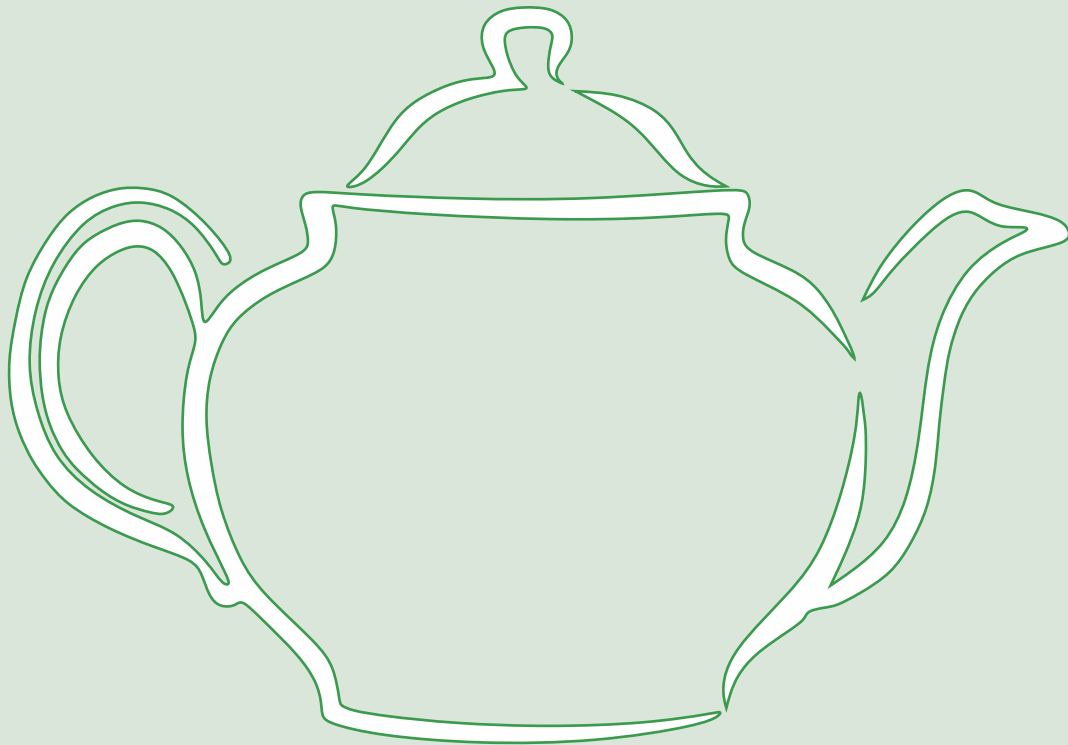


122ND ANNUAL REPORT



RYDAK SYNDICATE LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2020

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rajvinder Singh	Whole Time Director
Mr. Subir Das	Non-Executive Independent Director
Ms. S. Charkrabortti	Non-Executive Independent Director
Dr. G.D. Gautama	Non-Executive Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Vishnu Sharma	Chief Financial Officer
Mr. Aditya Gupta	Company Secretary

REGISTERED OFFICE

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

CIN

L65993WB1900PLC001417

BANKER

Axis Bank Limited
Kotak Mahindra Bank Limited

STATUTORY AUDITORS

M.C. Das & Co.

Chartered Accountants
53, College Street, 1st Floor,
Kolkata – 700 073

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 : nitechpl@nitechpl.com
Website : www.nitechpl.com

Contents

Notice	2
Directors' Report	12
Independent Auditor's Report	36
Balance Sheet	42
Statement of Profit & Loss	43
Statement of changes in equity	44
Cash Flow Statement	45
Notes to Financial Statements	46
Consolidated Accounts	68

Notice of the 122ND Annual General Meeting

To,
The Members of
RYDAK SYNDICATE LIMITED

Notice is hereby given that the 122nd Annual General Meeting ('AGM') of Rydak Syndicate Limited will be held on Thursday, September 24, 2020 at 12:00 noon through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the reports of the Board of Directors and the Auditors' thereon.
2. To declare final Dividend of Rs. 0.75 (Seventy Five paise) per equity shares, for the Financial Year ended 31st March, 2020.

SPECIAL BUSINESS:

3. **Re-appointment of Ms. Suparna Chakrabortti (DIN: 07090308) as an Independent Director of the Company for a term of five years**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Ms. Suparna Chakrabortti (DIN: 07090308), who was appointed as an Independent Director of the Company for a term of five years w.e.f 31st March, 2015, by the members at the 117th Annual General Meeting, in terms of Section 149 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for a second term of five years commencing from 1st April, 2020 up to 31st March, 2025, not liable to retire by rotation."

"**RESOLVED FURTHER THAT**, the Directors of the Company and the Company Secretary, be and are hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto."

4. **Appointment of Dr. Gyan Dutt Gautama (DIN: 08243156) as an Independent Director for a term of Five Years**

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

"**RESOLVED THAT**, pursuant to the recommendation of Nomination & Remuneration Committee and pursuant to the provisions of sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), rules framed there under read with Schedule IV and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Gyan Dutt Gautama (DIN: 08243156), who was appointed as an Additional Director of the Company with effect from November 07, 2019, by the Board of Directors in terms of Section 161(1) of the Act, read with the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Non-Executive Independent Director of the Company with effect from November 7, 2019, for a term of five consecutive years and shall not be liable to retire by rotation."

"**RESOLVED FURTHER THAT**, the Directors of the Company and the Company Secretary, be and are hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto."

5. **Ratification of remuneration of Cost Auditors**

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.1,20,000 and out of pocket expenses payable to M/s. Datta, Ghosh, Bhattacharya & Associates; Cost Accountants (FRN: 000089), 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 financial year 2019-2020.

"**RESOLVED FURTHER THAT** the Board 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."

6. **Revision in terms of remuneration of Mr. Rajvinder Singh (DIN:06931916) as a Whole Time Director**

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

"**RESOLVED THAT** pursuant to the recommendation of the Nomination & Remuneration Committee of the Company and pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and Rules made there

under, as amended from time to time read with Schedule V to the Companies Act and subject to the approval of the Central Government, if necessary, approval of the Members of the Company be and is hereby granted for revision in the terms of remuneration of Mr. Rajvinder Singh (DIN:06931916) a Whole Time Director of the Company with effect from 1st April, 2020 on the following terms & conditions:

PARTICULARS	AMOUNT
Basic Salary	Rs. 76000/- per month with increment of Rs. 5000/- every year
Helper Allowance	Rs. 30,000/- per month
Education Allowance	Rs. 30,000/- per month
Visiting Allowance	Rs. 40,000/- per month

PERQUISITES

Company provides rent free furnished accommodation with electricity and an allowance for flat maintenance, Car with Chauffeur, Telephone, Medical Benefit, Entertainment Allowance, Leave Fare Assistance and Ex-gratia as per Company's Policy.

RESOLVED FURTHER THAT the overall managerial remuneration payable to Mr. Rajvinder Singh shall be such amount as may be fixed by the Board from time to time on recommendation of Nomination & Remuneration Committee but not exceeding the limits specified in Schedule V of the Companies Act, 2013 as may be agreed to by the Board and Mr. Rajvinder Singh.

RESOLVED FURTHER THAT the Board of Directors of the Company or the Company Secretary 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. "

Registered Office:

4, Dr. Rajendra Prasad Sarani
Kolkata- 700001

CIN: L65993WB1900PLC001417

Phone: (033) 2230-4351

Fax: (033) 2230-7555

E-mail: rydaksyndicate.cs@gmail.com

Website: www.rydaksyndicate.com

Place: Kolkata

Date: July 30th, 2020

By Order of the Board of Directors
For **Rydak Syndicate Limited**

Aditya Gupta
Company Secretary

Notice (Contd.)

NOTES FORMING PART OF THE NOTICE TO MEMBERS:

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 to 6 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company at its meeting held on 30th July, 2020 considered that the special business under Item Nos. 3 to 6, being considered unavoidable, be transacted at the 122nd AGM of the Company.

A brief resume of the Directors as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other requisite information as per Clause 1.2.5 of Secretarial Standards-2 on General Meetings, relating to the Director seeking re- appointment are provided in Annexure to this Notice.

2. General instructions for accessing and participating in the 122nd AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting

- a. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 122nd 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 122nd 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.rydak syndicate.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 MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 122nd 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 122nd AGM through VC/OAVM Facility and e-Voting during the 122nd 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 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 122nd AGM through VC/OAVM Facility and e-Voting during the 122nd AGM.
- g. Attendance of the Members participating in the 122nd AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

3. 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.

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 rydak syndicate.cs@gmail.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 18th September, 2020 to 24th September, 2020 (both days inclusive).

Notice (Contd.)

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 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.

8. Communication

Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 122nd AGM and the Annual Report for the year 2020 including therein the Audited Financial Statements for year 2020, the same are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 122nd AGM and the Annual Report for the year 2020 and all other communication sent by the Company, from time to time, can get their email address 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, 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 rydakysyndicate.cs@gmail.com.
- b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

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 address 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.rydakysyndicate.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 rydakysyndicate.cs@gmail.com.

Notice (Contd.)

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 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 Agents, 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 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 instructions below to cast their vote through remote e-voting.

The voting period begins on Monday, September, 21, 2020 (9:00 a.m. IST) and ends on Wednesday, September, 23, 2020 (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 September 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

A. In case Member receives an e-mail from CDSL (for members whose-mail addresses are registered with the Company/ Depositories):

- 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.

Notice (Contd.)

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) <ul style="list-style-type: none"> 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. <ul style="list-style-type: none"> 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 mandatory 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.
- 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 rydak syndicate.cs@gmail.com and aklabhcs@gmail.com with a copy marked to helpdesk.evoting@cDSLindia.com without which the vote shall not be treated as valid.

Notice (Contd.)

B. 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 17th September, 2020. 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 31st July, 2020.
- 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. 17th September, 2020 are requested to send the written / email communication to the Company at rydak syndicate.cs@gmail.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 1800 200 5533.
- 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, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.
- vi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

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 voting at the AGM through Insta Poll) 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.rydak syndicate.com and on the website of CDSL viz www.evotingindia.com within two days of the passing of the resolutions at the 122nd Annual General Meeting on September 24, 2020 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. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting 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.
5. 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 id, mobile number at rydaksyndicate.cs@gmail.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 id, mobile number at rydak.cs@gmail.com. These queries will be replied to by the company suitably by email.
6. Only those shareholders who have registered themselves as a speaker 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. 3

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, on 30th July, 2020 re-appointed Ms. Suparna Chakrabortti (DIN: 07090308) as an Independent Director of the Company under Section 149 of the Companies Act, 2013 for a term of five consecutive years to hold office from 1st April, 2020 to 31st March, 2025. Her re-appointment is subject to the approval of the Members.

The Company has received intimation in Form DIR-8 from Ms. Suparna Chakrabortti that, she is not disqualified from being re-appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation 16(1)(b) of SEBI Listing Regulations and her consent to continue as an Independent Director.

The resolution seeks the approval of members for the re-appointment of Ms. Suparna Chakrabortti as an Independent Director of the Company commencing from 1st April, 2020 up to 31st March, 2025 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. She is not liable to retire by rotation.

In the opinion of the Board, Ms. Suparna Chakrabortti fulfills the conditions for her re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the management.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Ms. Chakrabortti as an Independent Director for a further term of five years from 1st April, 2020 to 31st March, 2025. Accordingly, based on recommendation of Nomination and Remuneration Committee, the Board recommends Special Resolution as set out at Item No. 3 of the accompanying Notice of AGM for the approval by the Members.

Notice (Contd.)

Except Ms. Suparna Chakrabortti, 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. 3 of the accompanying Notice of AGM

Item No. 4

Dr. Gyan Dutt Gautama (DIN: 08243156) was appointed as an Additional Director of the Company in Independent Capacity w.e.f 7th November, 2019 pursuant to the provisions of Sections 149, 150, 152, 161 and rules framed thereunder read with Schedule IV of the Companies Act, 2013 (the Act) and the Articles of Association of the Company. Being an Additional Director, Dr. Gyan Dutt Gautama is eligible to hold office till this Annual General Meeting pursuant to the provisions of Section 161 of the of the Companies Act, 2013. Hence it is being proposed to regularize the appointment of Dr. Gyan Dutt Gautama as an Independent Director for a term of five years in terms of the sections 149(10) and 149(11) of the Act.

Dr. Gyan Dutt Gautama aged 68 years did Msc in Physics from Roorkee University. He did his PhD from IIT Delhi in Optical Fibre Communication and MBA from International Management School in UK. He joined IAS in 1977. He held various posts in Central and State Government, including District Magistrate, Jalpaiguri , Executive Director, WBIDC, Managing Director, WBFC, Managing Director, WBPDC, Chairman, WBSEB, Principal Secretary, IT, Additional Chief Secretary, Power, Home Secretary, Government of West Bengal and State Chief Information Commissioner.

The Company has received a declaration from Dr. Gyan Dutt Gautama his consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. The Company has also received a declaration from Dr. Gyan Dutt Gautama confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and under the Regulation 16(b) of the Listing Regulations, as amended from time to time and a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director. Dr. Gyan Dutt Gautama is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time. In the opinion of the Board, Dr. Gyan Dutt Gautama fulfils the conditions for appointment of Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations, 2015') and is independent of the management.

The Board of Directors at its meeting held on 30th July, 2020, on the recommendation of the Nomination and Remuneration Committee and based on the performance evaluation, considers that given his background and experience the association of Dr. Gyan Dutt Gautama would be beneficial to the Company and it is desirable to regularize his appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years i.e. upto November 6th, 2024. The Board of Directors recommends the ordinary resolution at Item No. 4 of this Notice for your approval.

Except Dr. Gyan Dutt Gautama, 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. 4 of the accompanying Notice of AGM

Item No. 5

The Company is required to have the audit of its cost records conducted by a cost accountant in practice under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014.

The Board, has approved the appointment and remuneration of M/s Datta, Ghosh, Bhattacharya & Associates, Cost Accountants (FRN: 000089), as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2019-2020 at a remuneration of Rs. 1,20,000/- plus out of pocket expenses.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 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.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item no. 5 of the notice for ratification of the remuneration payable to the Cost Auditor for the financial year 2019-2020. The Board recommends the Ordinary Resolution set out at item no. 5 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. 5 of the accompanying Notice of AGM.

Item No. 6

Mr. Rajvinder Singh was appointed as a Whole Time Director of the Company for a period of 5 years w.e.f 2nd February, 2018. He has been discharging his responsibilities of the company very creditably as a Whole Time Director. In view of the same and to bring his remuneration at par with industry standards, it is proposed to increase his remuneration for the balance tenure of his appointment. The Nomination & Remuneration Committee at its meeting held on 30th July, 2020 has approved and recommended the increase in the remuneration payable to Mr. Singh and the same was duly approved by the Board of Directors. The details of the revised remuneration payable are given in the resolution set forth at item no 6 of the notice.

Notice (Contd.)

In accordance with Section 196, 197 read with Schedule V (as amended) and applicable rules under the Companies Act, 2013, the approval of the members is being sought for the said increase in remuneration payable to Mr. Singh. The Board of Directors recommends the ordinary resolution at Item No. 6 of this notice for your approval.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Mr. Rajvinder Singh to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No.6 of the accompanying Notice of AGM.

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	Mr. Gyan Dutt Gautama	Ms. Suparna Chakrabortti
DIN	08243156	07090308
Date of Birth	13/09/1952	28/06/1966
Date of Appointment	07/11/2019	31/03/2015
Qualification	Msc, in Physics from Roorkee University. PhD from IIT Delhi in Optical Fibre Communication and MBA from International Management School in UK.	ACA, MBA (USA) MS.Ed. (USA).
Expertise in specific functional areas	Dr. Gyan Dutt Gautama had been an IAS officer who held administrative posts under various Departments of Central Government and State Government of West Bengal and its undertakings.	Ms. Suparna Chakrabortti is a Practicing Chartered Accountant having vast experience in the field of Accounts, Finance and Taxation.
Directorship held in other entities	<ul style="list-style-type: none"> ➤ Jardine Henderson Ltd. ➤ The Calcutta Stock Exchange Limited. 	<ul style="list-style-type: none"> ➤ Genesis Exports Ltd. ➤ Dhelakhat Tea Co. Ltd.
Membership/Chairmanship across public companies	Member of Audit Committee in Jardine Henderson Limited	Member of Audit Committee in Dhelakhat Tea Company Ltd
No. of shares held in the Company	Nil	Nil
Relationship with any Director(s) of the Company	Not Applicable	Not Applicable
Number of Meetings of the Board attended	2 out of 2	5 out of 5

Registered Office:

4, Dr. Rajendra Prasad Sarani
Kolkata- 700001

CIN: L65993WB1900PLC001417

Phone: (033) 2230-4351

Fax: (033) 2230-7555

E-mail: rydak.cs@gmail.com

Website: www.rydaksyndicate.com

Place: Kolkata

Date: July 30th, 2020

By Order of the Board of Directors
For **Rydak Syndicate Limited**

Aditya Gupta
Company Secretary

Directors' Report

To the Members,

Your Directors are pleased to present the 122nd Annual Report, together with the Audited Financial Statements and the Auditors' Report of the Company for the financial year ended March 31, 2020.

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 Doar's region of West Bengal.

2. FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED)

The performance of the Company for the financial year ended March 31, 2020 is summarized below:

AMOUNT RS. IN LACS

Particulars	Standalone		Consolidated	
	2019-2020	2018-19	2019-2020	2018-19
Total income	10,427.29	9,110.53	10,427.29	9,110.53
Profit Before Interest, Depreciation & Tax	920.89	773.92	920.89	773.92
Finance costs	478.76	406.35	478.76	406.35
Depreciation expense	288.08	276.65	288.08	276.65
Profit Before Tax	154.05	90.92	154.05	90.92
Provision for Current Tax	28.52	28.07	28.52	28.07
Deferred Tax	9.31	1.6	9.31	1.6
Profit After Tax	116.22	61.25	116.22	61.25
Other Comprehensive Income (Net of Taxes)	-20.96	-11.46	-20.96	-11.46
Total Comprehensive Income	95.26	49.79	95.26	49.79

3. DIVIDEND

Your Directors recommend a dividend of INR 0.75 (75 Paise Only) per share aggregating to INR 729,846/- (Rupees Seven Lakhs Twenty Nine Thousand Eight Hundred and Forty Six 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 INR 729,846/- (Rupees Seven Lakhs Twenty Nine Thousand Eight Hundred and Forty Six 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 25th July, 2013, for the year ended 31st March, 2013, 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:

- The Company carries on the business of growing, manufacturing and marketing of tea. The market this year was moderate and the company's Six Estates produced a total crop of 51.69 lakhs kgs as compared to 50.89 Lakh kgs., achieved in the previous year. The company's continued policy of making quality teas has paid off during the year.
- The net sales during the year 2019-20 were INR 102.70 Crores as compared to INR 90.05 Crores in the previous financial year.

7. CHANGES IN THE NATURE OF BUSINESS

There has been no change in the nature of business of the Company, during the financial year 2019-20.

8. SHARE CAPITAL

The paid up Equity Share Capital as at March 31, 2020 stood at 9,731,280/-. 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 March 31, 2020, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

Directors' Report (Contd.)

9. MATERIAL CHANGES & COMMITMENT DURING THE FINANCIAL YEAR

There are no material changes or commitments that have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

Ms. Suparna Chakrabortti (DIN: 07090308) has been re-appointed by the Board as an Independent Director of the Company in accordance with the provisions of the section 149 of the Companies Act, 2013 for a further period of five years with effect from April 1, 2020. The Board recommends her re-appointment for the consideration of the members of the company at the ensuing Annual General Meeting.

10. DIRECTORS

Mr. Suddhabrata Kar (DIN: 07697341) had resigned from the post of Non- Executive Director with effect from June 28, 2019.

In accordance with the provisions of Section 149, 150, 152, & 161 and the Rules made thereunder read with Schedule IV of the Companies Act, 2013 Dr. Gyan Dutt Gautama (DIN: 08243156) has been appointed as an Independent Director with effect from November 7, 2019 subject to the approval of the Shareholders at the ensuing Annual General meeting of 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, Whole Time Director
- b) Mr. Vishnu Kumar Sharma, Chief Financial Officer
- c) Mr. Aditya Gupta, Company Secretary

13. MEETING OF THE BOARD AND IT'S COMMITTEES

Board Meetings

During the year ended March 31, 2020, 5 (Five) Board Meetings were held. Attendance of the Directors has been as follows.

Name of the Director	Whether attended the meetings held on				
	30.05.19	25.07.19	07.11.19	28.11.19	05.02.20
Ms. Suparna Chakrabortti	YES	YES	YES	YES	YES
Mr. Subir Das	YES	YES	YES	YES	YES
Mr. Rajvinder Singh	YES	YES	YES	YES	YES
Mr. Suddhabrata Kar#	YES	NA	NA	NA	NA
Dr. Gyan Dutt Gautama##	NA	NA	YES	YES	YES

Mr. Suddhabrata Kar Non-Executive Director resigned w.e.f 28.06.2019

Dr. Gyan Dutt Gautama Independent Director appointed w.e.f 07.11.2019

Audit Committee

Composition

The Audit Committee of the Company consists of Ms. Suparna Chakrabortti, Independent Director as the Chairperson along with Mr. Subir Das, Independent Director, Dr. Gyan Dutt Gautama, Independent Director and Mr. Rajvinder Singh, Whole time Director, as its Members. Mr. Aditya Gupta, Company Secretary, acts as the Secretary of the Audit Committee.

Attendance

The Audit Committee met 4(four) times during the financial year 2019-2020 and the attendance of the members has been as follows:

Name of the Directors	Whether attended the meetings held on			
	30.05.19	25.07.19	07.11.19	05.02.20
Ms. Suparna Chakrabortti	YES	YES	YES	YES
Mr. Subir Das	YES	YES	YES	YES
Mr. Rajvinder Singh#	NA	NA	NA	YES
Mr. Suddhabrata Kar##	YES	NA	NA	NA
Dr. Gyan Dutt Gautama###	NA	NA	NA	YES

Directors' Report (Contd.)

Mr. Rajvinder Singh was appointed as a member w.e.f 05.02.2020

Mr. Suddhabrata Kar resigned as a member w.e.f 28.06.2019

Dr. Gyan Dutt Gautama was appointed as a member w.e.f 05.02.2020

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.rydakysyndicate.com.

Nomination and Remuneration Committee

i) Composition

The Nomination and Remuneration Committee ('NRC') of the Board consists of Ms. Suparna Chakrabortti, Independent Director as the Chairperson, Mr. Subir Das, Independent Director and Dr. Gyan Dutt Gautama, Independent Director, as its members. Mr. Aditya Gupta, Company Secretary, acts as the Secretary of the Nomination and Remuneration Committee.

ii) Attendance

2 (Two) Meetings of the NRC were held during the financial year ended March 31, 2020 and the attendance of the members has been as follows:

Name of the Director	Whether attended the meetings held on	
	30.05.19	07.11.19
Ms. Suparna Chakrabortti	YES	YES
Mr. Subir Das	YES	YES
Mr. Suddhabrata Kar#	YES	NA
Dr. Gyan Dutt Gautama###	NA	NA

Mr. Suddhabrata Kar resigned as a member w.e.f 28.06.2019

Dr. Gyan Dutt Gautama was appointed as a member via Board Resolution dated 07.11.2019

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.

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 statement in terms of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of Annual Accounts for the year ended March 31, 2020, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- 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 March 31, 2020 and of the profit of the Company for the year ended on that date;
- 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;
- that the Directors have prepared the annual accounts on a going concern basis;
- 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;
- that the Directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such

Directors' Report (Contd.)

systems were adequate and operating effectively;

16. AUDITORS

Statutory Auditors

M/s. M.C. Das & Co., Chartered Accountants (FRN:301110E) were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 27th July, 2017 for a term of five consecutive years.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

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 has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

Internal Auditor

The Board of Directors has appointed M/s P.B. Shetty & Co, Chartered Accountants as Internal Auditor of the Company, 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. On the recommendation of Audit Committee, the Board of Directors has appointed M/s P.B. Shetty & Co, as an Internal Auditor of the Company.

The Audit Committee reviews the report submitted by the Internal Auditor. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness 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;
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 development and implementation of risk management policy has been covered in the Management Discussion and Analysis Report, which forms part of this Report.

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.

Directors' Report (Contd.)

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

The Company has not formed any Corporate Social Responsibility Committee as the provisions of Section 135 of the Companies Act, 2013, relating to constitution of such a Committee and the formulation of a Corporate Social Responsibility Policy do not apply to the Company.

19. SUBSIDIARY / JOINT VENTURES / ASSOCIATES

As on March 31, 2020 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 March 31, 2020, the Company did not have any Subsidiary Company. The details of performance of Sangam Investments Limited during the financial year 2019-20 are as follows

(Amount in INR Hundreds)

Particulars	2019-20	2018-19
Total Revenue	66	127
Total Comprehensive Income for the year	Nil	(203)

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 in **Annexure – B** is annexed.

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. 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.

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-C** and forms an integral part of this Report.

24. EXTRACT OF ANNUAL RETURN

An extract of the Annual Return in Form MGT-9, as required under 92(3) of the Companies Act, 2013 and read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, is annexed in **Annexure D** and forms an integral part of this Report.

25. MANAGERIAL REMUNERATION

The information required pursuant to Section 197(12) read with Rule 5(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 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 persons 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.

Directors' Report *(Contd.)*

27. 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.

28. 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.

29. 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.

30. 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.

31. SECRETARIAL STANDARD

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

32. 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

Place : Kolkata
Date : July 30, 2020

Suparna Chakrabortti
Director
(DIN : 07090308)

Rajvinder Singh
Whole-time Director
(DIN: 01639618)

Annexure 'A' to the Directors' Report

ANNEXURE - A

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2020

[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 Rydak Syndicate Ltd. (hereinafter called 'the Company') during the financial year ended 31st March, 2020. 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, minute books, forms and returns filed and other records maintained by the Company, as shown to us during the said audit and also based on 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 and to the best of our understanding, the Company has, during the audit period covering the financial year ended on 31st March, 2020, complied with the statutory provisions listed hereunder and also 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 secretarial compliance on test check basis of the books, papers, minute books, forms and returns filed and other records maintained by Rydak Syndicate Ltd. for the financial year ended on 31st March, 2020 according to the provisions of the following laws and as shown to us during our audit, as also referred in above paragraphs of this report;
 - (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 Investments, Overseas Direct Investments 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;
 - 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 regarding the Companies Act and dealing with clients.
- (II) We have received management representation that Rydak Syndicate Limited during the financial year ended on 31st March, 2020, 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.

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

- 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 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 following Stock Exchanges in India and also with the provisions of the Securities 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 provision thereof, during the aforesaid period under review.
 - 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. The changes in the composition of the Board of Directors that took place during the period under review 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 the 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.

Note: Due to nationwide lockdown in the wake of COVID 19 pandemic, the aforesaid examination has been carried out on the basis of documents and information received from the company over Email and telephone. However, we also intend to carry out physical verification once the situation is restored to normal.

For, **ANJAN KUMAR ROY & CO.**
Company Secretaries

ANJAN KUMAR ROY
Proprietor

FCS No. 5684

CP. No. 4557

UDIN: F005684B000496405

Place : Kolkata

Date : July 30, 2020

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

(To the Secretarial Audit Report of Rydak Syndicate Ltd. for the financial year ended 31/03/2020)

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

Our Secretarial Audit Report for the financial year ended 31/03/2020 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. Due to nationwide lockdown in the wake of COVID 19 pandemic, the aforesaid examination has been carried out on the basis of documents and information received from the company over Email and telephone. However, we also intend to carry out physical verification once the situation is restored to normal.
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: F005684B000496405

Place : Kolkata
Date : July 30, 2020

Annexure 'B' to the Directors' Report

Annexure-B

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	March 31, 2020
2.	Shares of Associates/Joint Ventures held by the Company on the year end	24,150 shares
	Amount of Investment in Associates/Joint Ventures	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.	Networth attributable to Shareholding as per latest audited Balance Sheet	INR (782219)
6.	Profit / Loss for the year	
	i. Considered in Consolidation	NIL
	ii. Not Considered in Consolidation	–

For and on behalf of the Board of Directors

Suparna Chakrabortti
Director
(DIN : 07090308)

Rajvinder Singh
Whole-time Director
(DIN: 01639618)

Place : Kolkata
Date : July 30, 2020

Annexure 'C' to the Directors' Report

(Amount in INR)

Annexure- C

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

A. POWER & FUEL CONSUMPTION

Particulars	Year Ended 31st March 2020	Year Ended 31st March 2019
1. Electricity		
a) Purchased Units (in lacs)	52.45	52.62
Amount (INR in lacs)	515.02	512.57
Cost Unit (INR)	9.82	9.79
b) Own Generation		
i) Through Diesel Generator (Units)(lacs) Unit per litre of Diesel oil:	5.29	4.55
Petrol Litre	226,183	155,316
Petrol Rs. (Litre)	66.68	67.09
Total Cost	15,082,367	10,420,252
Cost per Unit (INR)	28.52	14.75
ii) Through Steam Turbine/Generator Units	-	-
2. Coal (used for Drying of Tea)		
Quantity (Metric Tonnes)	2851.11	2194.51
Total Cost (INR in lacs)	342.89	188.03
Average Rates (INR per Metric Tonne)	12,026.61	8568.23

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	5,169,949.00	5,470,398.00
Electricity (Unit/kg of tea)		1.01	0.96
Furnace Oil (Litre/Kg. of Tea)		-	-
Coal (Per Kg of Tea)		0.80	0.62

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 'C' 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 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 : July 30, 2020

Suparna Chakrabortti
Director
(DIN : 07090308)

Rajvinder Singh
Whole-time Director
(DIN: 01639618)

Annexure 'D' to the Directors' Report

ANNEXURE – D
Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2020

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

I. REGISTRATION AND OTHER DETAILS :

i.	CIN	L65993WB1900PLC001417
ii.	Registration Date	24/07/1900
iii.	Name of the Company	Rydak Syndicate Limited
iv.	Category/Sub-Category of the Company	Public Company limited by shares
v.	Address of the Registered office and contact details	4, Dr. Rajendra Prasad Sarani, Kolkata- 700 001. Ph No.- (033) 2230-4351/4601 6582 Email: rydak.cs@gmail.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Niche Technologies Pvt. Ltd. 3A, Auckland Place, 7 th Floor, Room No. 7A & 7B, Kolkata- 700 017. Ph. No. (033)2280 6616/17/18. Fax: (033) 2280 6619. Email: nichetechpl@nichetechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Name and Description of main products/ services	NIC Code of the Product/ service	% of turnover of the Company
Tea Manufacturing	01271	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
01	Sangam Investments Limited	U65921UP1973PLC003713	Associate	24.15	2(6) of the Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	0	0	0	0.000	0	0	0	0.000	0.000
b) Central Govt	0	0	0	0.000	0	0	0	0.000	0.000
c) State Govt(s)	0	0	0	0.000	0	0	0	0.000	0.000
d) Bodies Corp	485366	0	485366	49.877	485366	0	485366	49.877	0.000
e) Banks / FI	0	0	0	0.000	0	0	0	0.000	0.000
f) Any Other	0	0	0	0.000	0	0	0	0.000	0.000
SUB-TOTAL(A)(1)	485366	0	485366	49.877	485366	0	485366	49.877	0.000

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

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2) Foreign									
a) NRIs-Individuals	0	0	0	0.000	0	0	0	0.000	0.000
a) Other-Individuals	0	0	0	0.000	0	0	0	0.000	0.000
b) Bodies Corp.	0	0	0	0.000	0	0	0	0.000	0.000
c) Banks / FI	0	0	0	0.000	0	0	0	0.000	0.000
d) Any Other	0	0	0	0.000	0	0	0	0.000	0.000
Sub-total(A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	485366	0	485366	49.877	485366	0	485366	49.877	0.000
B. Public Shareholding									
<i>1. Institutions</i>									
a) Mutual Funds	0	0	0	0.000	0	0	0	0.000	0.000
b) Banks / FI	459	3181	3640	0.374	459	3181	3640	0.374	0.000
c) Central Govt(s)	0	0	0	0.000	0	0	0	0.000	0.000
d) State Govt(s)	0	0	0	0.000	0	0	0	0.000	0.000
e) Venture Capital Funds	0	0	0	0.000	0	0	0	0.000	0.000
f) Insurance Companies	0	0	0	0.000	0	0	0	0.000	0.000
g) FIs	0	0	0	0.000	0	0	0	0.000	0.000
h) Foreign Venture Capital Funds	0	0	0	0.000	0	0	0	0.000	0.000
i) Others (specify)	0	0	0	0.000	0	0	0	0.000	0.000
Sub-total(B)(1)	459	3181	3640	0.374	459	3181	3640	0.374	0.000
<i>2. Non Institutions</i>									
a) Bodies Corp.									
(i) Indian	198325	111457	309782	31.834	198455	111457	309912	31.847	0.013
(ii)Overseas	0	0	0	0.000	0	0	0	0.000	0.000
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	49726	79035	128761	13.232	51102	77529	128631	13.218	-0.014
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	41997	0	41997	4.316	41997	0	41997	4.316	0.000
c) Others(Specify)									
1. NRI	0	3582	3582	0.368	0	3582	3582	0.368	0.000
2. Overseas Corporate Bodies	0	0	0	0.000	0	0	0	0.000	0.000
3. Foreign Nationals	0	0	0	0.000	0	0	0	0.000	0.000
4. Clearing Members	0	0	0	0.000	0	0	0	0.000	0.000
5. Trusts	0	0	0	0.000	0	0	0	0.000	0.000
6. Foreign Bodies - D.R.	0	0	0	0.000	0	0	0	0.000	0.000
Sub-total(B)(2)	290048	194074	484122	49.749	291554	192568	484122	49.749	0.000

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

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	290507	197255	487762	50.123	292013	195749	487762	50.123	0.000
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.000	0	0	0	0.000	0.000
Grand Total (A+B+C)	775873	197255	973128	100.00	777379	195749	973128	100.00	0.000

Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Jardine Henderson Limited	485366	49.877	0.000	485366	49.877	0.000	0.000
	Total	485366	49.877	0.000	485366	49.877	0.000	0.000

II. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGE DURING THE YEAR			
	At the End of the year				
	TOTAL	485366	49.877	485366	49.877

Shareholding of top ten shareholders (other than Directors, Promoters and holders of ADRs and GDRs)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	KANT & CO. LIMITED				
	a) At the Beginning of the Year	100687	10.347		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			100687	10.347
2	SRIPADAM INVESTMENTS LIMITED.				
	a) At the Beginning of the Year	81100	8.334		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			81100	8.334

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

(Amount in INR)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	MONET SECURITIES PRIVATE LIMITED				
	a) At the Beginning of the Year	58990	6.062		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			58990	6.062
4	SANJEEV BUBNA				
	a) At the Beginning of the Year	31277	3.214		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			31277	3.214
5	LILLY EXPORTERS PRIVATE LIMITED				
	a) At the Beginning of the Year	20319	2.088		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			20319	2.088
6	MINT INVESTMENTS LIMITED				
	a) At the Beginning of the Year	18848	1.937		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			18848	1.937
7	SANGAM INVESTMENTS LTD.				
	a) At the Beginning of the Year	10732	1.103		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10732	1.103
8	MRIGANK DHANUKA				
	a) At the Beginning of the Year	10720	1.102		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10720	1.102
9	BACHA F. GUZDAR				
	a) At the Beginning of the Year	7733	0.795		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			7733	0.795
10	INDISTOCK PVT LTD				
	a) At the Beginning of the Year	7393	0.760		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			7393	0.760
	TOTAL	347799	35.740	347799	35.740

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

III. Shareholding of Directors and Key Managerial Personnel:

Sr. no	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	NIL		NIL	
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL		NIL	

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	20,81,683	8,39,000	NIL	29,20,683
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	28,350	NIL	28,350
Total(i+ii+iii)	20,81,683	8,673,50	NIL	29,49,033
Change in Indebtedness during the financial year				
- Addition	61,403	3,15,220	NIL	37,66,23
- Reduction	NIL	NIL	NIL	NIL
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	21,43,086	11,56,470	NIL	32,99,556
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	26,100	NIL	26,100
Total (i+ii+iii)	21,43,086	11,82,570	NIL	33,25,656

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Rajvinder Singh, Whole Time Director	
	Gross salary		
	(a) Salary as per provisions contained in section17(1) of the Income-tax Act, 1961	24,23,000	
	(b) Value of perquisites u/s 17(2)Income-tax Act, 1961	2,29,291	
	(c) Profits in lieu of salary undersection17(3)Income-tax Act, 1961	--	26,52,291
	Stock Option	--	
	Sweat Equity	--	
	Commission	--	
	- as% of profit		
	- others, specify		
	Others, please specify	--	
	Total(A)	26,52,291	26,52,291
	Ceiling as per Act	*****	*****

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

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Director				Total Amount
		Ms. S. Chakrabortti	Mr. S. Das	Mr. G.D. Gautama (Appointed w.e.f. 07.11.2019)	Mr. S. Kar (Resigned w.e.f. 28.06.2019)	
1.	Independent Directors · Fee for attending Board / Committee meetings · Commission · Others, please specify	70,000/- - -	70,000/- - -	35000/- - -		1,75,000/-
	Total(1)	70,000/-	70,000/-	35000/-	-	1,75,000/-
2	Other Non-Executive Directors · Fee for attending Board / Committee meetings · Commission · Others, please specify				15000/-	15000/-
	Total(2)	-	-	-	15000/-	15000/-
	Total(B)=(1+2)	70,000/-	70,000/-	35000/-	15000/-	1,90,000/-
	Total Managerial Remuneration					

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Mr. A. Gupta Company Secretary	Mr. V. Sharma CFO	Total
	Gross salary				
	(a) Salary as per provisions contained in Section17(1) of the Income-tax Act, 1961	NA	6,92,000	10,20,600	17,12,600
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act,1961	NA	-	-	-
	Stock Option	NA	--	--	NIL
	Sweat Equity	NA	--	--	NIL
	Commission - as% of profit - others, specify...	NA	--	--	NIL
	Others, please specify	NA	--	--	NIL
	Total	NA	6,92,000	10,20,600	17,12,600

Annexure 'D' to the Directors' Report (Contd.)**VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. COMPANY					
Penalty	NIL	NIL	N.A.	N.A.	N.A.
Punishment	NIL	NIL	N.A.	N.A.	N.A.
Compounding	NIL	NIL	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	NIL	NIL	N.A.	N.A.	N.A.
Punishment	NIL	NIL	N.A.	N.A.	N.A.
Compounding	NIL	NIL	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place : Kolkata
Date : July 30, 2020**Suparna Chakrabortti**
Director
(DIN : 07090308)**Rajvinder Singh**
Whole-time Director
(DIN: 01639618)

Annexure 'E' to the Directors' Report

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 2019-20

All employees median remuneration for FY 2019-20	:	INR 45,667/-
The percentage increase in the median remuneration of employees in the FY 2019-20	:	6.5
The number of permanent employees on the rolls of the Company as on March 31, 2020	:	6475

Name of Director/ KMP	Ratio of remuneration to median	% increase in remuneration in the FY 2020
Mr. Subir Das	All the Directors were paid sitting fees for attending the meeting and the same has not been considered as Remuneration.	
Ms. Suparna Chakrabortti		
Mr. Suddhabrata Kar (Resigned w.e.f. 28.06.19)		
Dr. Gyan Dutt Gautama (Appointed w.e.f. 07.11.19)		

KEY MANAGERIAL PERSONNEL	% increase in remuneration in the FY 2020
Mr. Rajvinder Singh, WTD	85.76%
Mr. Aditya Gupta, Company Secretary	33.14%
Mr. Vishnu Kumar Sharma, Chief Financial Officer	9.24%

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 4.30%;
- Average percentile Salary increase of managerial personnel is 11.42 %;
- 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 31.03.2020 is as per the Remuneration Policy of the Company.

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

PARTICULARS OF EMPLOYEE PURSUENT TO SECTION 134(3) (q) OF COMPANY'S ACT, 2013 READ WITH RULE 5(2) & 5(3) OF COMPANIES APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) 2014:

Top ten employees in terms of remuneration drawn during the year									
SL NO	NAME	DESIGNATION	AGE	REMUNERATION	QUALIFICATION	EXPERIENCE (Years)	DATE OF COMMENCEMENT OF EMPLOYMENT (IN THIS COMPANY)	PREVIOUS EMPLOYMENT	% of equity shares held
1	Mr. R Singh	Whole Time Director	47	2612691	B.A (Economics)	25	1st October 1994	NA	NIL
2	Mr. Uttam Kr. Chakraborty	Senior Estate Manager	49	1227967	B.SC	25	21st June 2010	Tirrihannah Tea Co Ltd	NIL
3	Mr. Avnish Mehta	Senior General Manager	54	1225206	B.Com	33	27th June 1985	NA	NIL
4	Mr. Rajnish Mehta	Senior General Manager	52	1139249	B.Com	30	3rd August 2018	NA	NIL
5	Mr. Shankar Menon	Senior Manager -Marketing	63	1114316	B.Sc	38	1st June 2019	Parcon India Pvt Limited	NIL
6	Mr. Gurmeet Singh Pahwa	Senior Estate Manager	45	1072167	B.SC	21	16th February 1998	NA	NIL
7	Mr. Biswajit Chatterjee	Special Grade Clerk	58	1026523	B.Sc. B.A(Eng) L.LB	35	3rd March 1986	NA	NIL
8	Mr. Vishnu Kumar Sharma	C.FO	31	1020600	B.COM: CFA	08	2nd July 2012	NA	NIL
9	Mr. Kushwant Singh	Estate Manager	43	835367	B.A	3	1st June 2018	NA	NIL
10	Mr. Amrit Prasad	Asst Estate Manager	41	703017	BE	3	15th February 2018	NA	NIL

Note :

- 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;
- 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;
- None of the employees mentioned above is relative of any Director of the Company;
- Total experience shown in Column 7 includes service with previous employers;
- None of the employees of the Company are posted and working outside India.

For and on behalf of the Board of Directors

Suparna Chakrabortti
Director
(DIN : 07090308)

Rajvinder Singh
Whole-time Director
(DIN: 01639618)

Place : Kolkata
Date : July 30, 2020

Management Discussion and Analysis Report

India is one of the largest tea producing centres in the world, with tea production 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.

The production of world tea crop stood at 6006 million kgs in 2019, as compared to 5896 million Kgs. in 2018. Indian tea crop was approximately 1390 million kgs in 2019, as against 1339 million kgs in 2018, up by 3.81%. Sri Lanka produced 300 million kgs in 2019, down by 1.32% compared to 2018. Kenya produced 459 million kgs in 2019, down by 6.9 %, compared to 493 million kgs produced in 2018. Only Bangladesh and Malawi showed increased production of 17% and 9% respectively in 2019-20.

The decrease in Indian production was primarily due to curbs on plucking by Tea Board and lockdown in the last week of March 2020.

Review of the company's Operations and Performance in 2019-20

The Company grows and manufactures tea in its 6 Estates (3 of which are located in the Dooars and 3 in Assam). Production of saleable crop was 50.53 lakh kgs during the year 2019-20, as compared to 49.84 lakh kgs in the year 2018-19. Green leaf production was 51.69 lakh kgs in 2019-20 as compared to 50.89 lakh kgs in the previous financial year.

Production was impacted towards the end of the year due to lockdown in the last week of March

Net Sales for the year 2019-20 was Rs.10270.06 lakhs as compared to Rs.9005.51 lakhs during the year 2018-19. The average price realisation of the Company's tea was Rs.199.05 this year as compared to Rs.185.53 in the previous year. Profit after Tax has increased from Rs. 61.25 lakhs in 2018-19 to Rs. 116.22 lakhs in 2019-20.

A revision of the staff salaries during the year, coupled with increase in cost of inputs has increased the cost of production by 3.02% Your Company has implemented a number of steps to improve productivity and quality while reducing costs.

Mechanization and manpower management- The introduction of mechanization in operations like plucking, uprooting and spraying of pesticides has improved labour productivity and reduced cost. The company has been able to save almost 5% of the total mandays deployed which ultimately contributed in meeting the shortfall of plucking mandays in peak season.

Uprooting and re-planting- This continues to be a major focus of the Company. Height reduction operations have been increased by 2% of the total area for better productivity. Uprooting of labour tea areas which are unviable and replacing by higher yielding and better quality clones continues at 3%.

Others - Special focus has been given to upgrading the existing irrigation facilities in the drought prone areas along with creation of new water bodies to bring more cultivated areas under irrigation coverage.

Shade Nurseries and VP Nurseries in the gardens are of good standard which is a key factor in developing a healthy plantation.

Pests and disease is better controlled with strict adherence to spraying of approved chemicals listed under the Plant Protection Code.

Your company sold most of its teas through registered brokers in the auction centres in Siliguri and Guwahati, as well as Kolkata, regaining a base of buyers resulting in better price realisation. The Company continues to focus on manufacturing quality tea which is evident from the statistics published by auction centres/broking houses during the year 2019-20. Kartick in the Dooars is ranked No.1 with an average price realization of Rs.231.02, and Baradighi No.5 with an average of Rs.209.75. In Cachar, Serispore has come a long way, to 9th position with an average price realization of Rs.144.93.

Economic Scenario in Financial Year 2020-21

The economic scenario for the growing and manufacturing of tea in 2020-21 is fraught with significant challenges due to the following reasons:

1. **COVID 19 crisis** – The company lost approximately 70,000 kgs of crop due to lockdown in the last week of March. As lockdown was extended, there was a production loss of 2.15 lakh kgs in the months of April and May 2020, which was 6.79 lakh kgs in April and May 2019 as compared to 4.66 lakh kgs in April and May 2020. Reduced manufacturing operations necessitated extensive skiffing of tea bushes in the Estates which will further impact the production of green leaf and manufacture of finished tea in 2020-21.
2. **Adverse and unpredictable weather conditions**– After the Estates recovered from the trauma of lockdown and schiffing, incessant rain in both the Dooars and Assam slowed down crop intake in June and July 2020. This resulted in a production loss of 0.15 lakh kgs in June and 0.24 lakh kgs in July 2020.
3. **Increased Production Costs** – The Government's Policy not to issue ration from the FCI godowns under the Central Food Security Bill has resulted in the cost of rations doubling up in Assam as procurement has to be done from the open market. This has impacted the cost of operations and increase of cost for workers' wages and related benefits. Cost of inputs such as coal, fuel, oil, gas, transportation etc, has been increasing over the year which puts pressure on the bottom line.
4. **Changes in TDS** – Labour wage payments are facilitated by cash withdrawals as the implementation of direct transfers has not been successful. The imposition of TDS on cash withdrawals was over Rs. 45.84 lakhs having an adverse effect on the difficult cash flow situation.

Outlook/Opportunities and Threats for the Tea Industry

As we review the forthcoming year the threat and outlook scenario of the world crop in general and Indian crop in particular has to be considered to evaluate export and domestic sales respectively. This is a major indicator of what is likely to happen as we go through the production year.

Management Discussion and Analysis Report (Contd.)

Reasons and concerns/ Risk Management

Risks are inevitable in any business. The Industry is highly labour intensive and is subject to stringent labour laws. Substantial increase in labour wages and high social cost over most tea producing countries, higher infrastructure investment, increasing energy and other input costs remain a major problem for the India Tea Industry. Besides, unpredictable climatic conditions and fluctuation in global production, the strategy with regard to quantity of Bought Leaf production, and shortage of labour during peak season had significant impact on production and profitability. Having said that, the Company has put in place a Risk Management System to counter the same.

Climatic Risks

Tea production is dependent on the vagaries of weather including temperatures, and the amount / distribution of rainfall during the year. To combat this risk, the Company has taken a policy of augmenting and upgrading the existing irrigation system including creating new facilities for the vulnerable areas.

Pest Risk

The Company has enforced rigorous adherence to a systematic policy of Integrated Pest Management to cut down our dependency on inorganic chemicals. It has initiated spraying of indigenously available organic matter as advised by Tea Research Association, which has resulted in cutting down our spraying cost by 10%.

Labour Risk and Cost control

As mentioned earlier, the Company has invested in automation covering plucking, ploughing activities, uprooting and spraying of pesticides etc. A major cause of concern for the Company and the Industry as a whole is that increase in price realization is not commensurate with the increased cost of production which has significant impact on future profitability, the company's cash flow situation and working capital management.

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.

An external independent firm 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. Employee relations remained satisfactory during the period under review. The Company would like to record its appreciation of the whole hearted support and dedication of its employees at all levels in ensuring smooth operations in the production of tea at all the Tea Estates throughout 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

Suparna Chakrabortti

Director

Rajvinder Singh

Whole-time Director

Place : Kolkata

Date : July 30, 2020

Standalone Financials

Independent Auditor's Report

To the Members of Rydak Syndicate Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Rydak Syndicate Limited ('the Company'), which comprise the balance sheet as at 31 March 2020, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "Standalone Ind AS financial statements").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 Indian Accounting Standard prescribed under section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2015 (as amended) and other accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2020, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted the Audit of the Standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's responsibilities for the Audit of the Financial Statements sections of our Report. We are independent of the Company in accordance with the code of Ethics issued by the Institute of the Chartered Accountants of India together with the ethical requirements that are relevant to our Audit of the Standalone Financial Statement.

We believe that the Audit evidences we have obtained so far is sufficient to provide a basis for our Audit opinion on the Standalone financial Statement.

Key Audit Matters:

Key Audit Matters are those matters that, in our professional judgment, were of most significant in our Audit of the Standalone Financial Statement of the current period. These matters are addressed in the context of our Audit of the Standalone Financial Statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters.

Sr.No. Key Audit Matters	Auditor's response
1. Change in the Accounting Policy During the Current year the Management changed the Policy of Transferring age of Young trees to Matured Trees from Three years (hitherto followed by the Company) to One year. In consequential the Depreciation charge on Tea Bushes have gone up and Capital WIP has also gone up.	Audit procedure performed a) In absence of any specific guidelines from Regulatory board, we accepted the management's view that from 2 nd year onwards the tea bushes are ready for plucking. b) We verified the Bush valuation calculation considering the changed Accounting Policy, testing the accuracy and also verified the revised calculation on opening carried forward CWIP. c) Performing substantive checking of the corresponding changes in Bush depreciation also. The procedures performed by us gave us sufficient evidence to conclude about the accuracy of valuation.
2. Recognition of Revenue Application of Revenue recognition "IndAs 115-revenue from contracts" involves a number of judgment & estimates. The management is in the process of Reviewing from contracts with their main customers .According to their views they have not entered into any Fixed Price Contract	Audit procedure performed We assessed the Group's process to identify the impact of the Accounting Standard and noted that IndAs 115 is not applicable under the circumstances.

Independent Auditor's Report (Contd.)

3.CWIP-VA Bunglow	Audit procedure performed
Capital Work in Progress includes Rs.163.11 lacs on account of Renovation work carried out at V.A.Bungalow of Baradighi Tea Estate, which will be converted to Bunglow for "Tea & Tourism business" purpose Management treats the same as a separate Project and Capitalise in financial year 2020-21,	<p>a) We have examined the Board of Directors Resolution and eligibility letter from the relevant Authority for Company's operation in a separate segment of Business.</p> <p>b) We have also checked the expenses incurred with the evidences for both 2018-19 & 2019-20.</p> <p>c) In our opinion the CWIP includes mainly Expenses which were otherwise been charged as revenue expenditure and therefore should not be Capitalised fully in Property Plant & Equipment. Revenue expenses as per the Accounting principle followed by the management should be considered as Upkeep Expenses of the Project. Interest on Promoter's Fund has been charged off as Financial Charges.</p>
4.Inventory	Audit procedure performed
As explained by the management due to COVID-19 related restriction on account of Lockdown, physical verification of Inventory as on 31.3.2020 could not be carried out. Accordingly existence and valuation data are generated through System.	<p>a) We have performed the procedure to ensure that the changes in the Inventory (finished goods) between the Audit date and date of the Balance Sheet are properly reconciled with "Roll back" procedure.</p> <p>b) We have performed analytical procedures to test the correctness of Inventory (Stock of Stores) both of existence and valuation.</p> <p>c) The verification performed by us gave us a sufficient evidence to conclude about existence & valuation</p>

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Companies Board of Directors is responsible of preparation of other information .The other information comprises of the information included in the management discussion and analysis, Board's report including Annexures , business responsibility report, corporate governance report, shareholders' information, but does not include financial statement and audit report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statement our responsibility is to read the other information and in doing so, we consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during yhe 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 ,we required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the 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 operation or has no realistic alternative but to do so.

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

Independent Auditor's Report (Contd.)

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

As a part of audit in accordance with SA we exercise Professional judgment and maintained professional skepticism throughout the Audit .

We also :

- i) Identify and assess the risk of material misstatement of the Standalone 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 of our opinion. The risk of not detecting of material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, omissions, misrepresentation or the override of Internal control.
- ii) 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 Act. We also are responsible for expressing our opinion on whether the Company has adequate internal control system in place.
- iii) Evaluate the appropriateness of Accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- iv) Conclude on the appropriateness of the Management's use of the going concern basis of Accounting and based on audit evidences obtained whether a material uncertainty exists related to events and conditions that may cast significant doubts on the entity'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 disclosure in the Standalone Financial Statement. Our conclusions are based on the audit evidence obtained up to the date of our Audit Report. However in future events or conditions may cause the entity to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure, and content of the Standalone financial statement, including the disclosures and whether the standalone financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. 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, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

Independent Auditor's Report (Contd.)

- (d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;
- (e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 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"; and
- (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 the impact of pending litigations on its financial position in its standalone Ind AS financial statement.
 - ii. the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **M. C. DAS & Co**
Chartered Accountants
Firm's Registration Number: 301110E

A. K. BANERJEE
Partner
Membership Number: 050243
UDIN:20050243AAAABR1133

Kolkata
30th July, 2020

Annexure - A to the Auditor's Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31 March 2020, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. However updating of the register is in process.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) As explained to us Inventories have been physically verified during the year by the management at reasonable interval ,except for teas lying with Agents. The procedure of physical verification followed by the management are reasonable and adequate in relation to the size of the Company and nature if its business As informed to us no material discrepancies were noted on such verification Due to COVID-19 related nationwide lockdown the Management was unable to physically verify as on the year end.
- (iii) The Company has not granted loans to any bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits under section 73 to 76 of the Companies Act, 2013 from the public.
- (vi) The Central Government has prescribed the maintenance of cost records under section 148(1) of the Act and such records have been made and maintained.
- (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 provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess, GST and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable except for the following:

Green leaf Cess: Rs. 813970

According to the information and explanations given to us, there are no dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax, and value added tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount (in Rs)	Period to which the amount relates	Forum where dispute is pending
Income Tax	Central Tax	15,61,832	2010-11	CIT(A) 2
Income Tax	Central Tax	56,78,231	2016-17	Appeal Filed in Feb/20
Central Sales Tax Act, 1956	CST`	570663	2017-18	Deputy Commissioner Sales Tax
West Bengal Value added Tax	VAT	46,26,677	2016-17	Deputy Commissioner Sales Tax

- (viii) The Company has not defaulted repayment of loans or borrowing from Bank during the year.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) however term loans received during the year has been utilised for the purpose for which they were taken.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the 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 sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (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 non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

For **M. C. DAS & Co**
Chartered Accountants
Firm's Registration Number: 301110E

A. K. BANERJEE
Partner

Membership Number: 050243
UDIN:20050243AAAABR1133

Annexure - B to the Auditor's Report

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 Rydak Syndicate Limited

("the Company") as of 31 March 2020 in conjunction with our audit of the standalone Ind AS 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 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 standalone Ind AS 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 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

UDIN:20050243AAAABR1133

Kolkata
30th July, 2020

Balance Sheet as at 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	Note	31st March 2020	31st March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	3	51,19,252	43,00,158
Capital work-in-progress	4	11,98,330	18,80,607
Investment in associate	5	1,232	1,232
Financial assets			
Investments	6	93,497	93,497
Non current tax asset (net)	7	5,33,980	4,78,886
Deferred tax assets (net)	8	1,43,921	1,45,864
Other non-current assets	9	1,17,670	1,78,315
Total non-current assets		72,07,882	70,78,559
Current assets			
Inventories	10	23,60,866	21,86,759
Biological assets other than bearer plants	11	17,698	41,796
Financial assets			
(i) Trade receivables	12	3,58,878	2,50,533
(ii) Cash and cash equivalents	13	71,231	81,511
(iii) Other financial assets	14	17,469	17,469
Other current assets	15	2,45,248	2,47,397
Total current assets		30,71,390	28,25,465
Total assets		1,02,79,272	99,04,024
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	97,313	97,313
Other equity	17	20,17,830	19,28,433
Total equity		21,15,143	20,25,746
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	56,892	25,726
Provisions	19	7,96,094	7,02,715
Total non-current liabilities		8,52,986	7,28,441
Current liabilities			
Financial liabilities			
(i) Borrowings	20	32,76,468	29,05,508
(ii) Trade payables	21	24,46,918	26,09,167
(iii) Other financial liabilities	22	6,25,510	7,00,261
Other current liabilities	23	4,11,998	4,22,149
Provisions	24	1,96,924	1,87,950
Current tax liabilities	25	3,53,325	3,24,803
Total current liabilities		73,11,143	71,49,838
Total equity and liabilities		1,02,79,272	99,04,024

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 and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Statement of Profit & Loss for the year ended 31st March, 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	Note	31st March 2020	31st March 2019
Income			
Revenue from operations	26	1,02,70,055	90,05,514
Other income	27	1,57,236	1,05,017
Total income		1,04,27,291	91,10,531
Expenses			
Cost of materials consumed	28	13,36,523	12,89,579
Changes in inventories of finished goods	29	(2,47,175)	(87,575)
Change in carrying amount of biological assets other than bearer plant (gain/loss)	30	24,098	(7,952)
Employee benefits expense	31	64,97,520	52,01,553
Finance costs	32	4,78,757	4,06,347
Depreciation expense	3	2,88,076	2,76,646
Other expenses	33	18,95,438	19,41,008
Total expenses		1,02,73,237	90,19,606
Profit before tax		1,54,054	90,925
Tax expense:			
- Current tax	35	28,522	28,066
- Deferred tax	35	9,308	1,600
Total tax expenses		37,830	29,666
Profit for the year		1,16,224	61,259
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	40	(28,326)	(16,178)
Income tax relating to these items	40	7,365	4,712
Other comprehensive income for the year, net of tax		(20,961)	(11,466)
Total comprehensive income for the year		95,263	49,793
Earnings per equity share:			
Basic and Diluted (Nominal value per Share ₹ 10)		11.94	6.30

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 and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Statement of changes in equity for the year ended 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

A. Equity share capital

Description	Amount
As at 01 April 2018	97,313
Changes in equity share capital	-
As at 31 March 2019	97,313
Changes in equity share capital	-
As at 31 March 2020	97,313

B. Other equity

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2018	45,594	13,05,922	4,21,819	17,73,335
Profit for the year	-	-	61,259	61,259
Other comprehensive income	-	-	(11,466)	(11,466)
Total comprehensive income	-	-	49,793	49,793
Add: Preponment of Subsidy			1,17,039	1,17,039
Dividend paid	-	-	(9,731)	(9,731)
Tax on dividend	-	-	(2,002)	(2,002)
Balance at 31 March 2019	45,594	13,05,922	5,76,917	19,28,433

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2019	45,594	13,05,922	5,76,917	19,28,433
Profit for the year	-	-	1,16,224	1,16,224
Other comprehensive income	-	-	(20,961)	(20,961)
Total comprehensive income for the year	-	-	95,263	95,263
Dividend paid	-	-	(4,866)	(4,866)
Tax on dividend	-	-	(1,000)	(1,000)
Balance at 31st March 2020	45,594	13,05,922	6,66,314	20,17,830

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 and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Cash flow statement for the year ended 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	1,54,054	90,925
Adjustments for:		
Depreciation expenses	2,88,076	2,76,646
Finance cost	4,78,757	4,06,347
(Profit)/Loss on sale of property, plant and equipment	-	(2,950)
Operating Profit before Working Capital Changes	9,20,887	7,70,968
Adjustments for:		
Non-Current/Current financial and other assets	(76,548)	80,699
Inventories	(1,74,107)	53,275
Non-Current/Current financial and other liabilities/provisions	(1,45,149)	2,37,199
Cash generated from operations	5,25,083	11,42,141
Income Tax paid	(55,094)	(54,089)
Net Cash flow from Operating activities	4,69,989	10,88,052
B CASH FLOW FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	(3,74,774)	(8,08,464)
Net Cash used in Investing activities	(3,74,774)	(8,08,464)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayment) of short term borrowings	31,166	5,087
Proceeds from long term borrowings	3,70,960	1,90,228
Interest paid	(5,01,755)	(4,37,715)
Dividend paid	(5,866)	(11,732)
Net Cash used in financing activities	(1,05,495)	(2,54,131)
Net increase in cash & Cash Equivalents	(10,280)	25,456
Cash and Cash equivalents as at the beginning of the year	81,511	56,055
Cash and Cash equivalents as at the end of the year	71,231	81,511

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 42

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

In terms of our attached Report of even date

For and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakraborti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Notes to Financial Statements

1 General Information

Rydak Tea Company Limited is a Company incorporated under the Companies Act, 1956. 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 2020 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, 2020 were approved by the Board of Directors and authorised for issue on signing date of accounts 30th July, 2020.

Standards issued but not yet effective

Ind AS 115 - Revenue from Contracts with Customers

The Ministry of Corporate Affairs ('MCA') has notified Ind AS - 115 - "Revenue from Contract with Customers" which becomes effective from 01 April 2018. Ind AS 115 requires recognition of revenue to depict transfer of promised goods and services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for these goods and services. It also requires that revenue should be recognised when the control over the goods or services have been transferred to the buyer.

The Company is in the process of assessing the detailed impact of Ind AS 115. Presently, the Company is not able to reasonably estimate the impact that application of Ind AS 115 is expected to have on its financial statements, except that adoption of Ind AS 115 is not expected to significantly change the timing of the Company's revenue recognition.

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.

Notes to Financial Statements (Contd.)

The Company's tea bushes qualify as bearer plants under the definition 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.

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	79
Office equipments	3 - 10
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.

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.

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.)

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.

Notes to Financial Statements (Contd.)

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.

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.

Notes to Financial Statements (Contd.)

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 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 (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note 3 : Property, plant and equipment

Particulars	Gross carrying amount			Accumulated Depreciation			Net carrying amount		
	As at 01 April 2018	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2019	As on 01 April 2018	Charge during the year	Deductions/ Adjustments	As at 31 March 2019	As at 31 March 2018
Leasehold land	2,03,729	-	-	2,03,729	-	-	-	2,03,729	2,03,729
Bearer plant	26,55,726	4,58,482	-	31,14,208	1,09,680	56,616	-	29,47,911	25,46,045
Buildings	3,15,969	1,177	-	3,17,146	40,392	18,823	-	59,215	2,57,932
Plant & Machinery	11,51,449	1,41,129	-	12,92,579	3,18,802	1,71,593	-	4,90,395	8,32,648
Furniture & Fixture	3,966	878	-	4,844	1,517	555	-	2,072	2,449
Motor & Other Vehicles	1,16,405	23,165	-	1,39,570	28,490	27,735	-	56,225	83,345
Office equipments	6,509	1,245	-	7,753	4,144	1,324	-	5,467	2,286
Total	44,53,752	6,26,077	-	50,79,829	5,03,025	2,76,646	-	7,79,671	39,50,727

Particulars	Gross carrying amount			Accumulated Depreciation			Net Carrying Amount		
	As at 01 April 2019	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2020	As on 01 April 2019	Charge during the year	Deductions/ Adjustments	As at 31 March 2020	As at 31 March 2019
Leasehold land	2,03,729	-	-	2,03,729	-	-	-	-	2,03,729
Bearer plant	31,14,208	9,84,521	-	40,98,729	1,66,297	77,868	-	2,44,165	38,54,565
Buildings	3,17,146	-	-	3,17,146	59,215	14,602	-	73,817	2,43,329
Plant & Machinery	12,92,579	7,014	-	12,99,592	4,90,395	1,36,687	-	6,27,082	8,02,184
Furniture & Fixture	4,844	-	-	4,844	2,072	491	-	2,563	2,281
Motor & Other Vehicles	1,39,570	78,388	-	2,17,958	56,225	40,140	-	96,365	1,21,593
Office equipments	7,753	2,463	-	10,216	5,467	1,588	-	7,056	3,160
Plant & Machinery Spares	-	34,784	-	34,784	-	16,700	-	16,700	18,085
Total	50,79,829	11,07,170	-	61,86,999	7,79,671	2,88,076	-	10,67,747	51,19,252

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note 4: Capital work-in-progress

Description	As at 01 April 2018	Addition	Deductions / Adjustments	Closing as at 31 March 2019
Bearer plant - young trees	14,67,947	6,91,735	(4,58,482)	17,01,200
Bearer plant - nursery	50,758	50,676	(50,758)	50,676
Others	1,982	1,26,750	-	1,28,731
Total	15,20,686	8,69,161	(5,09,240)	18,80,607

Description	As at 01 April 2019	Addition	Deductions / Adjustments	Closing as at 31 March 2020
Bearer plant - young trees	17,51,876	2,62,565	(9,84,521)	10,29,920
Others	1,28,731	39,678	-	1,68,410
Total	18,80,607	3,52,920	(9,84,521)	11,98,330

Note: 5 Investment in associate

Particulars	31st March 2020	31st March 2019
Unquoted		
Investments in equity instruments		
Sangam Investments Ltd 24,150 Equity shares of Rs 10 each fully paid	1,232	1,232
Total	1,232	1,232
(a) Aggregate amount of unquoted investments		

Note: 6 Investments

Particulars	31st March 2020	31st March 2019
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Unquoted		
a) Woodland Multiplicity Hospitals Limited 1,130 Equity Shares of Rs 10 each fully paid up	2,224	2,224
b) ABC Tea Workers' Welfare Services (Formerly Assam Bengal Cereals Ltd.) 1000 Equity Shares of Rs 10 each fully paid up	100	100
c) Allied International Products Limited 21,500 Equity Shares of Rs 10 each fully paid up	215	215
d) Cachar Club Limited 20 Ordinary Shares of Rs 10 each fully paid up	21	21
e) Jalpaiguri Club Limited 20 Ordinary Shares of Rs 10 each fully paid up	-	-
ii) Quoted		
Dhelakhat Tea Company Limited	90,937	90,937
Other Investments through FVTPL		
Investment in preference share - Others		
Unquoted		
3 Preference shares of ₹ 10 each fully paid up	-	-
Total	93,497	93,497

Note: 7 Non current tax asset (net)

Particulars	31st March 2020	31st March 2019
Advance income tax, tax deducted at source and refund receivable [net of provision for tax of Rs. 202,737 (31 March 2019: Rs.149,195)]	5,33,980	4,78,886
Total	5,33,980	4,78,886

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note: 8 Deferred tax assets (net)

Particulars	31st March 2020	31st March 2019
Deferred tax asset		
Expenses allowable on payment basis	1,85,718	2,59,433
Biological asset other than bearer plant	266	267
Inventory - black tea	4,848	13,910
Investments	-	-
Gross deferred tax assets	1,90,832	2,73,610
Deferred tax liability		
Property, plant and equipment	36,488	1,16,408
Investments	10,423	11,337
Gross deferred tax liability	46,911	1,27,746
Net deferred tax asset	1,43,921	1,45,864

Note: 9 Other non-current assets

Particulars	31st March 2020	31st March 2019
Advance others	1,17,670	1,78,315
Total	1,17,670	1,78,315

Note: 10 Inventories

Particulars	31st March 2020	31st March 2019
Stock of tea	20,98,844	18,51,668
Stores and spares	2,62,022	3,35,091
Total	23,60,866	21,86,759

Note :11 Biological assets other than bearer plants

Particulars	31st March 2020	31st March 2019
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	17,698	41,796
Total	17,698	41,796

Reconciliation of changes in the carrying amount of biological assets	31st March 2020	31st March 2019
Opening balance	41,796	33,844
Gain/ (loss) arising from changes in fair value less costs to sell	2,950	2,738
Increases due to purchases/ flushing during the year	14,748	39,058
Decreases due to harvest during the year	(41,796)	(33,844)
Closing balance	17,698	41,796

Note: Unharvested tea leaves on bushes as at 31 March 2020 was 1,75,623 kgs (31 March 2019 - 4,03,861 kgs)

Note :12 Trade receivables

Particulars	31st March 2020	31st March 2019
Unsecured, considered good	3,58,878	2,50,533
Total	3,58,878	2,50,533

Refer note 38 for credit risk and market risk on trade receivable.

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note: 13 Cash and cash equivalents

Particulars	31st March 2020	31st March 2019
Cash and cash equivalents		
Cash in hand	6,370	8,002
Balances with banks:		
- In current account	64,861	73,509
Total	71,231	81,511

Note: 14 Other financial assets - Current

Particulars	31st March 2020	31st March 2019
Security deposits	17,469	17,469
Total	17,469	17,469

Note: 15 Other current assets

Particulars	31st March 2020	31st March 2019
Balances with excise and other government authorities	1,29,624	1,40,217
Advance to vendor	86,455	84,616
Advance to staff	16,849	21,258
Prepaid expenses	12,320	1,307
Total	2,45,248	2,47,397

Note: 16 Equity share capital

Particulars	31st March 2020	31st March 2019
Authorized shares		
12,00,000 Equity shares of Rs 10 each	1,20,000	1,20,000
Issued, subscribed and fully paid-up shares		
9,73,128 Equity shares of Rs.10 each	97,313	97,313
	97,313	97,313

(i) Movement in equity share capital

Particulars	31st March 2020		31st March 2019	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	9,73,128	97,313	9,73,128	97,313
Issued during the year	-	-	-	-
Outstanding at the end of the year	9,73,128	97,313	9,73,128	97,313

(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

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31 March 2020	31st March 2020		31st March 2019	
	No. of shares	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs 10 each fully paid-up					
1. Jardine Henderson, Limited	4,85,366	4,85,366	49.88	4,85,366	49.88
2. Sripadam Investments Ltd.	81,100	81,100	8.33	81,100	8.33
3. Kant & Co. Ltd.	1,00,687	1,00,687	10.35	1,00,487	10.32
4. Monet Securities Private Limited	58,990	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 preceding 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: 17 Other equity

Particulars	31st March 2020	31st March 2019
Reserve and surplus		
(a) Securities premium account	45,594	45,594
(b) General reserve	13,05,922	13,05,922
(c) Retained earnings	6,66,314	5,76,917
Total	20,17,830	19,28,433

Note: 17(a) Securities premium account

Particulars	31st March 2020	31st March 2019
Opening balance	45,594	45,594
Movement during the year	-	-
Closing balance	45,594	45,594

Note: 17(b) General reserve

Particulars	31st March 2020	31st March 2019
Opening balance	13,05,922	13,05,922
Amount transferred from retained earnings	-	-
Closing balance	13,05,922	13,05,922

Note: 17(c) Retained earnings

Particulars	31st March 2020	31st March 2019
Opening balance	5,76,917	4,21,818
Net profit/ (loss) for the year	95,263	61,259
Items of other comprehensive income recognised directly in retained earnings	-	-11,466
- Remeasurements of post-employment benefit obligation, net of tax	-	-
Dividend paid	(4,866)	(9,731)
Tax on dividend paid	(1,000)	(2,001)
Prepayment of Subsidy	-	1,17,038
Closing balance	6,66,314	5,76,917

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.

Notes to Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***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: 18 Borrowings (Non-Current)

Particulars	31st March 2020	31st March 2019
Secured		
Car loan from Kotak Mahindra Bank	79,980	40,900
Less: Current maturities of long term debts (included in Note 23)	23,088	15,175
Total	56,892	25,726

Note: 19 Provisions (Non-current)

Particulars	31st March 2020	31st March 2019
Provision for employee benefits		
Provision for gratuity (Refer note 40)	7,96,094	7,02,715
Total	7,96,094	7,02,715

Note: 20 Borrowings (Current)

Particulars	31st March 2020	31st March 2019
Loans repayable on demand		
Secured		
Cash credit from banks	21,19,998	20,66,508
Unsecured		
Intercompany deposit	11,56,470	8,39,000
Total	32,76,468	29,05,508

(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. The above loans carry interest @ 9.5% p.a. (31 March 2020 :@ 9.6% p.a. , 31 March 2019 :@ 10.75% p.a.)

(b) Intercompany deposit from body corporates are unsecured and are repayable on demand. The above deposit carry interest @ 10% p.a (31 March 2020 :@ 10% p.a. , 31 March 2019 :@ 10% p.a.)

Note: 21 Trade payables

Particulars	31st March 2020	31st March 2019
Trade payables (Refer note 38)	24,46,918	26,09,167
Total	24,46,918	26,09,167

Note: As per Micro, small and Medium Enterprise Development Act.2006 the Company is required to identify the Micro, Small and Medium Suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company has initiated the process of identification of such suppliers at the point in time.

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note :22 Other Financial Liabilities

Particulars	31st March 2020	31st March 2019
Current maturities of long-term borrowings	23,088	15,175
Interest accrued but not due borrowings	26,100	28,769
Unpaid dividend	4,128	3,777
Payable to employees	1,76,160	2,51,368
Bonus payable	3,60,631	3,65,236
Others liability payable	35,403	35,936
Total	6,25,510	7,00,261

Note: 23 Other Current Liabilities

Particulars	31st March 2020	31st March 2019
Statutory liabilities	4,11,998	4,22,149
Total	4,11,998	4,22,149

Note: 24 Provisions (Current)

Particulars	31st March 2020	31st March 2019
Provision for employee benefits		
Provision for gratuity (Note 40)	1,88,800	1,81,269
Provision for compensated absences	8,124	6,680
Total	1,96,924	1,87,950

Note: 25 Current tax liabilities

Particulars	31st March 2020	31st March 2019
Provision for tax	3,53,325	3,24,803
Total	3,53,325	3,24,803

Note: 26 Revenue from operations

Particulars	31st March 2020	31st March 2019
Sale of goods:		
Indigenous Sales		
Manufactured Goods (Sale of Tea)	1,02,70,055	90,05,514
Total	1,02,70,055	90,05,514

Note: 27 Other income

Particulars	31st March 2020	31st March 2019
Interest income from financial assets at amortised cost	317	199
Sale of tea waste	9,283	10,529
Sale of scrap	-	2,607
Rent income	2,771	2,213
Profit on sale of property, plant and equipment	-	2,950
Government grant	14,165	388
Sundry receipts	1,30,700	86,131
Total	1,57,236	1,05,017

Notes to Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***Note: 28 Cost of materials consumed**

Particulars	31st March 2020	31st March 2019
Materials:		
Inventory at the beginning of the year	3,35,091	5,67,378
Add: Purchases	12,63,454	10,57,292
Less: Inventory at the end of the year	2,62,022	3,35,091
Total	13,36,523	12,89,579

Note: 29 Changes in inventories of finished goods

Particulars	31st March 2020	31st March 2019
Opening Stock of Tea	18,51,668	17,64,093
Closing Stock of Tea	20,98,843	18,51,668
(Increase)/Decrease	(2,47,175)	(87,575)

Note: 30 Change in carrying amount of biological assets other than bearer plant (gain/(loss))

Particulars	31st March 2020	31st March 2019
Stock at the beginning of the year	41,796	33,844
Stock at the end of year	17,698	41,796
	24,098	(7,952)

Note: 31 Employee benefits expense

Particulars	31st March 2020	31st March 2019
Salaries, Wages and Bonus	57,56,540	45,34,267
Contribution to Provident and other funds	4,72,547	4,18,738
Gratuity	1,41,373	1,26,923
Workmen and Staff Welfare	1,27,060	1,21,625
Total	64,97,520	52,01,553

Note: 32 Finance costs

Particulars	31st March 2020	31st March 2019
Interest and finance charges on financial liabilities not at fair value through profit or loss	5,01,755	4,37,715
Less: Borrowing cost capitalised during the year	22,998	31,367
Total	4,78,757	4,06,347

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 9.60%, (31 March 2019: 9.60%)

Note: 33 Other expenses

Particulars	31st March 2020	31st March 2019
Power and Fuel	12,42,028	12,84,336
Rent	4,367	2,763
Repairs to Buildings	23,338	37,720
Repairs to Machinery	33,302	80,879
Insurance	1,802	3,826
Rates & Taxes	11,936	25,691
Cess/Excise Duty	-	42,287
Brokerage & Commission	95,397	64,340
Freight and Transit Charges	1,17,701	64,777
Cultivation Expenses	17,272	24,243
Director's sitting Fees	1,750	1,750

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
Auditors' Remuneration:-		
Statutory Audit fees	2,200	1,800
Tax Audit fees	500	180
Other Services	1,250	350
Out of pocket expenses		
Miscellaneous Expenses	3,42,595	3,06,066
Total:	18,95,438	19,41,008

Note: 34 Earnings per share

Particulars	31st March 2020	31st March 2019
(a) Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share (INR hundreds)	1,16,224	61,259
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (in numbers)	9,73,128	9,73,128
(c) Nominal value of Equity Share (in Rs.)	10	10
(d) Basic and diluted earnings per share (INR)	11.94	6.30

Note 35: 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 comprehensive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31st March 2020	31st March 2019
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	28,522	28,066
Total current tax expense	28,522	28,066
Deferred tax		
Decrease (increase) in deferred tax assets	(1,66,282)	(18,722)
(Decrease) increase in deferred tax liabilities	1,75,590	20,322
Total deferred tax expense/(benefit)	9,308	1,600
Income tax expense	37,830	29,666

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
Current tax expense recognised in profit or loss		
Current tax on profits for the year	28,522	28,066
Profit and loss		
Total current tax expense (A)	28,522	28,066
Deferred tax expense recognised in profit or loss		
Deferred taxes	9,308	1,600
Total deferred tax expense recognised in profit or loss (B)	9,308	1,600
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(7,365)	(4,712)
Total deferred tax expense recognised in Other comprehensive income (C)	(7,365)	(4,712)
Total deferred tax for the year (B+C)	1,943	(3,112)
Total income tax expense recognised in profit or loss (A+B)	37,830	29,666
Total income tax expense recognised in Other comprehensive income (C)	7,365	4,712
Total income tax expense (A+B+C)	30,465	24,953

Note: 36 Fair value measurements

Financial instruments by category

Particulars	31st March 2020		31st March 2019	
	FVPL	Amortised cost	FVPL	Amortised cost
Financial assets				
Investments in equity instruments	93,497	-	93,497	-
Trade receivables	-	3,58,878	-	2,50,533
Cash and cash equivalents	-	71,231	-	81,511
Other financial assets	-	17,469	-	17,469
Total financial assets	93,497	4,47,578	93,497	3,49,513
Financial liabilities				
Borrowings	-	79,980	-	40,900
Cash credit from banks	-	21,19,998	-	20,66,508
Intercorporate deposit	-	11,56,470	-	8,39,000
Loans repayable on demand	-	-	-	-
Trade payable	-	24,46,918	-	26,09,167
Interest accrued and due on borrowings	-	26,100	-	28,769
Unpaid dividend	-	4,128	-	3,777
Payable to Employees	-	1,76,160	-	2,51,368
Others liability payable	-	35,403	-	35,936
Provision for bonus	-	3,60,631	-	3,65,236
Total financial liabilities	-	64,05,788	-	62,40,661

(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

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilities 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, 2020 and March 31, 2019
- 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 20	31st March 19
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	17,698	41,796

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

Note :37 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, 2020	31st March, 2019
(i) Equity shares		
Final dividend for the year ended 31 March 2020 - Re. .50 (31 March 2019 - Re. 1) per fully paid share	4,866	9,731
Dividend distribution tax	1,000	2,002
(ii) Dividends not recognised at the end of the year		
In addition to the above dividends, since year end the board has recommended the payment of a final dividend of Re.0.50 per fully paid equity share (31 March 2019 – Re. 0.50). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	4,866	4,866
Tax on proposed dividend	1,000	1,000

Notes to Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***Note: 38 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 guarantees.

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:

Particulars	Less than six months	More than six months	Total
Trade receivable as on 31 March 2020 (Gross)	3,58,878	-	3,58,878
Less: Provision for impairment loss	-	-	-
Trade receivable as on 31 March 2020 (Net)	3,58,878	-	3,58,878
Trade receivable as on 31 March 2019 (Gross)	2,50,533	-	2,50,533
Less: Provision for impairment loss	-	-	-
Trade receivable as on 31 March 2019 (Net)	2,50,533	-	2,50,533

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. 447,578 as at 31 March 2020, Rs. 349,513 as at 31 March 2019, 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.

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Contractual maturities of financial liabilities 31st March 2020	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	23,088	56,892	79,980
Cash credit from banks	21,19,998	-	21,19,998
Intercorporate deposit	11,56,470	-	11,56,470
Trade payable	24,46,918	-	24,46,918
Interest accrued and due on borrowings	26,100	-	26,100
Unpaid dividend	4,128	-	4,128
Payable to Employees	1,76,160	-	1,76,160
Others liability payable	35,403	-	35,403
Provision for bonus	3,60,631	-	3,60,631
Total financial liabilities	63,48,896	56,892	64,05,788

Contractual maturities of financial liabilities 31st March 2019	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	15,175	25,725	40,900
Cash credit from banks	20,66,508	-	20,66,508
Intercorporate deposit	8,39,000	-	8,39,000
Trade payable	26,09,167	-	26,09,167
Interest accrued and due on borrowings	28,350	-	28,350
Unpaid dividend	3,777	-	3,777
Payable to Employees	2,51,368	-	2,51,368
Others liability payable	36,355	-	36,355
Provision for bonus	3,65,236	-	3,65,236
Total financial liabilities	62,14,936	25,725	62,40,661

(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-20	31-Mar-19	31-Mar-20	31-Mar-19
Increase by 5% (2019: 5%)*	4,675	4,675	3,313	3,313
Decrease by 5% (2019: 5%)*	(4,675)	(4,675)	(3,313)	(3,313)

* Holding all other variables constant

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

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. The amount recognised as an expense towards contribution to Provident fund for the year aggregates to Rs. 472,547 (2018-19: Rs.418,738).

(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 2018	8,07,697		8,07,697
Current service cost	67,303		67,303
Interest expense/(income)	59,620		59,620
Total amount recognised in profit or loss	1,26,923	-	1,26,923
Remeasurements			
Actuarial (gain)/loss from change in financial assumptions	3,755		3,755
Actuarial (gain)/loss from unexpected experience	12,423		12,423
Total amount recognised in other comprehensive income	16,178	-	16,178
Employer contributions/ premium paid		(66,815)	(66,815)
Benefit payments	(66,815)	66,815	-
31 March 2019	8,83,983	-	8,83,983

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2019	8,83,983		8,83,983
Current service cost	73,307		73,307
Interest expense/(income)	68,067		68,067
Total amount recognised in profit or loss	1,41,374	-	1,41,374
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	44	(44)
Actuarial (gain)/loss from change in financial assumptions	24,016	-	24,016
Actuarial (gain)/loss from unexpected experience	(1,203)	-	(1,203)
Total amount recognised in other comprehensive income	22,813	44	22,769
Employer contributions/ premium paid	-	63,239	(63,239)
Benefit payments	(58,239)	(58,239)	-
31 March 2020	9,89,931	5,044	9,84,887

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31st March 2020	31st March 2019
Discount rate	7.00%	7.70%
Salary growth rate	2.00%	2.00%
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 Years	58 Years
Average Future Service	19.14	19.84

(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 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(1,60,375)	94,431	(54,421)	61,881
Salary growth rate (-/+ 1%)	99,884	(48,147)	66,929	(59,403)
Withdrawal rate (-/+ 1%)	51,104	(11,658)	29,708	(33,016)

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 sensitivity 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, 2020 are Rs. 31,073,132

Notes to Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)*

The weighted average duration of the defined benefit obligation is 4.59 years (31 March, 2019 – 5.39 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, 2020				
Defined benefit obligation (gratuity)	2,01,159	2,78,756	1,28,584	2,88,264
Total	2,01,159	2,78,756	1,28,584	2,88,264
31 March, 2019				
Defined benefit obligation (gratuity)	1,81,269	2,71,300	1,67,726	3,70,541
Total	1,81,269	2,71,300	1,67,726	3,70,541

(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 : 40 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.

The Company is domiciled in India and sells its products in India.

The Company has no customers from whom it derives more than 10% of total revenue.

Note : 41 Related party disclosure

- a) **Associate Company** Sangam Investments Limited
- b) **Key management personnel** Mr Rajvinder Singh - (Wholetime Director)
Mr Vishnu Sharma - (Chief Financial Officer)
Mr Aditya Gupta (Company Secretary)
- c) **Entities having significant influence over the Company :** Jardine Henderson Ltd.
- d) **Key management personnel compensation**

Particulars	31st March 20	31st March 19
Short-term employee benefits	43,649	27,696
Post-employment benefits		
Long-term employee benefits		
Termination benefits		

e) Transactions with related party

The following transactions occurred with related parties:

Particulars	31st March 20	31st March 19
Jardine Henderson Ltd.:		
a) Establishment charge	1,800	1,800
b) Other Services	7,848	7,594
c) Interest on loan	52,858	38,789

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 20	31st March 19
Trade payables (purchases of goods and services) - Jardine Henderson Ltd.	3,18,881	2,32,039
Trade receivables (sale of goods and services) - Jardine Henderson Ltd.		

Notes to Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

g) Loans to/from related parties

Particulars	31st March 20	31st March 19
Loans from Jardine Henderson Ltd.		
Beginning of the year	6,29,000	6,29,000
Loans advanced	2,37,470	-
Loan repayments made	-	-
End of the year	8,66,470	6,29,000

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 : 42 Other notes to accounts

- Estimated amount of contracts remaining to be executed on Capital Account and not provided for Rs. Nil (31 March 2019 – Rs. Nil)
- Contingent liability not provided for:**
 - In respect of Central sales tax matters under appeal Rs. 49,56,717 (31 March 2019 Rs. 49,56,717) and in respect of Value Added Tax matters under appeal Rs. 46,26,677(31 March 2019 Rs. 75,808)
 - In respect of Income Tax matters under appeal Rs. 72,40,063 (31 March 2019 Rs. 59,43,480)
- 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.
- Loans & Advances include Rs. 83,56,500 due from Baranagore Jute Factory P.L.C. and other parties (2019-20 – Rs. 83,56,500) representing old balance being still considered good and recoverable in the opinion of the Management has been treated accordingly in the account.
- Particulars in respect of manufacture of black tea:**

(In kgs)

Year	Licensed Capacity	Installed Capacity	Actual production	Total saleable tea
2019-20	N.A	Not ascertainable in terms of made tea	51,69,949	50,53,500
2018-19			54,70,398	53,59,864

f. Particulars in respect of Sales, Opening and Closing stock of black tea:

Year	Sales		Opening Stock		Closing Stock	
	Quantity (Kg.)	Amount	Quantity (Kg.)	Amount	Quantity (Kg.)	Amount
2019-20	50,66,022	1,02,70,055	14,54,436	18,51,668	13,21,946	20,98,962
2018-19	52,76,864	90,05,514	12,60,902	17,64,093	14,54,436	18,51,668

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 42

In terms of our attached Report of even date

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

For and on behalf of the Board of Directors

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Independent Auditor's Report

To the Members of Rydak Syndicate Limited

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS financial statements of Rydak Syndicate Limited, and its associated company, Sangam Investments Limited, which comprise the balance sheet as at 31 March 2020, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "Consolidated Ind AS financial statements").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 Indian Accounting Standard prescribed under section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2015 (as amended) and other accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2020, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted the Audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's responsibilities for the Audit of the Financial Statements sections of our Report. We are independent of the Company in accordance with the code of Ethics issued by the Institute of the Chartered Accountants of India together with the ethical requirements that are relevant to our Audit of the Consolidated Financial Statement.

We believe that the Audit evidences we have obtained so far is sufficient to provide a basis for our Audit opinion on the Consolidated financial Statement.

Key Audit Matters:

Key Audit Matters are those matters that, in our professional judgment, were of most significant in our Audit of the Consolidated Financial Statement of the current period. These matters are 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.

Sr.No. Key Audit Matters	Auditor's response
1. Change in the Accounting Policy During the Current year the Management changed the Policy of Transferring age of Young trees to Matured Trees from Three years (hitherto followed by the Company) to One year. In consequential the Depreciation charge on Tea Bushes have gone up and Capital WIP has also gone up. .	Audit procedure performed a) In absence of any specific guidelines from Regulatory board, we accepted the management's view that from 2 nd year onwards the tea bushes are ready for plucking. b) We verified the Bush valuation calculation considering the changed Accounting Policy, testing the accuracy and also verified the revised calculation on opening carried forward CWIP. c) Performing substantive checking of the corresponding changes in Bush depreciation also. The procedures performed by us gave us sufficient evidence to conclude about the accuracy of valuation.
2. Recognition of Revenue Application of Revenue recognition "IndAs115-revenue from contracts" involves a number of judgment & estimates. The management is in the process of Reviewing from contracts with their main customers .According to their views they have not entered into any Fixed Price Contract	Audit procedure performed We assessed the Group's process to identify the impact of the Accounting Standard and noted that IndAs 115 is not applicable under the circumstances.

Independent Auditor's Report (Contd.)

3.CWIP-VA Bunglow	Audit procedure performed
Capital Work in Progress includes Rs.163.11 lacs on account of Renovation work carried out at V.A.Bungalow of Baradighi Tea Estate, which will be converted to Bunglow for "Tea & Tourism business" purpose Management treats the same as a separate Project and Capitalise in financial year 2020-21,	<p>a) We have examined the Board of Directors Resolution and eligibility letter from the relevant Authority for Company's operation in a separate segment of Business.</p> <p>b) We have also checked the expenses incurred with the evidences for both 2018-19 & 2019-20.</p> <p>c) In our opinion the CWIP includes mainly Expenses which were otherwise been charged as revenue expenditure and therefore should not be Capitalised fully in Property Plant & Equipment. Revenue expenses as per the Accounting principle followed by the management should be considered as Upkeep Expenses of the Project. Interest on Promoter's Fund has been charged off as Financial Charges.</p>
4.Inventory	Audit procedure performed
As explained by the management due to COVID-19 related restriction on account of Lockdown, physical verification of Inventory as on 31.3.2020 could not be carried out. Accordingly existence and valuation data are generated through System.	<p>a) We have performed the procedure to ensure that the changes in the Inventory (finished goods) between the Audit date and date of the Balance Sheet are properly reconciled with "Roll back" procedure.</p> <p>b) We have performed analytical procedures to test the correctness of Inventory (Stock of Stores) both of existence and valuation.</p> <p>c) The verification performed by us gave us a sufficient evidence to conclude about existence & valuation</p>

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

The Companies Board of Directors is responsible of preparation of other information .The other information comprises of the information included in the management discussion and analysis, Board's report including Annexures , business responsibility report, corporate governance report, shareholders' information, but does not include financial statement and audit report thereon.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statement our responsibility is to read the other information and in doing so, we consider whether the other information is materially inconsistent with the 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 ,we required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the 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 Consolidated 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the 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 operation or has no realistic alternative but to do so.

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

Independent Auditor's Report (Contd.)

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Consolidated Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS financial statements.

As a part of audit in accordance with SA we exercise Professional judgment and maintained professional skepticism throughout the Audit .

We also :

- i) Identify and assess the risk of material misstatement of the Consolidated 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 of our opinion. The risk of not detecting of material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, omissions, misrepresentation or the override of Internal control.
- ii) 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 Act. We also are responsible for expressing our opinion on whether the Company has adequate internal control system in place.
- iii) Evaluate the appropriateness of Accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- iv) Conclude on the appropriateness of the Management's use of the going concern basis of Accounting and based on audit evidences obtained whether a material uncertainty exists related to events and conditions that may cast significant doubts on the entity'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 disclosure in the Consolidated Financial Statement. Our conclusions are based on the audit evidence obtained up to the date of our Audit Report. However in future events or conditions may cause the entity to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure, and content of the Consolidated financial statement, including the disclosures and whether the Consolidated financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. 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, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

Independent Auditor's Report (Contd.)

- (d) in our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;
- (e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 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"; and
- (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 the impact of pending litigations on its financial position in its Consolidated Ind AS financial statement.
 - ii. the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **M. C. DAS & Co**
Chartered Accountants
Firm's Registration Number: 301110E

A. K. BANERJEE
Partner
Membership Number: 050243
UDIN:20050243AAAABR1133

Kolkata
30th July, 2020

Annexure - A to the Auditor's Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Consolidated Ind AS financial statements for the year ended 31 March 2020, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. However updating of the register is in process.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) As explained to us Inventories have been physically verified during the year by the management at reasonable interval ,except for teas lying with Agents. The procedure of physical verification followed by the management are reasonable and adequate in relation to the size of the Company and nature if its business As informed to us no material discrepancies were noted on such verification Due to COVID-19 related nationwide lockdown the Management was unable to physically verify as on the year end.
- (iii) The Company has not granted loans to any bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits under section 73 to76 of the Companies Act,2013 from the public.
- (vi) The Central Government has prescribed the maintenance of cost records under section 148(1) of the Act and such records have been made and maintained.
- (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 provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess, GST and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable except for the following:

Green leaf Cess: Rs. 813970

According to the information and explanations given to us, there are no dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax, and value added tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount (in Rs)	Period to which the amount relates	Forum where dispute is pending
Income Tax	Central Tax	15,61,832	2010-11	CIT(A) 2
Income Tax	Central Tax	56,78,231	2016-17	Appeal Filed in Feb/20
Central Sales Tax Act, 1956	CST`	570663	2017-18	Deputy Commissioner Sales Tax
West Bengal Value added Tax	VAT	46,26,677	2016-17	Deputy Commissioner Sales Tax

- (viii) The Company has not defaulted repayment of loans or borrowing from Bank during the year.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) however term loans received during the year has been utilised for the purpose for which they were taken.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the 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 sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Consolidated Ind AS financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (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 non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

For **M. C. DAS & Co**
Chartered Accountants
Firm's Registration Number: 301110E
A. K. BANERJEE
Partner
Membership Number: 050243
UDIN:20050243AAAABR1133

Annexure - B to the Auditor's Report

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 Rydak Syndicate Limited

("the Company") as of 31 March 2020 in conjunction with our audit of the Consolidated Ind AS 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 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 Consolidated Ind AS 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 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

UDIN:20050243AAAABR1133

Kolkata
30th July, 2020

Consolidated Balance Sheet as at 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	Note	31st March 2020	31st March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	3	51,19,252	43,00,158
Capital work-in-progress	4	11,98,330	18,80,607
Investment in associate	5	-	-
Financial assets			
Investments	6	93,497	93,497
Non current tax asset (net)	7	5,33,980	4,78,886
Deferred tax assets (net)	8	1,43,921	1,45,864
Other non-current assets	9	1,17,670	1,78,315
Total non-current assets		72,06,649	70,77,327
Current assets			
Inventories	10	23,60,866	21,86,759
Biological assets other than bearer plants	11	17,698	41,796
Financial assets			
(i) Trade receivables	12	3,58,878	2,50,533
(ii) Cash and cash equivalents	13	71,231	81,511
(iii) Other financial assets	14	17,469	17,469
Other current assets	15	2,45,248	2,47,397
Total current assets		30,71,390	28,25,465
Total assets		1,02,78,039	99,02,792
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	97,313	97,313
Other equity	17	20,16,597	19,27,200
Total equity		21,13,910	20,24,513
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	56,892	25,726
Provisions	19	7,96,094	7,02,715
Total non-current liabilities		8,52,986	7,28,441
Current liabilities			
Financial liabilities			
(i) Borrowings	20	32,76,468	29,05,508
(ii) Trade payables	21	24,46,918	26,09,167
(iii) Other financial liabilities	22	6,25,510	7,00,261
Other current liabilities	23	4,11,998	4,22,149
Provisions	24	1,96,924	1,87,950
Current tax liabilities	25	3,53,325	3,24,803
Total current liabilities		73,11,143	71,49,838
Total equity and liabilities		1,02,78,039	99,02,792

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 43

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

In terms of our attached Report of even date

For and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Consolidated Statement of Profit & Loss for the year ended 31st March, 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	Note	31st March 2020	31st March 2019
Income			
Revenue from operations	26	1,02,70,055	90,05,514
Other income	27	1,57,236	1,05,017
Total income		1,04,27,291	91,10,531
Expenses			
Cost of materials consumed	28	13,36,523	12,89,579
Changes in inventories of finished goods	29	(2,47,175)	(87,575)
Change in carrying amount of biological assets other than bearer plant (gain/loss)	30	24,098	(7,952)
Employee benefits expense	31	64,97,520	52,01,553
Finance costs	32	4,78,757	4,06,347
Depreciation expense	3	2,88,076	2,76,646
Other expenses	33	18,95,438	19,41,008
Total expenses		1,02,73,237	90,19,606
Profit before tax		1,54,054	90,925
Tax expense:			
- Current tax	35	28,522	28,066
- Deferred tax	35	9,308	1,600
Total tax expenses		37,830	29,666
Profit for the year		1,16,224	61,259
Share of Profit of Associate		-	-
Net Profit after Taxes and Share of Profit of Associate		1,16,224	1,16,224
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	40	(28,326)	(16,178)
Share of other comprehensive income of associate accounted using equity method		-	-
Income tax relating to these items	40	7,365	4,712
Other comprehensive income for the year, net of tax		(20,961)	(11,466)
Total comprehensive income for the year		95,263	49,793
Earnings per equity share:			
Basic and Diluted (Nominal value per Share ₹ 10)		11.94	6.30

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 43

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

In terms of our attached Report of even date

For and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Consolidated Statement of changes in equity for the year ended 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

A. Equity share capital

Description	Amount
As at 01 April 2018	97,313
Changes in equity share capital	-
As at 31 March 2019	97,313
Changes in equity share capital	-
As at 31 March 2020	97,313

B. Other equity

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2018	45,594	13,04,689	4,21,819	17,73,335
Profit for the year	-	-	61,259	61,259
Other comprehensive income	-	-	(11,466)	(11,466)
Total comprehensive income	-	-	49,793	49,793
Add: Preponment of Subsidy			1,17,039	1,17,039
Dividend paid	-	-	(9,731)	(9,731)
Tax on dividend	-	-	(2,002)	(2,002)
Balance at 31 March 2019	45,594	13,04,689	5,76,917	19,28,433

Description	Reserve and surplus			
	Security Premium account	General reserve	Retained earnings	Total other equity
Balance at 01 April 2019	45,594	13,04,689	5,76,917	19,28,433
Profit for the year	-	-	1,16,224	1,16,224
Other comprehensive income	-	-	(20,961)	(20,961)
Total comprehensive income for the year	-	-	95,263	95,263
Dividend paid	-	-	(4,866)	(4,866)
Tax on dividend	-	-	(1,000)	(1,000)
Balance at 31st March 2020	45,594	13,04,689	6,66,314	20,17,830

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 43

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

In terms of our attached Report of even date

For and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Consolidated Cash flow statement for the year ended 31st March 2020

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	1,54,054	90,925
Adjustments for:		
Depreciation expenses	2,88,076	2,76,646
Finance cost	4,78,757	4,06,347
(Profit)/Loss on sale of property, plant and equipment	-	(2,950)
Operating Profit before Working Capital Changes	9,20,887	7,70,968
Adjustments for:		
Non-Current/Current financial and other assets	(76,548)	80,699
Inventories	(1,74,107)	53,275
Non-Current/Current financial and other liabilities/provisions	(1,45,149)	2,37,199
Cash generated from operations	5,25,083	11,42,141
Income Tax paid	(55,094)	(54,089)
Net Cash flow from Operating activities	4,69,989	10,88,052
B CASH FLOW FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	(3,74,774)	(8,08,464)
Net Cash used in Investing activities	(3,74,774)	(8,08,464)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayment) of short term borrowings	31,166	5,087
Proceeds from long term borrowings	3,70,960	1,90,228
Interest paid	(5,01,755)	(4,37,715)
Dividend paid	(5,866)	(11,732)
Net Cash used in financing activities	(1,05,495)	(2,54,131)
Net increase in cash & Cash Equivalents	(10,280)	25,456
Cash and Cash equivalents as at the beginning of the year	81,511	56,055
Cash and Cash equivalents as at the end of the year	71,231	81,511

Note-

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

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 43

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

In terms of our attached Report of even date

For and on behalf of the Board of Directors

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

Suparna Chakraborti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

Notes to Consolidated Financial Statements

1 General Information

Rydak Tea Company Limited is a Company incorporated under the Companies Act, 1956. 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 2020 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, 2020 were approved by the Board of Directors and authorised for issue on signing date of accounts 30th July, 2020.

Standards issued but not yet effective

Ind AS 115 - Revenue from Contracts with Customers

The Ministry of Corporate Affairs ('MCA') has notified Ind AS - 115 - "Revenue from Contract with Customers" which becomes effective from 01 April 2018. Ind AS 115 requires recognition of revenue to depict transfer of promised goods and services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for these goods and services. It also requires that revenue should be recognised when the control over the goods or services have been transferred to the buyer.

The Company is in the process of assessing the detailed impact of Ind AS 115. Presently, the Company is not able to reasonably estimate the impact that application of Ind AS 115 is expected to have on its financial statements, except that adoption of Ind AS 115 is not expected to significantly change the timing of the Company's revenue recognition.

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 Principles of consolidation and equity accounting

(i) Associates

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (ii) below), after initially being recognised at cost.

(ii) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

- (iii) The difference between the cost of the investment and the Group's share of the net fair value of the investee's identifiable assets and liabilities at the time of acquisition of share in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- (iv) The financial statements of the associates used in the consolidation are drawn up to the same reporting date as that of the Group i.e. 31st March, 2020.
- (v) In case of one associate viz., Sangam Investments Ltd, as Group's share of loss exceeds the carrying amount of investment, the loss over the value of the investment has not been considered in Consolidated Financial Statement and investment is considered at Nil value.

Notes to Consolidated Financial Statements (Contd.)

2.4 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.

2.5 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 definition 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.

2.6 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.

2.7 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	79
Office equipments	3 - 10
Vehicles	8 - 10
Software	5

2.8 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.

2.9 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.

Notes to Consolidated Financial Statements (Contd.)

- (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.

2.10 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.

Notes to Consolidated Financial Statements (Contd.)

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.

2.11 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.

2.12 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.

2.13 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.

2.14 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 Consolidated Financial Statements (Contd.)

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.

2.15 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.

2.16 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.

2.17 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.

2.18 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.

2.19 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 Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note 3 : Property, plant and equipment

Particulars	Gross carrying amount			Accumulated Depreciation			Net carrying amount		
	As at 01 April 2018	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2019	As on 01 April 2018	Charge during the year	Deductions/ Adjustments	As at 31 March 2019	As at 31 March 2018
Leasehold land	2,03,729	-	-	2,03,729	-	-	-	2,03,729	2,03,729
Bearer plant	26,55,726	4,58,482	-	31,14,208	1,09,680	56,616	-	29,47,911	25,46,045
Buildings	3,15,969	1,177	-	3,17,146	40,392	18,823	-	2,57,932	2,75,577
Plant & Machinery	11,51,449	1,41,129	-	12,92,579	3,18,802	1,71,593	-	8,02,184	8,32,648
Furniture & Fixture	3,966	878	-	4,844	1,517	555	-	2,072	2,449
Motor & Other Vehicles	1,16,405	23,165	-	1,39,570	28,490	27,735	-	83,345	87,914
Office equipments	6,509	1,245	-	7,753	4,144	1,324	-	5,467	2,365
Total	44,53,752	6,26,077	-	50,79,829	5,03,025	2,76,646	-	7,79,671	39,50,727

Particulars	Gross carrying amount			Accumulated Depreciation			Net Carrying Amount		
	As at 01 April 2019	Addition/ Adjustments	Deductions/ Adjustments	As at 31 March 2020	As on 01 April 2019	Charge during the year	Deductions/ Adjustments	As at 31 March 2020	As at 31 March 2019
Leasehold land	2,03,729	-	-	2,03,729	-	-	-	-	2,03,729
Bearer plant	31,14,208	9,84,521	-	40,98,729	1,66,297	77,868	-	2,44,165	38,54,565
Buildings	3,17,146	-	-	3,17,146	59,215	14,602	-	73,817	2,43,329
Plant & Machinery	12,92,579	7,014	-	12,99,592	4,90,395	1,36,687	-	6,27,082	8,02,184
Furniture & Fixture	4,844	-	-	4,844	2,072	491	-	2,563	2,281
Motor & Other Vehicles	1,39,570	78,388	-	2,17,958	56,225	40,140	-	96,365	1,21,593
Office equipments	7,753	2,463	-	10,216	5,467	1,588	-	7,056	3,160
Plant & Machinery Spares	-	34,784	-	34,784	-	16,700	-	16,700	18,085
Total	50,79,829	11,07,170	-	61,86,999	7,79,671	2,88,076	-	10,67,747	51,19,252

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note 4: Capital work-in-progress

Description	As at 01 April 2018	Addition	Deductions / Adjustments	Closing as at 31 March 2019
Bearer plant - young trees	14,67,947	6,91,735	(4,58,482)	17,01,200
Bearer plant - nursery	50,758	50,676	(50,758)	50,676
Others	1,982	1,26,750	-	1,28,731
Total	15,20,686	8,69,161	(5,09,240)	18,80,607

Description	As at 01 April 2019	Addition	Deductions / Adjustments	Closing as at 31 March 2020
Bearer plant - young trees	17,51,876	2,62,565	(9,84,521)	10,29,920
Others	1,28,731	39,678	-	1,68,410
Total	18,80,607	3,52,920	(9,84,521)	11,98,330

Note: 5 Investment in associate

Particulars	31st March 2020	31st March 2019
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		

Note: 6 Investments

Particulars	31st March 2020	31st March 2019
Investment in equity shares designated at FVPL - Others (fully paid up):		
i) Unquoted		
a) Woodland Multiplicity Hospitals Limited 1,130 Equity Shares of Rs 10 each fully paid up	2,224	2,224
b) ABC Tea Workers' Welfare Services (Formerly Assam Bengal Cereals Ltd.) 1000 Equity Shares of Rs 10 each fully paid up	100	100
c) Allied International Products Limited 21,500 Equity Shares of Rs 10 each fully paid up	215	215
d) Cachar Club Limited 20 Ordinary Shares of Rs 10 each fully paid up	21	21
e) Jalpaiguri Club Limited 20 Ordinary Shares of Rs 10 each fully paid up	-	-
ii) Quoted		
Dhelakhat Tea Company Limited	90,937	90,937
Other Investments through FVTPL		
Investment in preference share - Others		
Unquoted		
3 Preference shares of ₹ 10 each fully paid up	-	-
Total	93,497	93,497

Note: 7 Non current tax asset (net)

Particulars	31st March 2020	31st March 2019
Advance income tax, tax deducted at source and refund receivable [net of provision for tax of Rs. 202,737 (31 March 2019: Rs.149,195)]	5,33,980	4,78,886
Total	5,33,980	4,78,886

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note: 8 Deferred tax assets (net)

Particulars	31st March 2020	31st March 2019
Deferred tax asset		
Expenses allowable on payment basis	1,85,718	2,59,433
Biological asset other than bearer plant	266	267
Inventory - black tea	4,848	13,910
Investments	-	-
Gross deferred tax assets	1,90,832	2,73,610
Deferred tax liability		
Property, plant and equipment	36,488	1,16,408
Investments	10,423	11,337
Gross deferred tax liability	46,911	1,27,746
Net deferred tax asset	1,43,921	1,45,864

Note: 9 Other non-current assets

Particulars	31st March 2020	31st March 2019
Advance others	1,17,670	1,78,315
Total	1,17,670	1,78,315

Note: 10 Inventories

Particulars	31st March 2020	31st March 2019
Stock of tea	20,98,844	18,51,668
Stores and spares	2,62,022	3,35,091
Total	23,60,866	21,86,759

Note :11 Biological assets other than bearer plants

Particulars	31st March 2020	31st March 2019
Fair value of biological assets other than bearer plants (Unharvested tea leaves)	17,698	41,796
Total	17,698	41,796

Reconciliation of changes in the carrying amount of biological assets	31st March 2020	31st March 2019
Opening balance	41,796	33,844
Gain/ (loss) arising from changes in fair value less costs to sell	2,950	2,738
Increases due to purchases/ flushing during the year	14,748	39,058
Decreases due to harvest during the year	(41,796)	(33,844)
Closing balance	17,698	41,796

Note: Unharvested tea leaves on bushes as at 31 March 2020 was 1,75,623 kgs (31 March 2019 - 4,03,861 kgs)

Note :12 Trade receivables

Particulars	31st March 2020	31st March 2019
Unsecured, considered good	3,58,878	2,50,533
Total	3,58,878	2,50,533

Refer note 38 for credit risk and market risk on trade receivable.

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***Note: 13 Cash and cash equivalents**

Particulars	31st March 2020	31st March 2019
Cash and cash equivalents		
Cash in hand	6,370	8,002
Balances with banks:		
- In current account	64,861	73,509
Total	71,231	81,511

Note: 14 Other financial assets - Current

Particulars	31st March 2020	31st March 2019
Security deposits	17,469	17,469
Total	17,469	17,469

Note: 15 Other current assets

Particulars	31st March 2020	31st March 2019
Balances with excise and other government authorities	1,29,624	1,40,217
Advance to vendor	86,455	84,616
Advance to staff	16,849	21,258
Prepaid expenses	12,320	1,307
Total	2,45,248	2,47,397

Note: 16 Equity share capital

Particulars	31st March 2020	31st March 2019
Authorized shares		
12,00,000 Equity shares of Rs 10 each	1,20,000	1,20,000
Issued, subscribed and fully paid-up shares		
9,73,128 Equity shares of Rs.10 each	97,313	97,313
	97,313	97,313

(i) Movement in equity share capital

Particulars	31st March 2020		31st March 2019	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the year	9,73,128	97,313	9,73,128	97,313
Issued during the year	-	-	-	-
Outstanding at the end of the year	9,73,128	97,313	9,73,128	97,313

(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

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31 March 2020	31st March 2020		31st March 2019	
	No. of shares	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs 10 each fully paid-up					
1. Jardine Henderson, Limited	4,85,366	4,85,366	49.88	4,85,366	49.88
2. Sripadam Investments Ltd.	81,100	81,100	8.33	81,100	8.33
3. Kant & Co. Ltd.	1,00,687	1,00,687	10.35	1,00,487	10.32
4. Monet Securities Private Limited	58,990	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 preceding 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: 17 Other equity

Particulars	31st March 2020	31st March 2019
Reserve and surplus		
(a) Securities premium account	45,594	45,594
(b) General reserve	13,04,689	13,04,689
(c) Retained earnings	6,66,314	5,76,917
Total	20,16,597	19,27,200

Note: 17(a) Securities premium account

Particulars	31st March 2020	31st March 2019
Opening balance	45,594	45,594
Movement during the year	-	-
Closing balance	45,594	45,594

Note: 17(b) General reserve

Particulars	31st March 2020	31st March 2019
Opening balance	13,04,689	13,04,689
Amount transferred from retained earnings	-	-
Closing balance	13,04,689	13,04,689

Note: 17(c) Retained earnings

Particulars	31st March 2020	31st March 2019
Opening balance	5,76,917	4,21,818
Net profit/ (loss) for the year	95,263	61,259
Items of other comprehensive income recognised directly in retained earnings	-	-11,466
- Remeasurements of post-employment benefit obligation, net of tax	-	-
Dividend paid	(4,866)	(9,731)
Tax on dividend paid	(1,000)	(2,001)
Prepayment of Subsidy	-	1,17,038
Closing balance	6,66,314	5,76,917

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.

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***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: 18 Borrowings (Non-Current)

Particulars	31st March 2020	31st March 2019
Secured		
Car loan from Kotak Mahindra Bank	79,980	40,900
Less: Current maturities of long term debts (included in Note 23)	23,088	15,175
Total	56,892	25,726

Note: 19 Provisions (Non-current)

Particulars	31st March 2020	31st March 2019
Provision for employee benefits		
Provision for gratuity (Refer note 40)	7,96,094	7,02,715
Total	7,96,094	7,02,715

Note: 20 Borrowings (Current)

Particulars	31st March 2020	31st March 2019
Loans repayable on demand		
Secured		
Cash credit from banks	21,19,998	20,66,508
Unsecured		
Intercompany deposit	11,56,470	8,39,000
Total	32,76,468	29,05,508

(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. The above loans carry interest @ 9.5% p.a. (31 March 2020 :@ 9.6% p.a. , 31 March 2019 :@ 10.75% p.a.)

(b) Intercompany deposit from body corporates are unsecured and are repayable on demand. The above deposit carry interest @ 10% p.a (31 March 2020 :@ 10% p.a. , 31 March 2019 :@ 10% p.a.)

Note: 21 Trade payables

Particulars	31st March 2020	31st March 2019
Trade payables (Refer note 38)	24,46,918	26,09,167
Total	24,46,918	26,09,167

Note: As per Micro, small and Medium Enterprise Development Act.2006 the Company is required to identify the Micro, Small and Medium Suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company has initiated the process of identification of such suppliers at the point in time.

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Note :22 Other Financial Liabilities

Particulars	31st March 2020	31st March 2019
Current maturities of long-term borrowings	23,088	15,175
Interest accrued but not due borrowings	26,100	28,769
Unpaid dividend	4,128	3,777
Payable to employees	1,76,160	2,51,368
Bonus payable	3,60,631	3,65,236
Others liability payable	35,403	35,936
Total	6,25,510	7,00,261

Note: 23 Other Current Liabilities

Particulars	31st March 2020	31st March 2019
Statutory liabilities	4,11,998	4,22,149
Total	4,11,998	4,22,149

Note: 24 Provisions (Current)

Particulars	31st March 2020	31st March 2019
Provision for employee benefits		
Provision for gratuity (Note 40)	1,88,800	1,81,269
Provision for compensated absences	8,124	6,680
Total	1,96,924	1,87,950

Note: 25 Current tax liabilities

Particulars	31st March 2020	31st March 2019
Provision for tax	3,53,325	3,24,803
Total	3,53,325	3,24,803

Note: 26 Revenue from operations

Particulars	31st March 2020	31st March 2019
Sale of goods:		
Indigenous Sales		
Manufactured Goods (Sale of Tea)	1,02,70,055	90,05,514
Total	1,02,70,055	90,05,514

Note: 27 Other income

Particulars	31st March 2020	31st March 2019
Interest income from financial assets at amortised cost	317	199
Sale of tea waste	9,283	10,529
Sale of scrap	-	2,607
Rent income	2,771	2,213
Profit on sale of property, plant and equipment	-	2,950
Government grant	14,165	388
Sundry receipts	1,30,700	86,131
Total	1,57,236	1,05,017

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***Note: 28 Cost of materials consumed**

Particulars	31st March 2020	31st March 2019
Materials:		
Inventory at the beginning of the year	3,35,091	5,67,378
Add: Purchases	12,63,454	10,57,292
Less: Inventory at the end of the year	2,62,022	3,35,091
Total	13,36,523	12,89,579

Note: 29 Changes in inventories of finished goods

Particulars	31st March 2020	31st March 2019
Opening Stock of Tea	18,51,668	17,64,093
Closing Stock of Tea	20,98,843	18,51,668
(Increase)/Decrease	(2,47,175)	(87,575)

Note: 30 Change in carrying amount of biological assets other than bearer plant (gain/(loss))

Particulars	31st March 2020	31st March 2019
Stock at the beginning of the year	41,796	33,844
Stock at the end of year	17,698	41,796
	24,098	(7,952)

Note: 31 Employee benefits expense

Particulars	31st March 2020	31st March 2019
Salaries, Wages and Bonus	57,56,540	45,34,267
Contribution to Provident and other funds	4,72,547	4,18,738
Gratuity	1,41,373	1,26,923
Workmen and Staff Welfare	1,27,060	1,21,625
Total	64,97,520	52,01,553

Note: 32 Finance costs

Particulars	31st March 2020	31st March 2019
Interest and finance charges on financial liabilities not at fair value through profit or loss	5,01,755	4,37,715
Less: Borrowing cost capitalised during the year	22,998	31,367
Total	4,78,757	4,06,347

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 9.60%, (31 March 2019: 9.60%)

Note: 33 Other expenses

Particulars	31st March 2020	31st March 2019
Power and Fuel	12,42,028	12,84,336
Rent	4,367	2,763
Repairs to Buildings	23,338	37,720
Repairs to Machinery	33,302	80,879
Insurance	1,802	3,826
Rates & Taxes	11,936	25,691
Cess/Excise Duty	-	42,287
Brokerage & Commission	95,397	64,340
Freight and Transit Charges	1,17,701	64,777
Cultivation Expenses	17,272	24,243
Director's sitting Fees	1,750	1,750

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
Auditors' Remuneration:-		
Statutory Audit fees	2,200	1,800
Tax Audit fees	500	180
Other Services	1,250	350
Out of pocket expenses		
Miscellaneous Expenses	3,42,595	3,06,066
Total:	18,95,438	19,41,008

Note: 34 Earnings per share

Particulars	31st March 2020	31st March 2019
(a) Profit attributable to equity holders of the company used in calculating basic and diluted earnings per share (INR hundreds)	1,16,224	61,259
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (in numbers)	9,73,128	9,73,128
(c) Nominal value of Equity Share (in Rs.)	10	10
(d) Basic and diluted earnings per share (INR)	11.94	6.30

Note 35: 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 comprehensive income and how the tax expense is affected by non-assessable and non-deductible items.

Particulars	31st March 2020	31st March 2019
(a) Income tax expense		
Current tax		
Current tax on profits for the year		
Profit and loss	28,522	28,066
Total current tax expense	28,522	28,066
Deferred tax		
Decrease (increase) in deferred tax assets	(1,66,282)	(18,722)
(Decrease) increase in deferred tax liabilities	1,75,590	20,322
Total deferred tax expense/(benefit)	9,308	1,600
Income tax expense	37,830	29,666

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Particulars	31st March 2020	31st March 2019
Current tax expense recognised in profit or loss		
Current tax on profits for the year	28,522	28,066
Profit and loss		
Total current tax expense (A)	28,522	28,066
Deferred tax expense recognised in profit or loss		
Deferred taxes	9,308	1,600
Total deferred tax expense recognised in profit or loss (B)	9,308	1,600
Deferred tax expense recognised in Other comprehensive income		
Deferred taxes	(7,365)	(4,712)
Total deferred tax expense recognised in Other comprehensive income (C)	(7,365)	(4,712)
Total deferred tax for the year (B+C)	1,943	(3,112)
Total income tax expense recognised in profit or loss (A+B)	37,830	29,666
Total income tax expense recognised in Other comprehensive income (C)	7,365	4,712
Total income tax expense (A+B+C)	30,465	24,953

Note: 36 Fair value measurements

Financial instruments by category

Particulars	31st March 2020		31st March 2019	
	FVPL	Amortised cost	FVPL	Amortised cost
Financial assets				
Investments in equity instruments	93,497	-	93,497	-
Trade receivables	-	3,58,878	-	2,50,533
Cash and cash equivalents	-	71,231	-	81,511
Other financial assets	-	17,469	-	17,469
Total financial assets	93,497	4,47,578	93,497	3,49,513
Financial liabilities				
Borrowings	-	79,980	-	40,900
Cash credit from banks	-	21,19,998	-	20,66,508
Intercorporate deposit	-	11,56,470	-	8,39,000
Loans repayable on demand	-	-	-	-
Trade payable	-	24,46,918	-	26,09,167
Interest accrued and due on borrowings	-	26,100	-	28,769
Unpaid dividend	-	4,128	-	3,777
Payable to Employees	-	1,76,160	-	2,51,368
Others liability payable	-	35,403	-	35,936
Provision for bonus	-	3,60,631	-	3,65,236
Total financial liabilities	-	64,05,788	-	62,40,661

(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

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

from observable current market transactions in the same instrument nor are they based on available market data.

The entire financial assets and liabilities 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, 2020 and March 31, 2019
- 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 20	31st March 19
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	17,698	41,796

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

Note :37 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, 2020	31st March, 2019
(i) Equity shares		
Final dividend for the year ended 31 March 2020 - Re. .50 (31 March 2019 - Re. 1) per fully paid share	4,866	9,731
Dividend distribution tax	1,000	2,002
(ii) Dividends not recognised at the end of the year		
In addition to the above dividends, since year end the board has recommended the payment of a final dividend of Re.0.50 per fully paid equity share (31 March 2019 – Re. 0.50). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	4,866	4,866
Tax on proposed dividend	1,000	1,000

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***Note: 38 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 guarantees.

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:

Particulars	Less than six months	More than six months	Total
Trade receivable as on 31 March 2020 (Gross)	3,58,878	-	3,58,878
Less: Provision for impairment loss	-	-	-
Trade receivable as on 31 March 2020 (Net)	3,58,878	-	3,58,878
Trade receivable as on 31 March 2019 (Gross)	2,50,533	-	2,50,533
Less: Provision for impairment loss	-	-	-
Trade receivable as on 31 March 2019 (Net)	2,50,533	-	2,50,533

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. 447,578 as at 31 March 2020, Rs. 349,513 as at 31 March 2019, 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.

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

Contractual maturities of financial liabilities 31st March 2020	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	23,088	56,892	79,980
Cash credit from banks	21,19,998	-	21,19,998
Intercorporate deposit	11,56,470	-	11,56,470
Trade payable	24,46,918	-	24,46,918
Interest accrued and due on borrowings	26,100	-	26,100
Unpaid dividend	4,128	-	4,128
Payable to Employees	1,76,160	-	1,76,160
Others liability payable	35,403	-	35,403
Provision for bonus	3,60,631	-	3,60,631
Total financial liabilities	63,48,896	56,892	64,05,788

Contractual maturities of financial liabilities 31st March 2019	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	15,175	25,725	40,900
Cash credit from banks	20,66,508	-	20,66,508
Intercorporate deposit	8,39,000	-	8,39,000
Trade payable	26,09,167	-	26,09,167
Interest accrued and due on borrowings	28,350	-	28,350
Unpaid dividend	3,777	-	3,777
Payable to Employees	2,51,368	-	2,51,368
Others liability payable	36,355	-	36,355
Provision for bonus	3,65,236	-	3,65,236
Total financial liabilities	62,14,936	25,725	62,40,661

(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-20	31-Mar-19	31-Mar-20	31-Mar-19
Increase by 5% (2019: 5%)*	4,675	4,675	3,313	3,313
Decrease by 5% (2019: 5%)*	(4,675)	(4,675)	(3,313)	(3,313)

* Holding all other variables constant

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***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. The amount recognised as an expense towards contribution to Provident fund for the year aggregates to Rs. 472,547 (2018-19: Rs.418,738).

(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 2018	8,07,697		8,07,697
Current service cost	67,303		67,303
Interest expense/(income)	59,620		59,620
Total amount recognised in profit or loss	1,26,923	-	1,26,923
Remeasurements			
Actuarial (gain)/loss from change in financial assumptions	3,755		3,755
Actuarial (gain)/loss from unexpected experience	12,423		12,423
Total amount recognised in other comprehensive income	16,178	-	16,178
Employer contributions/ premium paid		(66,815)	(66,815)
Benefit payments	(66,815)	66,815	-
31 March 2019	8,83,983	-	8,83,983

Particulars	Present value of obligation	Fair value of plan assets	Net amount
1 April 2019	8,83,983		8,83,983
Current service cost	73,307		73,307
Interest expense/(income)	68,067		68,067
Total amount recognised in profit or loss	1,41,374	-	1,41,374
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	44	(44)
Actuarial (gain)/loss from change in financial assumptions	24,016	-	24,016
Actuarial (gain)/loss from unexpected experience	(1,203)	-	(1,203)
Total amount recognised in other comprehensive income	22,813	44	22,769
Employer contributions/ premium paid	-	63,239	(63,239)
Benefit payments	(58,239)	(58,239)	-
31 March 2020	9,89,931	5,044	9,84,887

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

(iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31st March 2020	31st March 2019
Discount rate	7.00%	7.70%
Salary growth rate	2.00%	2.00%
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 Years	58 Years
Average Future Service	19.14	19.84

(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 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+ 1%)	(1,60,375)	94,431	(54,421)	61,881
Salary growth rate (-/+ 1%)	99,884	(48,147)	66,929	(59,403)
Withdrawal rate (-/+ 1%)	51,104	(11,658)	29,708	(33,016)

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 sensitivity 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, 2020 are Rs. 31,073,132

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)*

The weighted average duration of the defined benefit obligation is 4.59 years (31 March, 2019 – 5.39 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, 2020				
Defined benefit obligation (gratuity)	2,01,159	2,78,756	1,28,584	2,88,264
Total	2,01,159	2,78,756	1,28,584	2,88,264
31 March, 2019				
Defined benefit obligation (gratuity)	1,81,269	2,71,300	1,67,726	3,70,541
Total	1,81,269	2,71,300	1,67,726	3,70,541

(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 : 40 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.

The Company is domiciled in India and sells its products in India.

The Company has no customers from whom it derives more than 10% of total revenue.

Note : 41 Related party disclosure

- a) **Associate Company** Sangam Investments Limited
- b) **Key management personnel** Mr Rajvinder Singh - (Wholetime Director)
Mr Vishnu Sharma - (Chief Financial Officer)
Mr Aditya Gupta (Company Secretary)
- c) **Entities having significant influence over the Company :** Jardine Henderson Ltd.
- d) **Key management personnel compensation**

Particulars	31st March 20	31st March 19
Short-term employee benefits	43,649	27,696
Post-employment benefits		
Long-term employee benefits		
Termination benefits		

e) Transactions with related party

The following transactions occurred with related parties:

Particulars	31st March 20	31st March 19
Jardine Henderson Ltd.:		
a) Establishment charge	1,800	1,800
b) Other Services	7,848	7,594
c) Interest on loan	52,858	38,789

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 20	31st March 19
Trade payables (purchases of goods and services) - Jardine Henderson Ltd.	3,18,881	2,32,039
Trade receivables (sale of goods and services) - Jardine Henderson Ltd.		

Notes to Consolidated Financial Statements (Contd.)

(All amounts in INR hundreds, unless otherwise stated)

g) Loans to/from related parties

Particulars	31st March 20	31st March 19
Loans from Jardine Henderson Ltd.		
Beginning of the year	6,29,000	6,29,000
Loans advanced	2,37,470	-
Loan repayments made	-	-
End of the year	8,66,470	6,29,000

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 : 42 Other notes to accounts

- Estimated amount of contracts remaining to be executed on Capital Account and not provided for Rs. Nil (31 March 2019 – Rs. Nil)
- Contingent liability not provided for:**
 - In respect of Central sales tax matters under appeal Rs. 49,56,717 (31 March 2019 Rs. 49,56,717) and in respect of Value Added Tax matters under appeal Rs. 46,26,677(31 March 2019 Rs. 75,808)
 - In respect of Income Tax matters under appeal Rs. 72,40,063 (31 March 2019 Rs. 59,43,480)
- 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.
- Loans & Advances include Rs. 83,56,500 due from Baranagore Jute Factory P.L.C. and other parties (2019-20 – Rs. 83,56,500) representing old balance being still considered good and recoverable in the opinion of the Management has been treated accordingly in the account.
- Particulars in respect of manufacture of black tea:**

(In kgs)

Year	Licensed Capacity	Installed Capacity	Actual production	Total saleable tea
2019-20	N.A	Not ascertainable in terms	51,69,949	50,53,500
2018-19		of made tea	54,70,398	53,59,864

f. Particulars in respect of Sales, Opening and Closing stock of black tea:

Year	Sales		Opening Stock		Closing Stock	
	Quantity (Kg.)	Amount	Quantity (Kg.)	Amount	Quantity (Kg.)	Amount
2019-20	50,66,022	1,02,70,055	14,54,436	18,51,668	13,21,946	20,98,962
2018-19	52,76,864	90,05,514	12,60,902	17,64,093	14,54,436	18,51,668

Note: 43 Interests in other entity

Interest in associate

Set out below is the associate of the Group as at 31 March 2020. 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 activities
				31 March 2020 %	31 March 2019 %	
Sangam Investments Limited	India	Associate	Equity method	24.15%	24.15%	Trading and investment activities

Notes to Consolidated Financial Statements (Contd.)*(All amounts in INR hundreds, unless otherwise stated)***(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.

Summarised balance sheet	Sangam Investments Limited	
	31 March 2020	31 March 2019
Total current assets	4,041	3,982
Total non-current assets	804	804
Total current liabilities	37,235	36,635
Total non-current liabilities	-	-
Net assets	(32,390)	(31,849)

Summarised statement of profit and loss

Summarised statement of profit and loss	Sangam Investments Limited	
	31 March 2020	31 March 2019
Revenue	66	127
Profit for the year	(541)	(203)
Other comprehensive income	-	-
Total comprehensive income	(541)	(203)

Reconciliation to carrying amounts

	Sangam Investments Limited	
	31 March 2020	31 March 2019
Closing net assets	(32,390)	(31,849)
Group's share in %	24.15%	24.15%
Group's shares	(7,822)	(7,692)
Group's shares of losses exceeding investments not recognised	7,822	7,692
Carrying amount	-	-

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 43

In terms of our attached Report of even date

For **M. C. DAS & Co**

Chartered Accountants

Firm's Registration Number: 301110E

A. K. BANERJEE

Partner

Membership Number: 050243

Place: Kolkata

Date: 30th July, 2020

For and on behalf of the Board of Directors

Suparna Chakrabortti

Director

DIN: 07090308

Aditya Gupta

Company Secretary

Rajvinder Singh

Whole-Time Director

DIN: 06931916

Vishnu Sharma

Chief Financial Officer

RYDAK SYNDICATE LIMITED

CIN : L65993WB1900PLC001417

4, Dr. Rajendra Prasad Sarani

Kolkata - 700 001