		
Current tax on profits for the year		
Profit and loss	-	-
Total current tax expense (A)	**-**	**-**
Deferred tax expense recognised in profit or loss		
Deferred taxes	(8,053)	21,812
Total deferred tax expense recognised in profit or loss (B)	**(8,053)**	**21,812**
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	15,854	2,400
Total deferred tax expense recognised in Other comprehensive income (C)	**15,854**	**2,400**
Total deferred tax for the year (B+C)	**7,801**	**24,212**
Total income tax expense recognised in profit or loss (A+B)	**(8,053)**	**21,812**
Total income tax expense recognised in Other comprehensive income (C)	**15,854**	**2,400**
Total income tax expense (A+B+C)	**7,801**	**24,212**

Note 34 : Earnings per share

Particulars	31 March 2023	31 March 2022
(a) Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share (INR hundreds)	1,87,134	19,779
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (in numbers)	3,92,770	3,92,770
(c) Nominal value of Equity Share (in Rs.)	10	10
(d) Basic and diluted earnings per share (INR)	47.64	5.04

Note 35: Capital management

(a) Risk management

The Company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The amount mentioned under total equity in balance sheet is considered as Capital.

(b) Dividends paid and proposed

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	31 March 2023	31 March 2022
(i) Equity shares		
Final dividend for the year ended 31 March, 2023 - Nil (31 March, 2022 - Nil) per fully paid share	–	–
Dividend Distribution Tax	–	–

Note 36 : Fair value measurements

Financial instruments by category

Particulars	31 March 2023			31 March 2022		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Investments in equity instruments	1,13,992		-	1,06,599	-	-
Trade receivables			98,735	-	-	63,516
Cah and cash equivalents			95,416	-	-	17,678
Other bank balances			400	-	-	1,931
Other financial assets			13,300	-	-	13,300
Total financial assets	**1,13,992**		**2,07,851**	**1,06,599**	**-**	**96,425**
Financial liabilities						
Borrowings			2,17,250		-	3,89,938
Trade payable			4,03,649		-	3,84,542
Other financial liabilities			7,30,543		-	5,88,853
Total financial liabilities	**-**	**-**	**13,51,442**	**-**	**-**	**13,63,334**

(i) Fair value hierarchy

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 and (b) measured at amortised cost and for which fair values 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 accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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 instrument is included in level 3. Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilites of the Company is classified as Level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Note:

a) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2023 and March 31, 2022

b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the financial instruments is determined using discounted cash flow analysis.

The carrying amounts of remaining financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for financial instruments were calculated based on cash flows discounted using current borrowing rate . They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Fair value of biological assets other than bearer plants

Particulars	31 March 2023	31 March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	5,256	10,365
Total	**5,256**	**10,365**

Note: The fair value of biological assets other than bearer plants are to considered as Level 2 fair values

Note 37 : Financial Risk Management

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets measured at amortised cost.	Aging analysis Credit ratings	Diversification of bank deposits and credit limits, quality customer selection
Liquidity risk	Financial liabilities that are settled by delivering cash or another financial asset.	Cash flow forecasts	Projecting cash flows and considering the level of liquid assets necessary to meet the liabilities
Market risk – a) security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial guranatees.

i) Trade receivables

Customer credit risk is managed by the Company through established policy and procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally carrying 45 to 90 days credit terms. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. The Company's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables as at 31 March 2023 , 31 March 2022. The ageing of trade receivables as of balance sheet date is given below. The age analysis have been considered from the due date:

As at March 31, 2023	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	98,735	-	-	-	-	98,735
Undisputed – Credit Impaired	-	-	-	-	434	434
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	98,735	-	-	-	434	99,170
Less: Allowance for Credit Loss						(434)
Total trade receivables	**98,735**					**98,735**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

As at March 31, 2022	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	63,516	-	-	-	-	63,516
Undisputed – Credit Impaired	-	-	-	-	43,440	43,440
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	63,516	-	-	-	43,440	1,06,956
Less: Allowance for Credit Loss					(43,440)	(43,440)
Total trade receivables	**63,516**					**63,516**

The requirement for impairment is analysed at each reporting date. Refer note 11 for details on the impairment of trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 36. The Company does not hold collateral as security.

ii) Financial instruments and deposits

Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments and cash and cash equivalents held by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 96,42,554 as at 31 March 2022, Rs. 94,06,389 as at 31 March 2021, being the total of the carrying amount of trade receivables and other financial assets.

(B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

(i) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

ı all financial liabilities

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.

Contractual maturities of financial liabilities 31 March 2023	Less than 1 year	1 - 3 years	Total
Borrowings	2,17,250		2,17,250
Trade payable	4,03,649		4,03,649
Other financial liabilities	7,30,543		7,30,543
Total financial liabilities	**13,51,442**	-	**13,51,442**

Contractual maturities of financial liabilities 31 March 2022	Less than 1 year	1 - 3 years	Total
Borrowings	3,89,938		3,89,938
Trade payable	3,84,542		3,84,542
Other financial liabilities	5,88,853		5,88,853
Total financial liabilities	**13,63,333**	-	**13,63,333**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

(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's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

(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. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

(iii) Price risk

(a) Exposure

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

The company's exposure to equity securities price risk arises from investments held by the company in equity securities and classified in the balance sheet as at fair value through profit and loss account.

(b) Sensitivity

The table below summarises the impact of increases/decreases of the prices of respective securities on company's equity and profit before tax for the period. The analysis is based on the assumption that the price of the respective securities had increased by 5% or decreased by 5% with all other variables held constant:

Particulars	Impact on profit before tax		Impact on other component of equity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Increase by 5% (2020: 5%)*	5,700	5,330	4,075	3,811
Decrease by 5% (2020: 5%)*	(5,700)	(5,330)	(4,075)	(3,811)

* Holding all other variables constant

Note 38 : Employee benefit obligations

(i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are recognised in the Statement of Profit and Loss as they accrue.

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic (including dearness allowance) salary per month computed proportionately for 15 days (reckoning 26 days for a month) salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. Based on actuarial valuation, a provision is recognised in full for the projected obligation over and above the funds held in scheme.

(iii) Balance sheet recognition

a) Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2021	2,96,138	13,167	2,82,970
Current service cost	14,828	-	14,828
Interest expense/(income)	20,555	909	19,647
Total amount recognised in profit or loss	**35,383**	**909**	**34,474**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)		-909	909
Actuarial (gain)/loss from change in financial assumptions	(3,816)		(3,816)
Actuarial (gain)/loss from unexpected experience	(5,515)		(5,515)
Total amount recognised in other comprehensive income	**(9,331)**	**-909**	**(8,423)**
Employer contributions/ premium paid			-
Benefit payments	-1,14,995	-	-1,14,995
31 March 2022	**2,07,195**	**13,167**	**1,99,542**

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2022	2,07,195	13,167	1,99,542
Current service cost	15,538	-	15,538
Interest expense/(income)	15,918	1,112	14,805
Total amount recognised in profit or loss	**31,455**	**1,112**	**30,342**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	89	-89
Actuarial (gain)/loss from change in financial assumptions	(3,340)	-	-3,340
Actuarial (gain)/loss from unexpected experience	59,059	-	59,059
Total amount recognised in other comprehensive income	**55,719**	**89**	**55,630**
Employer contributions/ premium paid	-	(76,641)	-76,641
Benefit payments	(71,641)	71,641	0
31 March 2023	**2,22,728**	**9,369**	**2,08,872**

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31 March 2023	31 March 2022
Discount rate	–	–
Salary growth rate	–	–
Mortality rate	IALM (2012-14) Table	IALM (2012-14) Table
Disability Rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	1% to 8%	1% to 8%
Retirement Age	58	58 Years
Average Future Service	16.58	16.91

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions are :

Particulars	Impact on defined benefit obligation			
	31 March 2023		31 March 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(17,479)	21,060	(19,662)	22,289
Salary growth rate (-/+ 1%)	22,900	(19,339)	23,762	(21,121)
Withdrawal rate (-/+ 1%)	6,213	(5,635)	5,272	(5,825)

The above sensitivity analysis 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 while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitvity analysis did not change compared to the prior period.

(vi) The major categories of plan assets

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

(vii) Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk:

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies.

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Interest risk:

A decrease in the interest rate on plan assets will increase the plan liability.

Life expectancy:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

(viii) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the next year ending 31 March, 2023 would be Rs. 31,14,206

The weighted average duration of the defined benefit obligation is 6.86 years (31 March, 2022 – 4.67 years). The expected maturity analysis of undiscounted gratuity benefits is as follows:

Particulars	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years
31 March, 2023				
Defined benefit obligation (gratuity)	14,950	-	24,161	1,26,588
Total	**14,950**	**-**	**24,161**	**1,26,588**
31 March, 2022				
Defined benefit obligation (gratuity)	-	92,204	61,118	1,30,864
Total	**-**	**92,204**	**61,118**	**1,30,864**

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

(ix) Compensated absences

Compensated absences cover the Company's liability for sick and earned leave. As the Company does not have an unconditional right to defer the payment beyond 12 months the entire amount has been treated as current.

Note 39 : Trade Payables

a. Contingent liability is not provided for and includes:

As at March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	-	-		-	-
Undisputed dues - others	1,27,467	33,019	3,107	2,40,056	4,03,649
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	**1,27,467**	**33,019**	**3,107**	**2,40,056**	**4,03,649**
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	**1,27,467**	**33,019**	**3,107**	**2,40,056**	**4,03,649**

As at March 31, 2022

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	0	-	0	-	0
Undisputed dues - others	1,118	-	2,727	-	2,72,722
Disputed dues - MSME	-	-	0	-	0
Disputed dues - others	-	-	0	-	0
Trade payables due	**1,11,820**	**-**	**2,72,722**	**-**	**2,72,722**
Trade payables not due	-	-	0	0	0
Unbilled trade payables	-	-	0	0	0
Total trade payables	**1,11,820**	**-**	**2,72,722**	**-**	**3,84,542**

Note 40 : Ratios

Particulars	Numerator	Denominator	31-Mar-23	31-Mar-22	Variance
Current Ratio1	Current assets	Current liabilities	0.36	0.29	22.38%
Debt- Equity Ratio2	Total Debts	Shareholders Equity	0.43	1.10	-60.69%
Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	76.05	5.87	1195.40%
Return on Equity (ROE)	Net Profits after taxes	Average Shareholders Fund	43.83%	5.81%	38.02%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	31.60	20.73	52.43%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	0.72	0.56	29.31%
Trade payables turnover ratio	Purchases of services and Goods	Other expenses Average Trade Payables	0.71	0.48	48.27%
Net capital turnover ratio	Revenue	Working Capital	-2.72	-1.88	44.39%
Net profit ratio	Net Profit	Revenue	7.30%	0.98%	6.32%
Return on capital employed (ROCE)	Earning before interest and Taxes	Capital Employed[4]	29.69%	6.90%	22.79%

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

Particulars	Numerator	Denominator	31-Mar-23	31-Mar-22	Variance
Return on Investment(ROI)					
Quoted	Income generated from investments	Time weighted average investments	0%	0%	
Unquoted	Income generated from investments	Time weighted average investments	0%	0%	

Note 41 : Other notes to accounts

a. Contingent liability is not provided for and includes:

Particulars	31 March 2023	31 March 2022
Income Tax demand disputed and under Appeal	-	19,265

ii) Estimated amount of contracts remaining to be executed on capital accounts is Nil

b. The Company is engaged in the business of growing, manufacturing and sale of black tea and is having its manufacturing facilities located in India. The performance of the Company is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly growing, manufacturing and sale of black tea is the only operating segment.

The Company is domiciled in India and sells its products in India.

The Company has no customers from whom it derrives more than 10% of total revenue.

c) Key management personnel compensation

Particulars	31 March 2021	31 March 2020
Short-term employee benefits	22,766	16,271
Post Retirement Benefits	14,276	-

d. There were no dues to the Micro, Small and Medium Enterprises outstanding as on 31st March, 2023. This information as required, has been determined to the extent such parties have been identified on the basis of information available to the Company.

e) There has been no loss on account of impairments of assets since the carrying amount of property,plant and equipment does not exceed the recoverable account as per Accounting Standard issued by Companies (Accounts) Rules, 2014.

f) The Scheme of Arrangement for amalgamation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company is yet to be approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench. Pending approval of the said scheme, these accounts have been prepared without giving effect of the said scheme in compliance with the requirment of IND AS 103 issued by the Institute of Charted Accountants of India. Upon approval of the scheme by the Hon'ble NCLT, all assets and Liabilites of Transferror company would be transferred and vested in the Company w.e.f 1st April 2022 at their respective Book Value

g) Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation

Note 42 : Additional Regulatory Information

i) The company does not hold any investment properties

ii) The Company has not revalued any of its Property, Plant and Equipment during the year

iii) The Company does not hold any intangible assets

iv) The company is filing quarterly returns with the financial institution and the same are in agreement with the books of accounts.

v) The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2023

(Rs in Hundred unless otherwise stated)

vi) The company does not have any transactions with the companies stuck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956.

vii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

viii) The Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

ix) The Company has not advanced or loaned or invested funds to any person(s) or entity(is), 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.

x) The Company has not received any fund from any person(s) or entity(is), 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.

xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Accounting Policies and Notes on Accounts - 1 To 42

The notes referred to above form an integral part of the Financial Statements.

For and on behalf of the Board of Directors

For **S Guha & Associates**
Chartered Accountants
Firm's Registration Number: 322493E
Sourabh Mitra
Partner
Membership Number: 308743
Place: Kolkata
Date: 30th May, 2023

R. MACWAN
Director
(DIN: 01328442)

Rajvinder Singh
Director
(DIN: 06931916)

PRIYARUP MUKHERJEE
Company Secretary

DEEPAK KUMAR SINGH
(CFO)

RAJVINDER SINGH
Digitally signed by RAJVINDER SINGH
Date: 2024.07.10 10:39:20 +05'30'

DHELAKHAT TEA CO. LTD.

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INDEPENDENT AUDITOR'S REPORT

To the Members
Dhelakhat Tea Company Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Dhelakhat Tea Company Limited** ("the Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss, including the statement of Other Comprehensive Income, statement of cash flows and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's 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* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and

RAJVINDER SINGH

Digitally signed by RAJVINDER SINGH
Date: 2024.07.12 15:45:28 +05'30'

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we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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 Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Estimation of Useful Life of Bearer Plants (as described in note 3 of the standalone Ind AS financial statements)	
The carrying value of Bearer Plants as of March 31, 2024, is ₹ 1346.18 lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgement. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense. As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually. As per the Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount.	Our audit procedures included the following: • Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience. • Evaluated the assumptions and critical judgements used by the management and tested the underlying supporting documents / details. • Assessed the related disclosures in the Ind AS financial statements. Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.

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Valuation of Biological Assets and agriculture produce (as described in note 10 of the Ind AS financial statements)	
As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date using valuation model and recent transaction prices. As of March 31, 2024, the carrying value of biological assets included under current assets is ₹ 15.87 Lakhs. Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realisable value. For harvested or unharvested green leaves, since there is no active market for own leaves, significant judgement is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of unplucked leaf. The Company has changed its valuation of green leaf from ₹ 24/- to ₹ 31.28 which resulted in an increase in the value of closing stock. Accordingly, this matter has been identified as a key audit matter.	Our audit procedures included the following: • Understood, evaluated, and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory. • Assessed the significant assumptions used in the valuation model with reference to available market information, • Tested the data inputs used and compared them with underlying supporting documents. • Assessed the related disclosures in the Ind AS financial statements for compliance with disclosure requirements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management report but does not include the Ind AS financial statements and our auditor's report thereon.

- Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we

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conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS 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 Ind AS 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

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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 in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

  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.

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From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's 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-A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls, with reference to these Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations lying in the name of the Company as on 31st March, 2024 on its financial position in its Ind AS financial statements as on 31st March, 2024.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

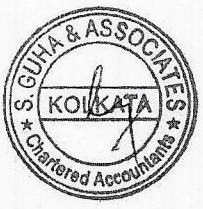
iii. Following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company:
Unclaimed Dividend for F.Y. 2015-16 amounting to ₹ 39,966.50. The said amount is yet to be transferred to Investor Education and Protection Fund.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds 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 a 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 have been received by the Company from any person or entity, including a 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 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) of the Companies (Audit and Auditors) Rules, 2014, as amended, as provided under and (b) above, contain any material mis-statement.

(d) No dividend has been declared or paid during the year by the Company.



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i) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

Place: Kolkata
Date: 27th May, 2024

For S. Guha & Associates
Chartered Accountants
Firm's Registration No.- 322493E

Mohammed Irfan Alam
Partner
Membership No.- 309255
UDIN: 24309255BKDZKM1411

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ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Ind AS Financial Statements of the Company for the year ended March 31, 2024:

i.

a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of its property, plant and equipment.

(B) According to the information and explanation given to us and based on our verification it can be concluded that the Company does not hold any intangible assets.

b) According to the information and explanation given to us the property, plant and equipment of the Company has been physically verified by the Management at reasonable intervals and no material discrepancies between the book records and the physical records has been noticed.

c) The title deeds of all the immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the Ind AS financial statements are held in the name of the company.

d) According to the information and explanations given to us and based on our verification it can be concluded that the Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets or both during the year.

e) According to the information and explanations given to us and based on our verification it can be concluded that no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion the coverage and procedure of such verification by the management is appropriate; and no discrepancy was observed for each class of inventory;

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(b) According to the information and explanations given to us it can be concluded that during any point of time of the year, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point during the financial year; hence clause 3 (ii)(b) of the order are not applicable to the Company.

iii. The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties, hence, clause (a), (b), (c), (d), (e) and (f) of 3(iii) of the Companies (Auditor's Report) Order, 2020 are not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not provided any loans, investments and guarantees under the provisions of Section 185 and 186 of the Companies Act, 2013.

v. The Company has not accepted any deposits from the public. Therefore, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules made thereunder with regard to the deposits accepted from the public are not applicable.

vi. Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act hence clause 3(vi) of the order are not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of customs, duty of excise, Value Added Tax, Cess and any other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

(b) except the details mentioned below there are no statutory dues referred to in sub-clause(a) that have not been deposited on account of any dispute;

Name of the Statute	Nature of Statutory Dues	Amount involved (₹)	Period to which the amount relates	Forum where dispute is pending

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CA INDIA

S. GUHA & ASSOCIATES

Chartered Accountants

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Branches :

KOLKATA NEW DELHI MUMBAI SILIGURI AGARTALA DEOGHAR PATNA GUWAHATI PORT BLAIR BOLPUR

GST Act, 2017	IGST	5,07,323	2018-19	GST Appellate Authority, Assam
GST Act, 2017	CGST	53,847	2018-19	GST Appellate Authority, Assam
GST Act, 2017	SGST	53,847	2018-19	GST Appellate Authority, Assam

viii. According to the records of the Company examined by us and the information and explanations given to us the Company has recorded all transactions in the books of account and the Company has not undergone any income tax proceedings under the Income Tax Act, 1961 (43 of 1961) during the year under audit hence, the question of previously unrecorded income has been properly recorded or not in the books of accounts does not arise

ix. (a) The Company has not defaulted on repayment of working capital loans obtained from the bank during the financial year.

(b)The Company has not been declared wilful defaulter by any bank of financial institution or other lender.

(c) The Company has not availed term loan during the financial year hence clause 3 (ix) (c) of the order is not applicable to the Company.

(d) Funds raised on short term basis have not been utilized for long-term purpose.
(e) The company does not have any subsidiary, associates or joint ventures, hence clause 3(ix) (e) of the order is not applicable to the Company.

(f) The company does not have any subsidiary associates or joint ventures, hence clause 3(ix)(f) of the order is not applicable to the Company.

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x. The Company has not raised money by way of an initial public offer or further public offer (including debt instruments) or term loans. Further, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause 3(x) of the Order are not applicable to the Company.

xi. According to the information and explanations given to us and based on our examination of records of the Company,

(a) No fraud by the Company or on the Company by its officers has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) There have been no whistleblower complaints received by the Company during the year.

xii. In our opinion and according to the information given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

xiii. According to information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

xiv. (a) According to information and explanations given to us and based on our examination of the records of the Company, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the internal auditors for the period under audit were considered by us wherever necessary.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

(b) According to information and explanations given to us and based on our examination of the records of the Company, the Company has not conducted any Non-Banking Financial or Housing Finance Activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934 during the year under audit.

(c) According to information and explanations given to us and based on our examination of the records of the Company, the Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India.

(d) According to information and explanations given to us and based on our examination of the records of the Company, the Company does not have any Core Investment Company as part of the Group.

xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has incurred cash losses of ₹ 86,05,172/- in the financial year. The Company has not incurred cash loss in the immediately preceding financial year.

xviii. According to the information and explanations given to us and based on our examination of the records of the Company, statutory auditors have not resigned during the year accordingly the requirement to report on Clause 3(xviii) of the Order is not applicable to the Company..

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of 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.

xx. According to information and explanations given to us and based on our examination of records of the Company, provisions of Section 135 of the Companies Act, 2013 are

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not applicable to the Company. Accordingly, the provisions of clause 3(xx) of the order are not applicable to the Company.

Place: Kolkata
Date: 27th May, 2024

For S. Guha & Associates
Chartered Accountants
Firm's Registration No.- 322493E

Mohammed Irfan Alam
Partner
Membership No.- 309255
UDIN: 24309255BKDZKM1411

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

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"ANNEXURE-B" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Dhelakhat Tea Company Limited

[Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")]

We have audited the internal financial controls with reference to these Ind AS financial statements of **Dhelakhat Tea Company Limited** ("the Company") as of March 31, 2024, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these Ind AS 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 these Ind AS financial statements and their

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

operating effectiveness. Our audit of internal financial controls with reference to these Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 these Ind AS financial statements.

Meaning of Internal Financial Controls with reference to Ind AS financial statements

A Company's internal financial control with reference to these Ind AS 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 these Ind AS 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 Ind AS financial statements

Because of the inherent limitations of internal financial controls with reference to these Ind AS 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 over financial reporting to future periods are subject to the risk that the internal financial control with reference to these Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

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Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to these Ind AS financial statements and such internal financial controls with reference to these Ind AS financial statements were operating effectively as at March 31, 2024, 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.

For S. Guha & Associates
Chartered Accountants
(Firm Registration No.322493E)

Mohammed Irfan Alam
Partner
(Membership No. 309255)
UDIN: 24309255BKDZKM1411

Place: Kolkata
Date: 27th May,2024

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

RAJVINDER SINGH
Digitally signed by RAJVINDER SINGH
Date: 2024.07.12 15:46:12 +05'30'

DHELAKHAT TEA CO. LTD.

Dhelakhat Tea Company Limited
Balance Sheet as at 31st March 2024

Rs in Hundreds

Particulars	Note	31-Mar-24	31-Mar-23
ASSETS			
(1) Non-current assets			
Property, plant and equipment	3	1,412,786	1,245,140
Capital work-in-progress	4	76,639	52,010
Financial assets			
(i) Investments	5	116,691	113,992
(ii) Other financial assets	6	13,300	13,300
Non current tax asset (net)	7	13,903	44,191
Deferred tax assets (net)	18	50,491	47,251
Other non-current assets	8	50,353	50,353
Total non-current assets		**1,734,163**	**1,566,237**
(2) Current assets			
Inventories	9	313,647	266,456
Biological assets other than bearer plants	10	15,867	5,257
Financial assets			
(i) Trade receivables	11	138,727	98,735
(ii) Cash and cash equivalents	12	9,364	95,416
(iii) Other bank balances	13	400	400
Other current assets	14	92,711	69,827
Total current assets		**570,716**	**536,091**
Total assets		**2,304,879**	**2,102,328**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	39,277	39,277
Other equity	16	359,942	461,314
Total equity		**399,219**	**500,591**
Liabilities			
(1) Non-current liabilities			
Provisions	17	136,910	123,126
Total non-current liabilities		**136,910**	**123,126**
(2) Current liabilities			
Financial liabilities			
(i) Borrowings	19	505,059	217,250
(ii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	20	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		453,682	403,649
(iii) Other financial liabilities	21	689,284	730,540
Other current liabilities	22	13,699	9,866
Provisions	23	80,996	90,720
Current tax liabilities (net)	24	26,029	26,587
Total current liabilities		**1,768,750**	**1,478,612**
Total liabilities		**1,905,660**	**1,601,738**
Total equity and liabilities		**2,304,879**	**2,102,328**

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42
The notes referred to above form an integral part of the Financial Statements.

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

RAJVINDER SINGH
Digitally signed by RAJVINDER SINGH
Date: 2024.07.12 15:49:09 +05'30'

For and on behalf of the Board of Directors

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

S GUHA & ASSOCIATES KOLKATA Chartered Accountants

DHELAKHAT TEA CO. LTD.

S. Chakrabortti
Director
(DIN:07090308)

Rajvinder Singh
Director
(DIN: 06931916)

Sunny Jalan
(Company Secretary)

Deepak Kumar Singh
(CFO)

Date: 27th May, 2024

Dhelakhat Tea Company Limited

Statement of Profit and Loss for the period ended 31st March 2024

Rs in Hundreds

Particulars		31-Mar-24	31-Mar-23
Income			
Revenue from operations	25	2,099,443	2,563,517
Other income	26	153,729	78,627
Total income		**2,253,172**	**2,642,144**
Expenses			
Cost of materials consumed	27	228,985	266,894
Changes in inventories of finished goods	28	(51,858)	21,300
Change in carrying amount of biological assets other than bearer plant (gain/(loss)	29	(10,610)	5,109
Employee benefits expense	30	1,722,471	1,710,200
Finance costs	31	5,953	2,802
Depreciation expense	3	39,740	39,279
Other expenses	32	385,283	386,235
Total expenses		**2,319,962**	**2,431,819**
Profit before tax		**(66,791)**	**210,325**
Tax expense:			
- Current tax	33	-	15,138
- Deferred tax	33	4,687	8,053
Total tax expenses		4,687	23,191
Profit for the year		(71,479)	187,134
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	36	(37,823)	(55,630)
Income tax relating to these items	33	7,927	15,854
Other comprehensive income for the year, net of tax		(29,896)	(39,775)
Total comprehensive income for the year		(101,373)	147,359
Basic and Diluted (Nominal value per Share Rs.10)	34	-18.20	47.64

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42
The notes referred to above form an integral part of the Financial Statements.

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

Date: 27th May, 2024

S. GUHA & ASSOCIATES ★ KOLKATA ★ Chartered Accountants

For and on behalf of the Board of Directors

S. Chakrabortti
Director
(DIN:07090308)

Rajvinder Singh
Director
(DIN: 06931916)

Sunny Jalan
(Company Secretary)

Deepak Kumar Singh
(CFO)

Dhelakhat Tea Company Limited

Statement of changes in equity for the year ended 31 March 2024

Rs in Hundreds

A. Equity share capital

Description	Note	Amount
As at 31 March 2022	15	39,277
Changes in equity share capital		-
As at 31 March 2023		39,277

Description	Note	Amount
As at 31 March 2023	15	39,277
Changes in equity share capital		-
As at 31 March 2024		39,277

B. Other equity

Description	Note	Reserve and surplus			Total other equity
		Capital reserve	General reserve	Retained earnings	
Balance at 01 April 2022	16	256	467,964	(154,265)	313,955
Profit for the year		-	-	187,134	187,134
Other comprehensive income for the year		-	-	(39,775)	(39,775)
Total comprehensive income for the year		-	-	147,359	147,360
Transfer within equity					-
Balance at 31 March 2023	16	256	467,964	(6,906)	461,315
Balance at 01 April 2023	16	256	467,964	(6,906)	461,315
Profit for the year		-	-	(71,479)	(71,479)
Other comprehensive income for the year		-	-	(29,896)	(29,896)
Total comprehensive income for the year		-	-	(101,374)	(101,374)
Transfer within equity		-	-	-	-
Balance at 31 March 2024	16	256	467,964	(108,280)	359,942

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42

The notes referred to above form an integral part of the Financial Statements.

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

Date: 27th May, 2024

S. GUHA & ASSOCIATES * KOLKATA * Chartered Accountants

For and on behalf of the Board of Directors

Supaena Chakrabarti

S. Chakrabortti
Director
(DIN:07090308)

Rajvinder Singh
Director
(DIN: 06931916)

Sunny Jalan
(Company Secretary)

Deepak Kuamr Singh
(CFO)

DHELAKHAT TEA CO LIMITED

Statement of changes in equity for the year ended 31 March 2024

Rs in Hundreds

	Particulars	31-Mar-24	31-Mar-23
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Net Profit/ (Loss) before taxation	(126,581)	210,326
	Adjustments for:		
	Depreciation	39,740	39,279
	Net gain on financial assets measured at FVTPL	(2,699)	(7,393)
	Gain on sale of assets		
	Finance costs	5,953	2,802
	Irrecoverable Receivables written off	-	-
	OPERATING PROFIT / (LOSS) BEFORE WORKING CAPITAL CHANGES	(83,588)	245,014
	Adjustments for:		
	Non-Current/Current financial and other assets	(59,052)	54,351
	Inventories	(47,191)	7,713
	Non-Current/Current financial and other liabilities/provisions	53,937	4,527
	CASH USED IN OPERATING ACTIVITIES	(135,893)	311,604
	Direct Taxes Paid (Net of Refund)	-	-
	NET CASH USED IN OPERATING ACTIVITIES	(135,893)	311,604
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Property, plant and equipment& CWIP	(232,014)	(58,375)
	Sale of Assets		
	NET CASH GENERATED FROM INVESTING ACTIVITIES	(232,014)	(58,375)
C.	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Proceeds from Financial borrowings	287,809	(172,688)
	Interest paid	(5,953)	(2,802)
	NET CASH USED IN FINANCING ACTIVITIES	281,856	(175,491)
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(86,051)	77,737
	CASH AND CASH EQUIVALENTS OPENING BALANCE	95,416	17,678
	CASH AND CASH EQUIVALENTS CLOSING BALANCE	9,365	95,416

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42

The notes referred to above form an integral part of the Financial Statements.

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

Date: 27th May, 2024

For and on behalf of the Board of Directors

S. Chakrabortti
Director
(DIN:07090308)

Rajvinder Singh
Director
(DIN: 06931916)

Sunny Jalan
(Company Secretary)

Deepak Kumar Singh
(CFO)

x) The Company has not received any fund from any person(s) or entity(is), 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.

xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42

The notes referred to above form an integral part of the Financial Statements.

In terms of our attached Report of even date

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

Date: 27th May, 2024

S. GUHA & ASSOCIATES * KOLKATA * Chartered Accountants

For and on behalf of the Board of Directors

S. Chakrabortti
Director
(DIN:07090308)

Ravinder Singh
Director
(DIN: 06931916)

Priyarup Mukherjee
(Company Secretary)

Deepak Kumar Singh
(CFO)

Dhelakhat Tea Company Limited
Notes to Financial Statements for the year ended 31st March 2024

1 General Information

Dhelakhat Tea Company Limited is a Company incorporated under the Companies Act, 2013. The Company's shares are listed on the Calcutta Stock Exchange. The Company is engaged in harvesting, manufacturing and selling of tea.

The financial statements as at 31 March 2023 present the current financial position of the Company.
The functional and presentation currency of the Company is Indian Rupee ("INR") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended 31 March 2023 were approved by the Board of Directors and authorised for issue on 30th May, 2023.

2.0 Material accounting policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

2.1 Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2016.

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

2.2 Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:
a) certain financial assets and liabilities that is measured at fair value;
b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell.

2.3 Use of estimates and critical accounting judgments

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of property, plant and equipment, intangible assets, impairment of property, plant and equipment, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.4 Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.
The Company,s tea bushes qualify as bearer plants under the defination in Ind AS 41 and are therefore accounted for as a part of property, plant and equipment.

S.GUHA & ASSOCIATES KOLKATA Chartered Accountants

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs, if any, during the period of construction is capitalised as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

2.5 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.

2.6 Depreciation methods, estimated useful lives and residual value of property, plant and equipment

Depreciation, other than bearer plant, is calculated using written down value method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation.

Bearer plants are depreciated using straight line method from the date when they are ready for commercial harvest.

The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:

Categories of assets	Useful life (in years)
Plant and Machinery	15
Furniture & Fixture	10
Building	60
Bearer plants	79
Vehicles	8 - 10
Software	5

2.7 Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.8 Leases

Leases are classified as finance lease where the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

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2.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

Other bank balances

Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage or having maturities of more than three months from the date of such deposits.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

Financial assets measured at fair value through profit or loss

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

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(b) Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities such as trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Borrowings

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.10 Employee benefits

(a) Post employment obligations

Defined contribution plans

The Company makes contributions to government administered provident fund scheme, employee state insurance scheme and pension fund scheme for the employees. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans - Gratuity

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets, if any. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(b) Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.11 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government Grant that are receivable as a compensation for expenses or losses incurred for the purpose of giving immediate financial support with no future related cost are recognised in statement of Profit and loss in the year it is received.

Tea Plantation Subsidy and other subsidies is accounted for on acceptance from the concerned authorities.

2.12 Provisions

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

Constructive obligation is an obligation that derives from an entity's actions where:
(a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities and

(b) As a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

2.13 Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

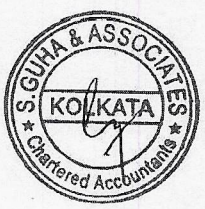
Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity 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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.



2.14 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

Sale of goods
Revenue from the sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognized if there are significant uncertainties regarding recovery of the amount due, associated costs or the possible return of goods.

2.15 Income recognition

a) Interest income
Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

b) Dividend income
Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

2.16 Inventories

Raw materials including harvested tea leaves, produced from own gardens are measured at lower of cost and net realisable value. Cost being the fair value less cost to sell at the point of harvest of tea leaves.

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost 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.

2.17 Research and development

Revenue expenditure on research and development is recognised as a charge in the Statement Profit and Loss. Capital expenditure on assets acquired for research and development is added to Property, plant and equipment, if any.

2.18 Earnings per share

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity share holders, by the weighted average numbers of equity shares outstanding during the year.
For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.19 Contingent Liabilities

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent and disclosed by way of notes to the accounts.

2.20 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundreds as per the requirements of Schedule III, unless stated otherwise.

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Note 3: Property, plant and equipment

Description	Gross carrying amount				Accumulated depreciation				Net carrying value	
	As at 01 April 2022	Addition/ Adjustments	Deductions/ Adjustments	Closing as at 31 March 2023	As at 01 April 2022	Charge during the year	Deductions/ Adjustments	Closing as at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Land - leasehold	1			1	1			1	-	-
Bearer plant	1,218,089	62,116	-	1,280,205	81,140	19,907	-	101,047	1,179,158	1,136,948
Buildings	46,133	-	-	46,133	18,862	1,483	-	20,345	25,788	27,271
Plant & Machinery	110,788	-	-	110,788	72,420	6,803	-	79,223	31,565	38,368
Furniture & Fixture	1,202	-	-	1,202	822	98	-	921	281	379
Motor Vehicles	16,454	-	-	16,454	12,830	1,103	-	13,933	2,522	3,625
Plant & Machinery Spares	15,005	9,703	-	24,708	9,055	9,885	-	18,940	5,768	5,950
Computers	431	-	-	431	373	-	-	373	58	58
Total	1,408,102	71,820	-	1,479,921	195,503	39,279	-	234,781	1,245,139	1,212,598

Description	Gross carrying amount				Accumulated depreciation				Net carrying value	
	As at 01 April 2023	Addition/ Adjustments	Deductions/ Adjustments	Closing as at 31 March 2024	As at 01 April 2023	Charge during the year	Deductions/ Adjustments	Closing as at 31 March 2024	As at 31 March 2024	As at 31 March 2023
and - leasehold	1			1	1	-		1	-	-
earer plant	1,280,205	189,901	-	1,470,106	101,047	22,878	-	123,925	1,346,181	1,179,158
uildings	46,133	2,490	-	48,623	20,345	1,523	-	21,868	26,755	25,788
lant & Machinery	110,788	6,474	-	117,262	79,223	8,011	-	87,233	30,028	31,565
urniture & Fixture	1,202	-	-	1,202	921	73	-	993	208	281
otor Vehicles	16,454	4,050	-	20,504	13,933	1,268	-	15,201	5,304	2,522
ant & Machinery Spares	24,708	2,304	-	27,012	18,940	5,349	-	24,290	2,723	5,768
mputers	431	2,167	-	2,598	373	638	-	1,011	1,587	58
otal	1,479,922	207,386	-	1,687,308	234,782	39,740	-	274,522	1,412,786	1,245,139

Note 4: Capital work-in-progress

Description	As at 01 April 2022	Addition	Deductions /Adjustments	Closing as at 31 March 2023
Bearer plant - young trees	65,454	48,672	(62,116)	52,010
Total	65,454	48,672	(62,116)	52,010

Description	As at 01 April 2023	Addition	Deductions /Adjustments	Closing as at 31 March 2024
Bearer plant - young trees	52,010	76,639	(52,009)	76,639
Total	52,010	76,639	(52,009)	76,639

As at March 31, 2024

Particulars	Amount of 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:				
Young Tree	76,639	-	-	-
Total	76,639	-	-	-

As at March 31, 2023

Particulars	Amount of 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:				
Young Tree	48,672		-	-
Total	48,672	-	-	-

(1)

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Note 5: Investments - Non current	31-Mar-24	31-Mar-23
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Quoted		
10,606 (31 March 2023: 10,606) equity shares of Rs.100 each fully paid-up in Jardine Henderson Limited	116,641	113,942
(ii) Unquoted		
500 (31 March 2023: 500) equity shares of Rs.10 each fully paid-up in ABC Tea Workers' Welfare Services (formerly Assam Bengal Cereals (Ltd.)	50	50
Total non-current investment	**116,691**	**113,992**
(a) Aggregate carrying amount of quoted investments	116,641	113,942
(b) Aggregate market value of quoted investments	116,641	113,942
(c) Aggregate amount of unquoted investments	50	50

Note 6: Other financial assets - non current	31-Mar-24	31-Mar-23
Security deposits	13,300	13,300
Total	**13,300**	**13,300**

Note 7: Non current tax asset (net)	31-Mar-24	31-Mar-23
Advance income tax	13,903	44,191
Total	**13,903**	**44,191**

Note 8: Other non current assets	31-Mar-24	31-Mar-23
Advances others	50,353	50,353
Total	**50,353**	**50,353**

Note 9: Inventories	31-Mar-24	31-Mar-23
Inventories (valued at lower of cost and net realizable value)	274,156	222,298
Stores and spares	39,491	44,158
Total	**313,647**	**266,456**

Note 10: Biological assets other than bearer plants	31-Mar-24	31-Mar-23
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	15,867	5,257
Total	**15,867**	**5,257**

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Reconciliation of changes in the carrying amount of biological assets	31-Mar-24	31-Mar-23
Opening balance	5,257	374,700
Gain/ (loss) arising from changes in fair value less costs to sell	-	-
Decreases due to harvest during the year	(5,257)	(374,700)
Increases due to purchases/ flushing during the year	15,867	5,257
Closing balance	**15,867**	**5,257**

Note 11: Trade receivables	31-Mar-24	31-Mar-23
Unsecured, considered good	138,727	98,735
Total	**138,727**	**98,735**

Refer note 37 for risk relating to trade receivables

Note 12: Cash and cash equivalents	31-Mar-24	31-Mar-23
Cash in hand	662	217
Balance with banks in current account	8,702	95,199
Total	**9,364**	**95,416**

Note 13: Other bank balances	31-Mar-24	31-Mar-23
Balance with banks - unpaid dividend account*	400	400
Total	**400**	**400**

Note 14: Other current assets	31-Mar-24	31-Mar-23
Advance against supply of goods or services	33,058	27,914
Advance to others	46,202	36,026
Balances with excise and other government authorities	13,451	5,887
Total	**92,711**	**69,827**

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Note 15: Equity share capital	31-Mar-24	31-Mar-23
Authorized equity share capital 500,000 (31 March, 2023: 500,000) equity shares of Rs.10/- each	50,000	50,000
Issued, subscribed and fully paid-up equity share capital 392,770 (31 March, 2023: 392,770) equity shares of Rs.10 each fully paid up	39,277	39,277
	39,277	39,277

(i) Movement in equity share capital

Particulars	31-Mar-24		31-Mar-23	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	392,770	39,277	392,770	39,277
Issued during the year				
Outstanding at the end of the year	**392,770**	**39,277**	**392,770**	**39,277**

(ii) Terms / rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5 % shares in the company

Particulars	31-Mar-24		31-Mar-23	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs. 10 each fully paid-up				
1. Rydak Syndicate Ltd.	62,924	16.02%	62,924	16.02%
2. Kant & Co. Ltd.	60,407	15.38%	60,407	15.38%
3. Sripadam Investments Ltd.	54,248	13.81%	54,248	13.81%
4. National Insurance Co. Ltd.	39,030	9.94%	39,030	9.94%

(iv) During the period of 5 years immediately preceeding the balance sheet date, no shares were issued for consideration other than cash. Also, no bonus shares were issued and no shares were bought back by the company during the said period.

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Note 16: Other equity	31-Mar-24	31-Mar-23
Reserves and surplus		
a) Capital reserve	256	256
b) General reserve	467,966	467,964
c) Retained earnings	(108,280)	(6,906)
Total reserves and surplus	**359,942**	**461,314**

Note 16(a): Other equity	31-Mar-24	31-Mar-23
Reserves and surplus		
a) Capital reserve		
Opening balance	256	256
Closing balance	**256**	**256**
b) General reserve		
Opening balance	467,964	467,964
Amount transferred from retained earnings	-	-
Closing balance	**467,964**	**467,964**
c) Retained earnings		
Opening balance	(6,906)	(154,265)
Net profit/ (loss) for the year	(71,479)	187,134
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	(29,896)	(39,775)
Closing balance	**(108,280)**	**(6,906)**
Total reserves and surplus	**359,940**	**461,314**

Nature and purpose of other reserves

General reserve

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Note 17: Provisions - Non current	31-Mar-24	31-Mar-23
Provision for employee benefits		
Provision for gratuity (Refer note 38)	136,910	123,126
Total	**136,910**	**123,126**

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Note 18: Deferred tax liabilities (net)	31-Mar-24	31-Mar-23
Deferred tax liability		
Property, plant and equipment	-	-
MAT credit entitlement	-	-
Investments	21,114	20,707
Others	-	-
Gross deferred tax liability	21,114	20,707
Deferred tax asset		
Property, plant and equipment	6,279	6,433
Expenses allowable on payment basis	60,686	59,529
Provisions	-	-
Biological asset other than bearer plant and inventories	4,640	249
Others	-	1,747
Gross deferred tax assets	71,605	67,958
Net deferred tax liabilities/(asset)	(50,491)	(47,251)

Note 19: Borrowings - Current	31-Mar-24	31-Mar-23
Loans repayable on demand		
Unsecured		
Inter-corporate deposit	217,250	217,250
Secured		
Cash credit from banks (secured)	287,809	-
Total	505,059	217,250

Cash credit from banks are secured against first charge on the entire current assets of the Company and are repayable on demand.The above loans carry interest @ 11.15% p.a. (31 March 2023 :@ 10.00% p.a)

Note 20: Trade payables	31-Mar-24	31-Mar-23
Trade payables (Refer note 39)	453,682	403,649
Total	453,682	403,649

Note 21: Other financial liabilities - Current	31-Mar-24	31-Mar-23
Unpaid dividend	400	400
Others payables	688,884	730,140
Total	689,284	730,540

Note 22: Other Current Liabilities	31-Mar-24	31-Mar-23
Statutory dues payable	13,699	9,866
Total	13,699	9,866

Note 23: Provisions - current	31-Mar-24	31-Mar-23
Provision for employee benefits		
Provision for gratuity (Refer note 38)	76,023	85,747
Provision for compensated absences	4,973	4,973
Total	80,996	90,720

Note 24: Current tax liability (net)	31-Mar-24	31-Mar-23
Provision for tax	26,029	26,587
Total	26,029	26,587

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Note 25: Revenue from operation	31-Mar-24	31-Mar-23
Sale of goods:		
Manufactured goods (Sale of Tea)	2,099,443	2,563,517
Total	2,099,443	2,563,517

Note 26: Other income	31-Mar-24	31-Mar-23
Dividend income on equity investments measured at FVTPL	477	955
Sale of tea waste	11,440	20,711
Government grant	129,301	-
Sundry receipt	9,813	49,568
Change in fair value of financial Asset measured at FVTPL	2,698	7,393
Total	153,729	78,627

Note 27: Cost of materials consumed	31-Mar-24	31-Mar-23
Inventory at the beginning of the year	44,163	42,719
Add: Purchases	224,313	268,338
Less: Inventory at the end of the year	(39,491)	(44,163)
Total	228,985	266,894

Note 28: Changes in inventories of finished goods	31-Mar-24	31-Mar-23
Opening Stock of Tea	222,298	243,598
Closing Stock of Tea	274,156	222,298
(Increase)/Decrease	(51,858)	21,300

Note : Employee benefit expense	31-Mar-24	31-Mar-23
Salaries, Wages & Bonus	1,440,566	1,481,704
Contribution to Provident and other funds	134,236	128,076
Gratuity expense	31,422	30,343
Workmen and Staff Welfare	116,247	70,077
Total	1,722,471	1,710,200

Note 31: Finance costs	31-Mar-24	31-Mar-23
Interest and finance charges on financial liabilities not at fair value through profit or loss	16,118	2,802
Less: Borrowing cost capitalisation	(10,165)	-
Total	5,953	2,802

Note 32: Other expenses	31-Mar-24	31-Mar-23
Power and Fuel	239,311	228,555
Repairs to Buildings	1,096	692
Repairs to Machinery	3,661	4,338
Insurance	1,891	3,112
Rates & Taxes	3,325	4,848
Cess on Green Leaf	-	-
Brokerage and Commission on Tea	20,823	25,781
Freight and Transit Charges	52,325	51,531
Cultiivation Expenses	715	5,136
Directors sitting fees	1,450	1,530
Auditors' remunearation:		
Statutory Audit fees	1,450	1,450
Tax Audit fees	-	350
Other Services	-	363
Miscellaneous Expenses	59,236	58,549
Total	385,283	386,235

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Dhelakhat Tea Company Limited
Notes to Financial Statements for the period ended 31st March 2024

Note 33: Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised in profit or loss or other comprehenive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31-Mar-24	31-Mar-23
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	-	15,138
Total current tax expense	-	15,138
Deferred tax		
Decrease (increase) in deferred tax assets	(4,703)	(21,649)
(Decrease) increase in deferred tax liabilities	(3,098)	(2,564)
Total deferred tax expense/(benefit)	(7,801)	(24,212)
Income tax expense	(7,801)	(24,212)

Particulars	31-Mar-24	31-Mar-23
Current tax expense recognised in profit or loss		
Current tax on profits for the year		
Profit and loss	-	-
Total current tax expense (A)	-	-
Deferred tax expense recognised in profit or loss		
Deferred taxes	(4,687)	8,053
Total deferred tax expense recognised in profit or loss (B)	(4,687)	8,053
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(7,927)	15,854
Total deferred tax expense recognised in Other comprehensive income (C)	(7,927)	15,854
Total deferred tax for the year (B+C)	(12,614)	23,908
Total income tax expense recognised in profit or loss (A+B)	(4,687)	8,053
Total income tax expense recognised in Other comprehensive income (C)	(7,927)	15,854
Total income tax expense (A+B+C)	(12,614)	23,908

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Dhelakhat Tea Company Limited
Notes to Financial Statements for the period ended 31st March 2024

Note: 34 Earnings per share

Particulars	31 March 2024	31 March 2023
(a) Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share **(INR hundreds)**	(71,479)	187,134
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share **(in numbers)**	392,770	392,770
(c) Nominal value of Equity Share (in Rs.)	10	10
(d) Basic and diluted earnings per share (INR)	-18.20	47.64

Dhelakhat Tea Company Limited
Notes to Financial Statements for the period ended 31st March 2024

Note 35: Capital management
(a) Risk management
The Company's objectives when managing capital are to:
• safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
• maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The amount mentioned under total equity in balance sheet is considered as Capital.

(b) Dividends paid and proposed

Particulars	31 March 2024	31 March 2023
(i) Equity shares		
Final dividend for the year ended 31 March, 2023 - Nil (31 March, 2022 - Nil) per fully paid share	-	-
Dividend Distribution Tax	-	-

Dhelakhat Tea Company Limited
Notes to Financial Statements for the period ended 31st March 2024

Note 36: Fair value measurements
Financial instruments by category

Particulars	31 March 2024			31 March 2023		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Investments in equity instruments	116,691			113,992	-	-
Trade receivables			-	-	-	98,735
Cah and cash equivalents			138,727	-	-	95,416
Other bank balances			9,364	-	-	400
Other financial assets			400	-	-	13,300
Total financial assets	116,691		13,300	113,992	-	207,851
			161,791			
Financial liabilities						
Borrowings					-	217,250
Trade payable			505,059		-	403,649
Other financial liabilities			453,682		-	730,540
Total financial liabilities	-	-	689,284	-	-	1,351,439
			1,648,025			

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Note 36: Fair value measurements (continued)

(i) Fair value hierarchy

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 and (b) measured at amortised cost and for which fair values 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 accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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 instrument is included in level 3. Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilites of the Company is classified as Level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

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Note:

a) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2024 and March 31, 2023

b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the financial instruments is determined using discounted cash flow analysis.

The carrying amounts of remaining financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for financial instruments were calculated based on cash flows discounted using current borrowing rate . They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Fair value of biological assets other than bearer plants

Particulars	31-Mar-24	31-Mar-23
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	15,867	5,257

Note: The fair value of biological assets other than bearer plants are to considered as Level 2 fair values

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Note 37: Financial Risk Management

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets measured at amortised cost.	Aging analysis Credit ratings	Diversification of bank deposits and credit limits, quality customer selection
Liquidity risk	Financial liabilities that are settled by delivering cash or another financial asset.	Cash flow forecasts	Projecting cash flows and considering the level of liquid assets necessary to meet the liabilities
Market risk – *a) security prices*	Investments in equity securities	Sensitivity analysis	Portfolio diversification

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial guranatees.

i) Trade receivables

Customer credit risk is managed by the Company through established policy and procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally carrying 45 to 90 days credit terms. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. The Company's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables as at 31 March 2023 , 31 March 2023. The ageing of trade receivables as of balance sheet date is given below. The age analysis have been considered from the due date:

	As at March 31, 2024					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	138,727	-	-	-	-	138,727
Undisputed – Credit Impaired	-	-	-	-	4,344,003	4,344,003
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	138,727	-	-	-	4,344,003	4,482,730
Less: Allowance for Credit Loss						(4,344,003)
Total trade receivables	138,727					138,727

	As at March 31, 2023					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	98,735	-	-	-	-	98,735
Undisputed – Credit Impaired	-	-	-	-	4,344,003	4,344,003
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	98,735	-	-	-	4,344,003	4,442,738
Less: Allowance for Credit Loss					(4,344,003)	(4,344,003)
Total trade receivables	98,735					98,735

The requirement for impairment is analysed at each reporting date. Refer note 11 for details on the impairment of trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 36. The Company does not hold collateral as security.

ii) Financial instruments and deposits

Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments and cash and cash equivalents held by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 96,42,554 as at 31 March 2022, Rs. 94,06,389 as at 31 March 2021, being the total of the carrying amount of trade receivables and other financial assets.

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Note 37: Financial Risk Management (continued)

(B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

(i) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

- all financial liabilities

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.

Contractual Maturities of Financial Liabilities 31 March 2024	Less than 1 year	1 - 3 years	Total
Borrowings	505,059		505,059
Trade payable	453,682		453,682
Other financial liabilities	689,284		689,284
Total financial liabilities	**1,648,025**	**-**	**1,648,025**

Contractual maturities of financial liabilities 31 March 2023	Less than 1 year	1 - 3 years	Total
Borrowings	217,250		217,250
Trade payable	403,649		403,649
Other financial liabilities	730,540		730,540
Total financial liabilities	**1,351,439**	**-**	**1,351,439**

(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's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

(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. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

(iii) Price risk

(a) Exposure

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

The company's exposure to equity securities price risk arises from investments held by the company in equity securities and classified in the balance sheet as at fair value through profit and loss account.

(b) Sensitivity

The table below summarises the impact of increases/decreases of the prices of respective securities on company's equity and profit before tax for the period. The analysis is based on the assumption that the price of the respective securities had increased by 5% or decreased by 5% with all other variables held constant:

Particulars	Impact on profit before tax		Impact on other component of equity	
	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
Increase by 5% (2023: 5%)*	5,835	5,700	4,172	4,075
Decrease by 5% (2023: 5%)*	(5,835)	(5,700)	(4,172)	(4,075)

** Holding all other variables constant*

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Note : 38 Employee benefit obligations

(i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are recognised in the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Provident fund for the year aggregates to Rs. 30,34,266 (2021-22: Rs. 34,47,448).

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic (including dearness allowance) salary per month computed proportionately for 15 days (reckoning 26 days for a month) salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

Based on actuarial valuation, a provision is recognised in full for the projected obligation over and above the funds held in scheme.

(iii) Balance sheet recognition

a) Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2022	207,195	13,167	199,542
Current service cost	15,538	-	15,538
Interest expense/(income)	15,918	1,112	14,805
Total amount recognised in profit or loss	31,455	1,112	30,343
Remeasurements			
Return on plan assets, excluding amounts included in interest	-	89	(89)
Actuarial (gain)/loss from change in financial assumptions	(3,340)	-	(3,340)
Actuarial (gain)/loss from unexpected experience	59,059	-	59,059
Total amount recognised in other comprehensive	55,719	89	55,630
Employer contributions/ premium paid	-	(76,641)	(76,641)
Benefit payments	(71,641)	71,641	-
31 March 2023	222,728	9,369	208,873

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2023	222,728	9,369	208,873
Current service cost	15,401	-	15,401
Interest expense/(income)	17,435	1,413	16,022
Total amount recognised in profit or loss	32,836	1,413	31,422
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	1,960	(1,960)
Actuarial (gain)/loss from change in financial assumptions	1,922	-	1,922
Actuarial (gain)/loss from unexpected experience	37,860	-	37,860
Total amount recognised in other comprehensive	39,782	1,960	37,822
Employer contributions/ premium paid	-	(65,184)	(65,184)
Benefit payments	(65,184)	65,184	-
31 March 2024	230,161	12,741	212,933

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31 March 2024	31 March 2023
Discount rate	-	-
Salary growth rate	-	-
Mortality rate	IALM (2012-14) Table	IALM (2012-14) Table
Disability Rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	1% to 8%	1% to 8%
Retirement Age	58	58 Years
Average Future Service	16.58	16.91

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(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation			
	31 March 2024		31 March 2023	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(17,651)	21,239	(17,479)	21,060
Salary growth rate (-/+ 1%)	21,806	(18,435)	22,900	(19,339)
Withdrawal rate (-/+ 1%)	5,955	(5,323)	6,213	(5,635)

The above sensitivity analysis 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 while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitvity analysis did not change compared to the prior period.

(vi) The major categories of plan assets

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

(vii) Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk:

The defined benefit plans are funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies.
The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Interest risk:
A decrease in the interest rate on plan assets will increase the plan liability.

Life expectancy:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk
The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

(viii) Defined benefit liability and employer contributions
Expected contributions to post-employment benefit plans for the next year ending 31 March, 2023 would be Rs. 31,14,206

The weighted average duration of the defined benefit obligation is 6.86 years (31 March, 2022 – 4.67 years). The expected maturity analysis of undiscounted gratuity benefits is as follows:

	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years
31 March, 2024				
Defined benefit obligation (gratuity)	14,816	5,431	24,595	68,939
Total	**14,816**	**5,431**	**24,595**	**68,939**
31 March, 2023				
Defined benefit obligation (gratuity)	14,950	-	24,161	126,588
Total	**14,950**	**-**	**24,161**	**126,588**

(ix) Compensated absences
Compensated absences cover the Company's liability for sick and earned leave. As the Company does not have an unconditional right to defer the payment beyond 12 months the entire amount has been treated as current.

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Note : 39 Trade Payables

(ii) Ageing schedule of trade payable is as below:

As at March 31, 2024					
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	-	-		-	-
Undisputed dues - others	99,369	34,223	82,591	237,499	453,682
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	99,369	34,223	82,591	237,499	453,682
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	99,369	34,223	82,591	237,499	453,682

As at March 31, 2023					
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	0	-		-	0
Undisputed dues - others	130,927	-	272,722	-	403,649
Disputed dues - MSME	-	-		-	
Disputed dues - others	-	-		-	
Trade payables due	130,927	-	272,722	-	403,649
Trade payables not due	-	-			
Unbilled trade payables	-	-			
Total trade payables	130,927	-	272,722	-	403,649

Note : 40 Ratios

The following are analytical ratios for the year ended March 31, 2024 and *March 31, 2023*

Particulars	Numerator	Denominator	31-Mar-24	31-Mar-23	Variance
Current Ratio	Current assets	Current liabilities	0.15	0.36	-59.91%
Debt- Equity Ratio1	Total Debts	Shareholders Equity	1.27	0.43	191.51%
Debt-Service Coverage Ratio2	Earnings Available for Debt Service	Debt Service	-10.22	76.05	-113.44%
Return on Equity (ROE)	Net Profits after taxes	Average Shareholders Fund	-15.89%	5.81%	-21.70%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	17.68	20.73	-14.70%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	-4.33	0.56	-873.34%
Trade payables turnover ratio	Purchases of services and Goods	Other expenses Average Trade Payables	0.52	0.48	9.02%
Net capital turnover ratio	Revenue	Working Capital	-1.39	-2.72	-48.94%
Net profit ratio	Net Profit	Revenue	-3.40%	7.30%	-10.70%
Return on capital employed (ROCE)	Earning before interest and Taxes	Capital Employed[4]	-6.73%	29.69%	-36.42%
Return on Investment(ROI)					
Quoted	Income generated from investments	Time weighted average investments	0%	0%	
Unquoted	Income generated from investments	Time weighted average investments	0%	0%	

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x) The Company has not received any fund from any person(s) or entity(is), 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.

xi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

xii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42
The notes referred to above form an integral part of the Financial Statements.
In terms of our attached Report of even date

For S Guha & Associates
Chartered Accountants
Firm's Registration Number: 322493E

For and on behalf of the Board of Directors

Mohammed Irfan Alam
Partner
Membership Number: 309255
Place: Kolkata

Date: 27th May, 2024

S. GUHA & ASSOCIATES KOLKATA Chartered Accountants

S. Chakrabortti
Director
(DIN:07090308)

Rajvinder Singh
Director
(DIN: 06931916)

Sunny Jalan
(Company Secretary)

Deepak Kumar Singh
(CFO)

RAJVINDER SINGH
Digitally signed by RAJVINDER SINGH
Date: 2024.07.12 15:49:43 +05'30'

DHELAKHAT TEA CO. LTD.