

**125TH ANNUAL REPORT**



**RYDAK SYNDICATE LIMITED**

FOR THE YEAR ENDED 31ST MARCH, 2023

# Corporate Information

## BOARD OF DIRECTORS

Mr. Rajvinder Singh	<i>Managing Director</i>
Mr. Subir Das	<i>Non-Executive Independent Director</i>
Ms. Suparna Charkrabortti	<i>Non-Executive Independent Director</i>
Mr. Prabir Kumar Bhattacharjee	<i>Non-Executive Independent Director</i>

## KEY MANAGERIAL PERSONNEL

Ms. Nishita Dutta Chadda	<i>Company Secretary</i>
Mr. Aditya Gupta	<i>Chief Financial Officer</i>

## REGISTERED OFFICE

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

## CIN

L65993WB1900PLC001417

## BANKER

State Bank of India Limited  
Kotak Mahindra Bank Limited

## STATUTORY AUDITORS

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

## REGISTRAR AND SHARE TRANSFER AGENTS

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

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## Contents

Notice	2
Directors' Report	11
Independent Auditor's Report	35
Balance Sheet	46
Statement of Profit & Loss	47
Cash Flow Statement	48
Statement of changes in equity	49
Notes to Financial Statements	50
Consolidated Accounts	79

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# NOTICE TO THE SHAREHOLDERS

To,  
The Members of  
**RYDAK SYNDICATE LIMITED**

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

## **ORDINARY BUSINESS:**

### **1. Adoption of Financial Statements**

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

### **2. Declaration of Dividend**

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

## **SPECIAL BUSINESS:**

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

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

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

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

**By Order of the Board of Directors**

For **Rydak Syndicate Limited**

## **Registered Office:**

4, Dr. Rajendra Prasad Sarani,

Kolkata – 700001

**CIN:** L65993WB1900PLC001417

**Phone:** (033) 2230-4351

**Fax:** (033) 2230-7555

**Email:** compliances@rydaksyndicate.com

**Website:** www.rydaksyndicate.com

**Date:** 9th August, 2023

**Place:** Kolkata

**Nishita Dutta Chadda**

*Company Secretary*

## Notice *(Contd.)*

### NOTES:

#### 1. Explanatory Statement

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

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

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

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

- b. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is (033) 2230-4351 (5 lines).
- c. In terms of the aforementioned MCA Circulars and SEBI Circular, since the physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 125th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 125th AGM through VC Facility and e- Voting during the 125th AGM.
- d. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. However, the participation of members holding 2% or more is not restricted on first come first serve basis. Members can log in and join 15 minutes prior to the scheduled time of meeting and window for joining shall be kept open till the expiry of 15 minutes after the scheduled time.
- e. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
- f. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-Voting, for participation in the 125th AGM through VC/OAVM Facility and e-Voting during the 125th AGM.
- g. Attendance of the Members participating in the 125th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- h. Members can raise questions during the meeting or in advance at [compliances@rydaksyndicate.com](mailto:compliances@rydaksyndicate.com). However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

#### 3. Corporate Representation

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

#### 4. Inspection By Members

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

#### 5. Book Closure

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

## 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 Agent (RTA), Niche Technologies Pvt. Ltd., who will provide the form on request. In respect of shares held in electronic/demat form, the Members may please contact their respective depository participant.

### 8. Communication

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

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

Members may note that the above mentioned documents will also be available on the website of the Company at [www.rydaksyndicate.com](http://www.rydaksyndicate.com) under "Investors" section.

### 9. Registrar & Share Transfer Agents

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

Niche Technologies Pvt. Ltd.

3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata- 700017

Phone No.: 033 2280 6616 / 17 / 18; Telefax: 033 2280 6619, Email: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)

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

### 10. Unclaimed Dividend

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

### 11. Transfer of Unclaimed Shares to the IEPF Authority

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

## Notice *(Contd.)*

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](http://www.iepf.gov.in).

### 12. Mandatory PAN Submission

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

### 13. Dematerialization of Shareholding

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

### 14. Instruction for Electronic Voting (E-Voting)

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

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, links are also provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> </ol>

## Notice *(Contd.)*

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

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

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

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

## Notice *(Contd.)*

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

- i) The shareholders should log on to the e-voting website at [www.evotingindia.com](http://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](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.  
If you are a first time user follow the steps given below:

For Member holding shares in Demat Form and Physical Form	
<b>PAN</b>	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"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> <li>• 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.</li> </ul>
<b>DOB</b>	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.
<b>Bank Account Number (DBD)</b>	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"> <li>• Please enter the DOB or Bank Account Number in order to login.</li> <li>• 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).</li> </ul>

- vi) After entering these details appropriately, click on "SUBMIT" tab.
- vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN for the relevant Company name i.e., "RYDAK SYNDICATE LIMITED" on which you choose to vote.
- x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option "YES/NO" as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi) Shareholders holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat account.
- xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



## Notice *(Contd.)*

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](mailto: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](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

### C. Other Instructions:

- i) The voting right of the Members shall be in proportion to their shares of the paid up equity share capital of the Company held by them as on cut-off date of 21st September, 2023. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- ii) The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/ beneficiary owners as at closing hours of business, on 25th August, 2023.
- iii) Investors who became members of the Company subsequent to the dispatch of the Notice/ Email and holds the shares as on the cut-off date i.e. 21st September, 2023 are requested to send the written/ email communication to the Company at [compliances@rydaksyndicate.com](mailto:compliances@rydaksyndicate.com) by mentioning their Folio No./ DP ID and Client ID to obtain the Login-ID and Password for e-voting.
- iv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 022-23058738 and 022-23058542/43.
- v) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai- 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 022-23058542/43.

### 15. Scrutinizer

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

### 16. Declaration Of Results

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

## Notice *(Contd.)*

### Annexure-I

#### PROCESS AND MANNER FOR PARTICIPATING IN AGM THROUGH VIDEO CONFERENCING

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

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

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

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

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

##### Item No. 3

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

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

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

## Notice *(Contd.)*

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

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

**By Order of the Board of Directors**

For **Rydak Syndicate Limited**

**Registered Office:**

4, Dr. Rajendra Prasad Sarani,

Kolkata – 700001

**CIN:** L65993WB1900PLC001417

**Phone:** (033) 2230-4351

**Fax:** (033) 2230-7555

**Email:** [compliances@rydaksyndicate.com](mailto:compliances@rydaksyndicate.com)

**Website:** [www.rydaksyndicate.com](http://www.rydaksyndicate.com)

**Date:** 9th August, 2023

**Place:** Kolkata

**Nishita Dutta Chadda**

*Company Secretary*

# Directors' Report

## To the Members,

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

### 1. CORPORATE OVERVIEW

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

### 2. FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED)

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

(Amount in Rs.)

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

### 3. DIVIDEND

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

### 4. TRANSFER TO RESERVES

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

### 5. TRANSFER OF UNCLAIMED DIVIDEND

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

### 6. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

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

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

## Directors' Report *(Contd.)*

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

### 7. CHANGES IN THE NATURE OF BUSINESS

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

### 8. SHARE CAPITAL

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

### 9. MATERIAL CHANGES & COMMITMENT DURING THE FINANCIAL YEAR

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

### 10. DIRECTORS

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

- Mr. Rajvinder Singh, Managing Director
- Ms. Suparna Chakrabortti, Independent Director
- Mr. Subir Das, Independent Director
- Mr. Prabir Kumar Bhattacharjee, Independent Director

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

### 11. DECLARATION BY INDEPENDENT DIRECTORS

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

### 12. KEY MANAGERIAL PERSONNEL

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

- Mr. Rajvinder Singh, Managing Director
- Mr. Aditya Gupta, Chief Financial Officer
- Mrs. Nishita Dutta Chadda, Company Secretary

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

### 13. MEETING OF THE BOARD AND IT'S COMMITTEES

#### Board Meetings

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

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

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

## Directors' Report *(Contd.)*

### Audit Committee

#### Composition

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

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

#### Attendance

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

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

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

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

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

### Nomination and Remuneration Committee

#### i) Composition

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

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

The Company's Remuneration Policy prepared in accordance with Section 178 of the Act, and is available on the website of the Company at [www.rydaksyndicate.com](http://www.rydaksyndicate.com).

#### ii) Attendance

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

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

#### Independent Directors' Meeting

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

### 14. PERFORMANCE EVALUATION

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

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

## Directors' Report *(Contd.)*

### 15. DIRECTORS' RESPONSIBILITY STATEMENT

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

- i) that in the preparation of Annual Accounts for the year ended 31st March, 2023, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit of the Company for the year ended on that date;
- iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) that the Directors have prepared the annual accounts on a going concern basis;
- v) that the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- vi) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

### 16. AUDITORS

#### Statutory Auditors

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

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

#### Secretarial Auditor

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

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

#### Internal Auditor

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

### 17. INTERNAL FINANCIAL CONTROL AND RISK MANAGEMENT

#### Internal Financial Control

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

The Audit Committee of the Board of Directors actively reviews the adequacy and 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;

## Directors' Report *(Contd.)*

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

### Risk Management

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

- a) Tea production is dependent on the vagaries of weather viz crop, temperature and humidity. To combat this risk, the Company has taken a policy of augmenting irrigation and digging of ponds near tea areas to combat lesser rainfall;
- b) Escalation in world crop and demand/supply dynamics affects the price of tea in India;
- c) The unpredictable nature of Government policy in terms of determination of minimum wages and other labor costs like supply of rations has crucial impact on overall costs and profitability of the Company;
- d) Tea Crop is also dependent on pest activity on the estate. The new Protection Code implemented by Tea Board has reduced the chemicals that can be applied for control of pests and in some cases there is no chemical approved for certain pests which are prevalent in India.

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

### 18. CORPORATE SOCIAL RESPONSIBILITY

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

### 19. SUBSIDIARY / JOINT VENTURES / ASSOCIATES

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

*(Amount in Rs.)*

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

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

### 20. DEPOSITS

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

### 21. LOANS, GUARANTEES OR INVESTMENTS

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

### 22. CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES

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



## Directors' Report *(Contd.)*

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

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

### 24. EXTRACT OF ANNUAL RETURN

For the Extract of Annual Return please refer to the link at the Company website [www.rydaksyndicate.com](http://www.rydaksyndicate.com).

### 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 an integral part of this Report.

### 26. PARTICULAR OF EMPLOYEES

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

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

### 27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

### 28. SIGNIFICANT AND MATERIAL ORDERS

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

### 29. FRAUD REPORTING

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

### 30. OCCUPATIONAL HEALTH AND ENVIRONMENTAL SAFETY

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

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

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

### 32. SECRETARIAL STANDARD

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

### 33. ACKNOWLEDGEMENT

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

For and on behalf of the Board of Directors

**Subir Das**  
Director  
(DIN : 00199255)

**Rajvinder Singh**  
Managing Director  
(DIN: 06931916)

Place : Kolkata  
Date : 9th August, 2023

# Annexure 'A' to the Directors' Report

## Annexure - A SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2023  
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9  
of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

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

1. We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Rydak Syndicate Limited CIN: L65993WB1900PLC001417** (hereinafter referred as '**the Company**') for the financial year ended 31st March, 2023 (hereinafter referred as '**audit period**'). Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. On the basis of aforesaid verification of the secretarial compliance and on the basis of secretarial audit of company's books, papers, minutes book, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of the aforesaid secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023, complied with the statutory provisions listed hereunder and also that the company has adequate Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
3. We further report that compliance with applicable laws is the responsibility of the company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the company nor a confirmation of efficient management by the company.
4. (I) We have examined the books, papers, minute books, forms and return filed and other records maintained by the company for the financial year ended on 31st March, 2023 according to the provisions of :
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended:  
The management has represented us that the shares of the company being listed only in Calcutta Stock Exchange, there is no trading of the shares of the company and that the process of installation and development of Structured Digital Database as required under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2018 is under process;
    - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended; (to the extent applicable to the Company during the year under review)
    - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended;
    - e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients.
- (II) We have received management representation from the Company that during the audit period the Company has fully complied with the provisions of the following laws specifically applicable to the Company;

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

- a) The Tea Act, 1953.
  - b) The Tea Warehouse (Licensing) Order, 1989.
  - c) The Tea Waste Control Order, 1959.
  - d) The Tea (Distribution and Export) Control Order, 2005.
  - e) Plant Protection Code (Formulated by the Tea Board of India).
  - f) Food Safety and Standard Act, 2006.
  - g) The Tea (Marketing) Control Order, 2003.
  - h) The Tea Board Guidelines and Orders.
  - i) Legal Metrology Act, 2009.
5. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under Section 118 (10) of the Companies Act, 2013.
  6. That on the basis of the audit as referred above, to the best of our knowledge, understanding and belief, we are of the view that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraph 4(I), Paragraph 4(II) and Paragraph 5 of this report.
  7. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the company with The Calcutta Stock Exchange Limited (CSE) in India and also with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable during the period under review and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid audit period.
  8. We further report that,
    - a) The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the applicable provisions of the Act.
    - b) Adequate notices are given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
    - c) Majority decision is carried through and recorded as part of the minutes.
  9. We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, generally applicable to company.
  10. This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

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

**ANJAN KUMAR ROY**  
*Proprietor*

FCS No. 5684  
CP. No. 4557

UDIN: F005684E000347674

Peer Review Certificate No.: 869/2020

Place : Kolkata  
Date : 27th May, 2023

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

### Annexure - A

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

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

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is limited to expressing an opinion on existence of adequate board process and compliance management system, commensurate to the size of the Company, based on the secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the Company during the said audit.
2. We have followed the audit practices and processes as were appropriate, to the best of our understanding, to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to check as to whether correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc. and we have relied on such representation, in forming our opinion.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of compliance procedures on test basis. We would not be liable for any business decision or any consequences arising thereof, made on the basis of our report.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the company.

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

**ANJAN KUMAR ROY**  
*Proprietor*

FCS No. 5684

CP. No. 4557

UDIN: F005684E000347674

Peer Review Certificate No.: 869/2020

Place : Kolkata

Date : 27th May, 2023

# Annexure 'B' to the Directors' Report

## Annexure - B

[Annexure -II]

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

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

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

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

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

#### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

CSR Policy and CSR projects approved by the Board have been placed on the Company's website at [www.rydaksyndicate.com](http://www.rydaksyndicate.com).

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

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

#### 6. Average net profit of the Company as per Section 135(5): **Rs. 14,06,94,725.30**

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

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

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

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

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

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount(in Rs.)	Date of transfer
26,85,478.00	-	-	Prime Minister's National Relief Fund	1,28,416.51	Will be done within prescribed due date

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	Dis-trict			Name	CSR registration number
1.	Promoting healthcare, sanitation; Promoting child education and employment.	(i) & (ii)	Yes	Pan India		8,00,000.00	No	G L MEHTA FOUNDATION	CSR00019242

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

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

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

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

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

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

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

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

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

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

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:
- (a) Date of creation or acquisition of the capital asset(s): **Not Applicable**
  - (b) Amount of CSR spent for creation or acquisition of capital asset: **Not Applicable**
  - (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **Not Applicable**
  - (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **Not Applicable**
11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5).

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

For and on behalf of the Board of Directors

Place : Kolkata  
Date : 9th August, 2023

**Subir Das**  
*Director*  
(DIN : 00199255)

**Rajvinder Singh**  
*Managing Director*  
(DIN: 06931916)

## Annexure 'C' to the Directors' Report

Annexure-C

**AOC-1**Statement containing salient features of the financial statement of subsidiaries/  
associate companies/ joint ventures

## Part "A" – Subsidiaries

The Company has no subsidiaries

## Part "B": Associates and Joint Ventures –

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

(Amount in Rs)

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

For and on behalf of the Board of Directors

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



## Annexure 'D' to the Directors' Report

ANNEXURE – D

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

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

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

### B. CONSUMPTION PER UNIT OF PRODUCTION

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

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

### B. TECHNOLOGY ABSORPTION

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

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

## ANNEXURE – D

<b>II.</b>	<b>TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION</b>	:	
	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		
<b>III</b>	<b>FOREIGN EXCHANGE EARNINGS AND OUTGO</b>	:	(1) Earnings Rs. NIL (2) Outgo Rs. NIL

For and on behalf of the Board of Directors

Place : Kolkata  
Date : 9th August, 2023

**Subir Das**  
*Director*  
(DIN : 00199255)

**Rajvinder Singh**  
*Managing Director*  
(DIN: 06931916)

# Annexure 'E' to the Directors' Report

ANNEXURE – E

## Information pertaining to remuneration of employees

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

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

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

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

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

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

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

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

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

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

For and on behalf of the Board of Directors

Place : Kolkata  
Date : : 9th August, 2023

**Subir Das**  
Director  
(DIN : 00199255)

**Rajvinder Singh**  
Managing Director  
(DIN: 06931916)

## Annexure 'F' to the Directors' Report

## ANNEXURE – F

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

## TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR

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

## Note :

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

Place : Kolkata  
Date : 9th August, 2023

For and on behalf of the Board of Directors  
**Subir Das**  
 Director  
 (DIN : 00199255)  
**Rajvinder Singh**  
 Managing Director  
 (DIN : 06931916)

# Management Discussion and Analysis Report

## ANNEXURE – G

India is one of the major Tea producing countries in the world & one of the finest producers of Tea.

All India production for the season 2022 was 1340.40 million kgs up to December against 1343.30 million kgs which is almost at par with last year.

Global Production of some major tea producing countries (in million kgs) given below:

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

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

Company is having 6 Tea estates out of which 3 are in Dooars & 3 in Assam. During the Financial year under review your company recorded a production of 55,17,517 kgs out of which 52,29,268 kgs was our own crop 2,59,249 kgs out of bought leaf. Last year we manufactured 56,59,408 kgs & there was no bought leaf.

There was a deficit of 4,30,140 kgs in our own production which is 7.09% against last year. After considering the bought leaf the deficit came down to 1,41,891 kgs.

Saleable tea made & dispatched was 50,78,127 during the year against 54,07,580 kgs.

The turnover of the company for Year 2022-23 amounted to Rs 1,39,40,09,182 lacs as compared to Rs 1,47,82,67,473 lacs during 2021-22. This is about 5.70% lower than last year primarily because of loss of production by 7.09%. The average price realization of the company tea was 261.06 as compared to 259.08 against last year. There is a gain of Rs 1.98 per Kg. Cost of production also increased by 4.50% during the year.

Labour wages during the year were hiked by Rs 27/- (15%) because of that the percentage of employee benefit expenses in the cost has gone up to 65%. Because of labour wages & cost of material total expenses has gone up by more than 4.50% resulting in a dip in the profitability of the company.

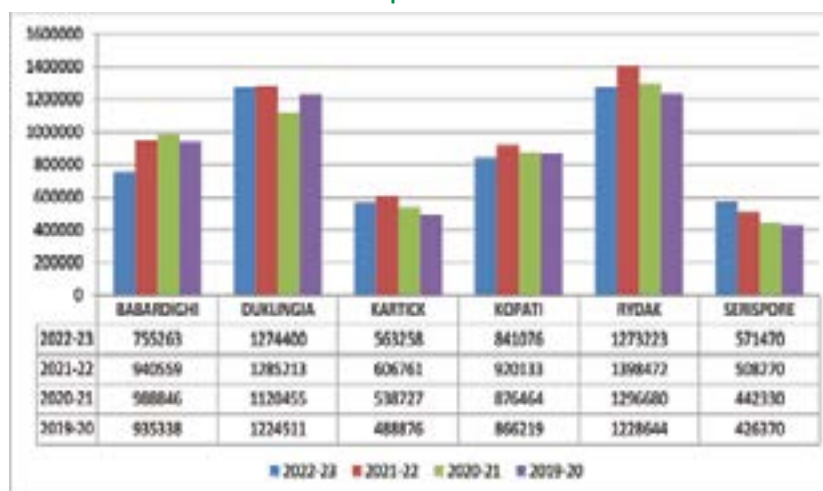
Most of our estates faced dry and erratic weather pattern in the beginning of the season and extremely wet conditions during July, August & September resulting intense pest activity which ultimately affected crop intake.

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

#### 1. Tea Made

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

Comparison of Tea Made



# Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

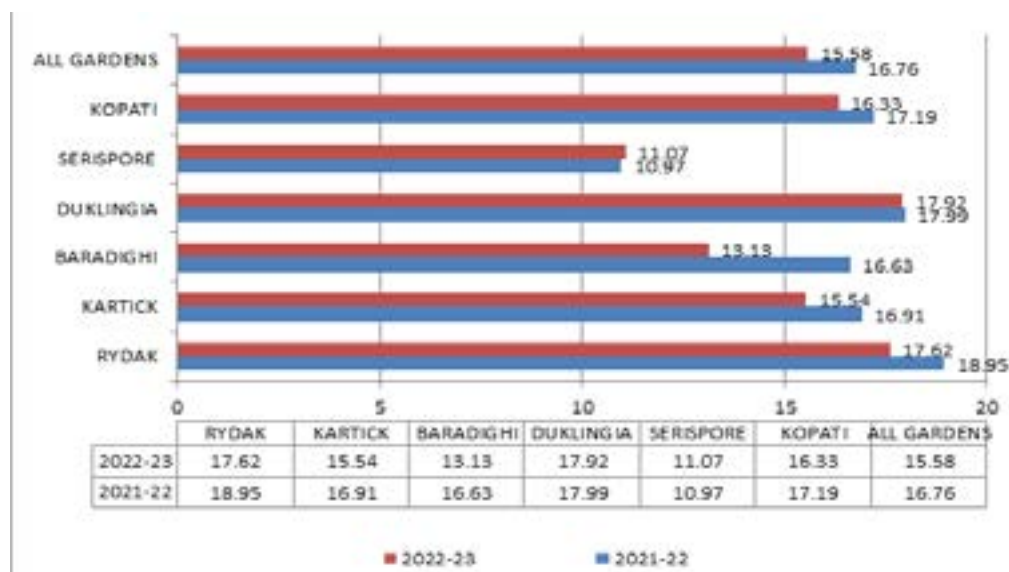
## 2. Price Realisation

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

## 3. Yield Summary

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

Rydak Syndicate Limited Yield Summary

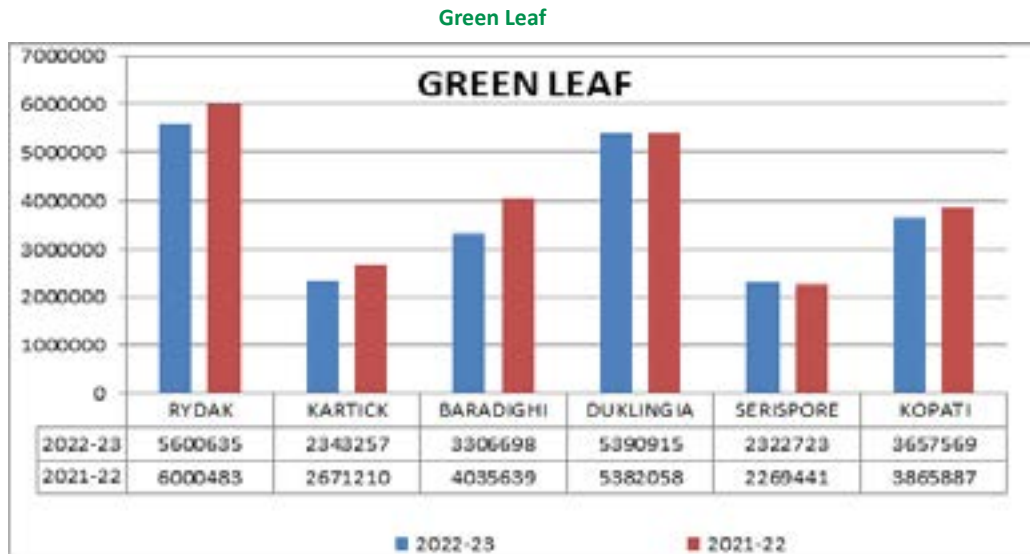


## 4. Green Leaf

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

# Management Discussion and Analysis Report *(Contd.)*

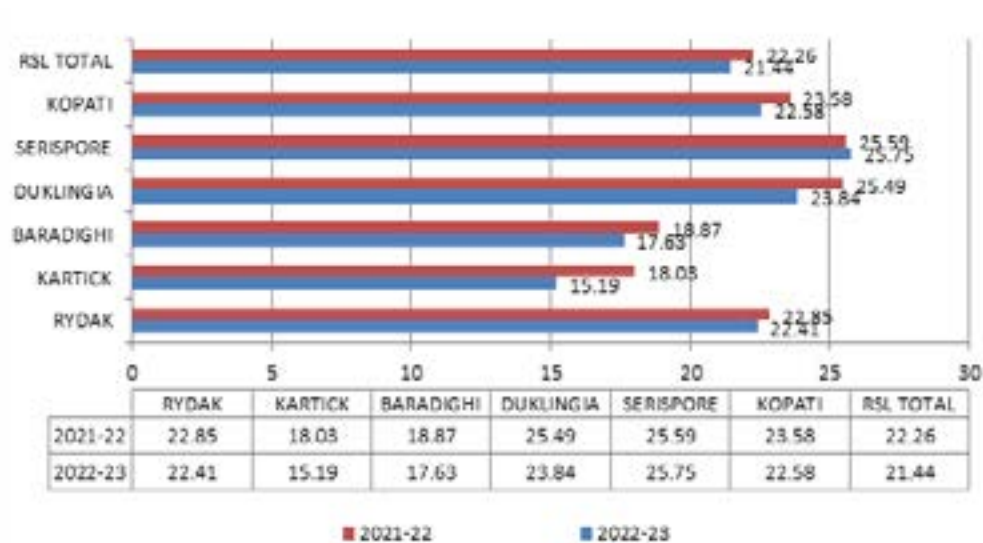
ANNEXURE – G



## 5. Leaf per Plucker

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

**Leaf/Plucker**



RSL

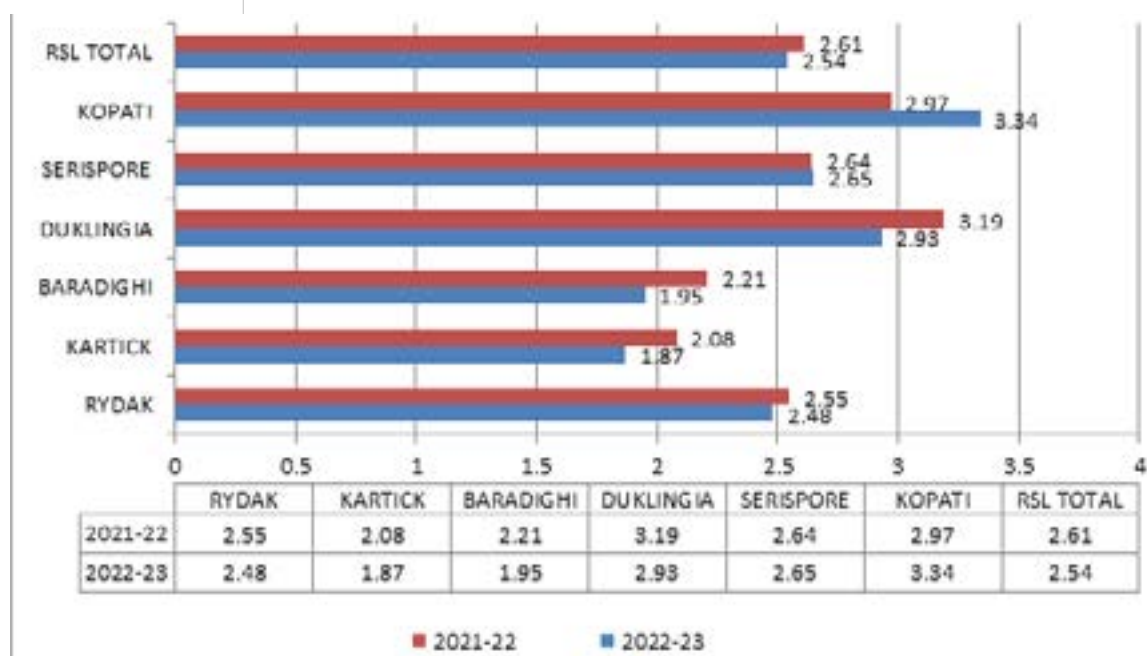
# Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

## 6. Tea made per Mandays

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

Tea Made/Mandays



## 7. Electricity Cost

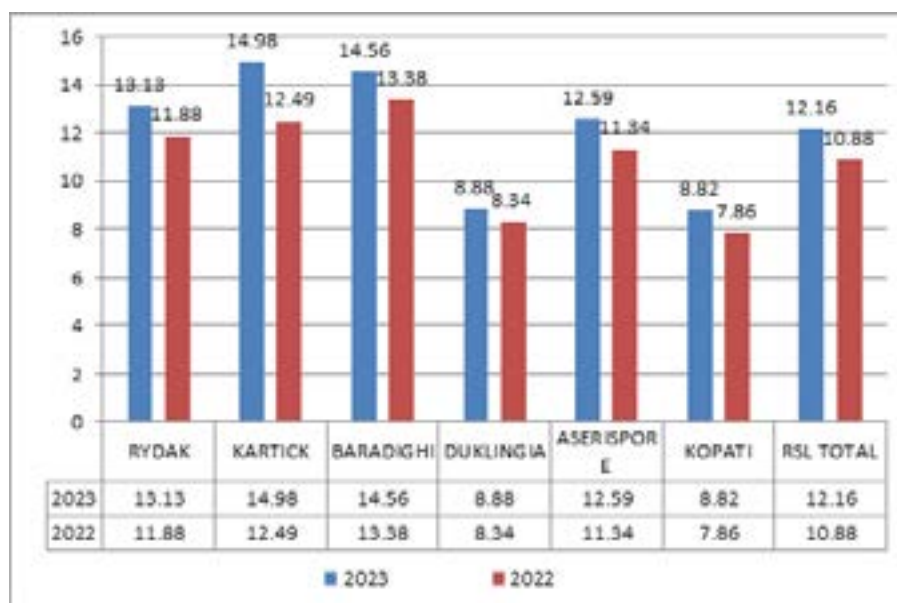
Estate	Cost Per Kg	
	2023	2022
Rydak	13.13	11.88
Kartick	14.98	12.49
Baradighi	14.56	13.38
Duklingia	8.88	8.34
Serispore	12.59	11.34
Kopati	8.82	7.86
<b>RSL Total</b>	<b>12.16</b>	<b>10.88</b>



# Management Discussion and Analysis Report *(Contd)*

ANNEXURE – G

## Analysis of Electricity cost



### 8. Better cultivation practices continued with Planting & uprooting percentage at 2%.

#### Details of Replanting

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

Total – 73.05 (2.08%)

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

## Management Discussion and Analysis Report *(Contd.)*

### ANNEXURE – G

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

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

#### Economic sustainability / Outlook for the coming season 2023

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

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

#### Fuel

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

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

#### Gas

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

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

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

#### Conservation of Energy

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

# Management Discussion and Analysis Report *(Contd)*

## ANNEXURE – G

### Technology Absorption

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

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

### Internal Control System and their adequacy

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

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

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

### Human Resource Development and Industrial Relations

Tea Industry is highly labour intensive. Industrial relation in all tea estates and other units continued to be cordial. The Company carries out various program for development of its executives at all levels. The Company would like to record appreciation of the whole hearted support and dedication from employees at all levels in maintaining smooth production and manufacture of tea from all the Tea Estates during the year.

### Cautionary Statement

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

For and on behalf of the Board of Directors

Place : Kolkata  
Date : 9th August, 2023

**Subir Das**  
*Director*  
(DIN : 00199255)

**Rajvinder Singh**  
*Managing Director*  
(DIN: 06931916)

# Independent Auditor's Report

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

## Opinion

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

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

## Basis for Opinion

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

## Key Audit Matters:

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

Key Audit Matters	Auditor's Response
<b>Estimation of Useful Life of Bearer Plants</b> (Refer note 2.6 & 3 of the Ind-AS Standalone Financial Statements)	
<p>The carrying value of Bearer Plants as on March 31, 2023 is Rs. 4,971.58 Lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgment. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense.</p> <p>As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually.</p> <p>As per Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount.</p> <p>This matter has been identified as a key audit matter due to significant estimates / judgment involved in estimating useful life for this asset.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience.</li> <li>Evaluated the assumptions and critical judgments used by the management and tested the underlying supporting documents / details.</li> <li>Assessed the related disclosures in the standalone Ind AS financial statements.</li> </ul> <p>Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.</p>

## Independent Auditor's Report *(Contd.)*

<b>Valuation of Biological Assets and agriculture produce</b> <i>(Refer note 2.5 &amp; 9 of the Ind-AS Standalone Financial Statements)</i>	
<p>As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date through the use of valuation model and recent transaction prices. As at March 31, 2023, the carrying value of biological assets included under current assets is Rs. 22.05 Lakhs.</p> <p>Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realizable value. For harvested or un-harvested green leaves.</p> <p>Since there is no active market for own leaves, significant judgment is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of un-plucked leaf.</p> <p>Accordingly, this matter has been identified as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Understood, evaluated and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory.</li> <li>• Assessed the significant assumptions used in the valuation model with reference to available market information,</li> <li>• Tested the data inputs used and compared them with underlying supporting documents.</li> <li>• Assessed the related disclosures in the standalone Ind AS financial statements for compliance with disclosure requirements.</li> <li>• Testing the consistency of application of the fair value approaches and models over the years.</li> </ul>
<b>Valuation &amp; Impairment of Investment in Associate and other than in Associate</b> <i>(Refer note 2.9, 5 &amp; 6 of the Ind-AS Standalone Financial Statements)</i>	
<p>The Company has equity investments in associates and other companies. It also has made investments in preference shares in other companies.</p> <p>The Company accounts for equity investments in associate at cost (subject to impairment assessment) and other investments at fair value</p> <p>For investments carried at cost amounting to where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognised.</p> <p>For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109.</p> <p>The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgment and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rates, terminal growth rate etc.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments.</li> <li>• Assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us.</li> <li>• We have discussed the forecasted results of the investments with management and also reviewed the substantiation of the forecasts based on historical information.</li> <li>• We have reviewed the market value of assets provided by the management based upon prevalent market conditions and evidences of the market value of the assets.</li> <li>• Evaluated the adequacy of the disclosures made in the Standalone Financial Statements.</li> </ul>

## Independent Auditor's Report (Contd.)

<b>Impairment of trade receivables</b> (Refer note 10 of the Ind-AS Standalone Financial Statements)	
<p>As at 31 March 2023 the Company held Rs. 137.19 Lakhs of Trade Receivables.</p> <p>As disclosed in Note 10, these amounts are receivable from customers across the country and a majority of these trade receivables are not secured.</p> <p>The determination of whether trade receivables will be realized at the stated amounts, requires management to exercise judgment and apply assumptions relating to expectations of recovery from past due customers also considering the market in which the customers operate due to which this matter was considered as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>We assessed the management's process, systems and controls implemented over the identification of past due receivables and the assessment of impairment of doubtful debts thereon.</li> <li>We verified the subsequent receipts of money for outstanding invoices on a sample basis, in ascertaining whether an increased credit risk is identified with regard to the Groups trade dues.</li> <li>For past due customers, we inquired reasons for being long overdue, and assessed whether the resultant credit risk has been considered by management in their impairment assessment.</li> </ul> <p>We also assessed the adequacy of disclosures made in relation to impairment of trade receivables in Note 10 to the Ind AS financial Statements.</p>
<b>Amortization of Interest payable to a Group Company</b> (Refer note 26 of the Ind-AS Standalone Financial Statements)	
<p>The Company entered into an agreement with a Group Company from whom ICD was taken, for amortization of Interest Payable on ICD considered at fair value.</p> <p>Net gain arrived on this amortization of financial liability measured at FVTPL amounting to Rs. 64.11 Lakhs has been considered as other Income.</p>	<ul style="list-style-type: none"> <li>We assessed the Financial Liability of Interest payable to the Group Company as on the date of Agreement.</li> <li>We analyzed the effect of Amortization process after verifying the signed agreement entered between the Company and the other party (Group Company).</li> <li>Considered the terms of deferment of ICD payment installment.</li> <li>Carried out checking of calculation at FVTPL of the liability of Interest and accordingly verified the net gain on amortization.</li> </ul>

### Emphasis of Matter

- a) We draw your attention to the Note No. 44 (v) of the Standalone Financial Statements regarding preparation of these financial statements without giving effect of the Scheme of Arrangement, pending approval of the said Scheme by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench.
- b) We draw your attention to Note No. 44(vii) of the Standalone Financial Statements regarding pending confirmation from certain parties. The Management does not expect any material difference affecting the current year's financial statement due to the same. Our Opinion is not modified in respect of this matter.

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

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

Our opinion on the Ind AS Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

### Management's Responsibility for the Ind-AS Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind-AS Standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

## Independent Auditor's Report *(Contd.)*

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

In preparing the Ind-AS Standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the Ind AS Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS Standalone financial statements.

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

- Identify and assess the risks of the material misstatement of the Ind AS financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS Standalone Financial Statements, including the disclosures, and whether the Ind AS Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

# Independent Auditor's Report *(Contd.)*

## Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure - A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.
  - d) In our opinion, the aforesaid Ind-AS Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
  - e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- II. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on the financial position in its standalone financial statements [Refer Note No. 44(i) to its Standalone Financial Statements]
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (A) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (B) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



## Independent Auditor's Report *(Contd.)*

- (C) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.
- v. As stated in Note 36(b) to the standalone financial statements
- (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
- (b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
- III. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
- In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

UDIN: 23057620BGVKJA9203

Kolkata  
30th May, 2023

## Annexure - A to the Independent Auditor's Report

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

- (i) a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment;
- (B) The Company does not have any intangible assets. Hence, clause (a)(B) of Paragraph 3(i) of the Order is not applicable to the Company. b) The Property, plant and equipment have been physically verified by the management at reasonable intervals. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.
- b) The Property, plant and equipment have been physically verified by the management at reasonable intervals. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.
- c) Based on our audit procedure and the information and explanations given to us by the management, the title deeds of all immovable properties disclosed in financial statements are held in the name of the company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).
- d) According to the information and explanations given to us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and/or Intangible assets during the year ended 31st March, 2023.
- e) According to the information and explanations given to us and the records of the company examined by us, no proceeding have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.
- (ii) (a) The inventory has been physically verified during the year by the management (except for teas lying with Agents). In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
- (b) According to the information and explanations given to us and on the basis of our examination of the records, the Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/financial institutions on the basis of security of current assets. The Quarterly returns / statements filed by the company are in agreement with the books of accounts.
- (iii) According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) (a) to (f) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not granted any loans, guarantees or securities as specified under section 185 and 186 of the Companies Act 2013. Moreover, in our opinion the company has complied with the provisions of section 186 of the Companies Act 2013 with respect to the investment made.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income-tax, Goods and Services Tax and other material statutory dues, as applicable have been regularly deposited during the year by the Company with the appropriate authorities and there are no arrear of undisputed statutory dues as at March 31, 2023 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanations given to us, there are no dues of Goods and Services Tax and other material statutory dues which have not been deposited as on 31st March, 2023 with appropriate authorities on account of any dispute except the following:

## Annexure - A to the Independent Auditor's Report

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

- (viii) According to the information and explanations given to us and based on our examination of the books of accounts and other records, the company does not have any transactions unrecorded in the books of account and which were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961. Hence reporting of other information under clause 3 (viii) of the said Order is not required.
- (ix) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not been declared as a willful defaulter by any bank or financial institutions or other lender. Hence reporting of information under clause 3 (ix) (b) of the said Order is not applicable.
- c) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of term loans. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.
- d) According to the information explanation provided to us, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the company.
- e) According to the information and explanations given to us and based on our examination of the other records, the company has not taken any fund from any entity or person on account of or to meet the obligations of its associates (the company does not have any subsidiaries or joint venture). Hence reporting of information under clause 3 (ix) (e) of the said Order is not applicable.
- f) Based upon the audit procedures performed and the information and explanations given by the management, we report that the company has not raised loans during the year on the pledge of securities held in its associates companies (the company does not have any subsidiaries or joint venture). Hence, reporting of other information under clause 3 (ix) (f) of the said Order is not applicable.
- (x) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) during the year. Hence, paragraph 3(x)(a) of the Order is not applicable to the Company.
- b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the reporting under Paragraph 3 (x)(b) of the Order is not applicable to the Company.
- (xi) a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- b) Based upon the audit procedures performed and the information and explanations given by the management, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.
- c) Based upon the audit procedures performed and the information and explanations given by the management, there have been no whistle blower complaints received by the Company during the year.

## Annexure - A to the Independent Auditor's Report

- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the reporting under Paragraph 3 (xii) (a) to (c) of the Order is not applicable to the Company.
- (xiii) Based upon the audit procedures performed and the information and explanations given by, the management, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind-AS Financial Statements as required by the applicable accounting standards.
- (xiv) a) Based upon the audit procedures performed and the information and explanations given by the management, the Company has an internal audit system commensurate with the nature and size of the business.  
 b) Based upon the audit procedures performed, we report that the Internal audit report has been taken into due consideration while determining the nature, timing and extent of our audit procedures.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as per the provisions of Sec 192 of the Companies Act, 2013. Accordingly, the reporting under Paragraph 3 (xv) of the Order is not applicable to the Company.
- (xvi) a) According to the information and explanations provided to us and based on our examination of records of the Company, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.  
 b) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.  
 c) Based upon the audit procedures performed and the information and explanations given by the management, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under Paragraph 3 (xvi)(c) of the Order is not applicable to the Company.  
 d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and hence reporting under Paragraph 3 (xvi)(d) is not applicable.
- (xvii) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not incurred any cash losses during the current period and immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- (xviii) Based upon the audit procedures performed and the information and explanations given by the management, there has been no resignation of the statutory auditors during the year. Hence, reporting under Paragraph 3 (xviii) of the Order is not applicable to the Company.
- (xix) Based According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realizations of financial assets and payment of the financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.  
 We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the company as and when they fall due.
- (xx) Based upon the audit procedures performed and the information and explanations given by the management, the Company does not have any unspent amount under sub-section (5) of section 135 of the said Act. Hence, reporting under Paragraph 3 (xx)(a) and 3(xx)(b) of the Order are not applicable to the Company.

for **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

UDIN:23057620BGVKA9203

Kolkata  
30<sup>th</sup> May, 2023

## Annexure - B to the Independent Auditor's Report

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

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

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS Standalone financial statements, whether due to fraud or error.

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

#### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind-AS Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind-AS Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS Standalone financial statements.

## Annexure - B to the Independent Auditor's Report

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for **R. Kothari & Co LLP**

*Chartered Accountants*

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

*Partner*

Kolkata  
30th May, 2023

Membership Number: 057620  
UDIN: 23057620BGVKJA9203

# Balance Sheet

as at 31st March 2023

(Rs in Lakhs unless otherwise stated)

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

## ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45

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

In terms of our attached Report of even date

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

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

**Subir Das**  
Director  
DIN: 00199255

**Aditya Gupta**  
(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)

# Statement of Profit and Loss

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

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

## ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

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

**CA Kailash Chandra Soni**  
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Membership Number: 057620  
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(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)



# Cash Flow Statement

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

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

**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 45**

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**  
Director  
DIN: 00199255

**Aditya Gupta**  
(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)

## Statement of changes in equity

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

### A. Equity share capital

Description	Amount
As at 01 April 2021	97.31
Changes in equity share capital	-
<b>As at 31 March 2022</b>	<b>97.31</b>

Description	Amount
As at 01 April 2022	97.31
Changes in equity share capital	-
<b>As at 31 March 2023</b>	<b>97.31</b>

### B. Other equity

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

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

#### ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45

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

In terms of our attached Report of even date

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

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

**Subir Das**  
Director  
DIN: 00199255

**Aditya Gupta**  
(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)

# Notes to Financial Statements

for the year ended 31 March 2023

## 1 General Information

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

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

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

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

## 2.0 Significant accounting policies

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

### 2.1 Statement of compliance

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

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

### 2.2 Basis of preparation

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

- a) certain financial assets and liabilities that is measured at fair value;
- b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell."

### 2.3 Use of estimates and critical accounting judgments

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

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

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

### 2.4 Property, plant and equipment

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

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

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

### Transition to Ind AS

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

### 2.5 Biological assets

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

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

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

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

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

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

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

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

### 2.7 Impairment of non-financial assets

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

### 2.8 Leases

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

### 2.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

# Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

## Effective interest method

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

### (a) Financial assets

#### Cash and cash equivalents

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

#### Other bank balances

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

#### Financial assets at amortized cost

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

#### Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### Financial assets measured at fair value through profit or loss

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

#### Impairment of financial assets

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

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

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

#### De-recognition of financial assets

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

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

### (b) Financial liabilities and equity instruments

#### Equity instruments

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

#### Financial liabilities

##### Trade and other payables

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

#### Borrowings

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

# Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

## **Derecognition of financial liabilities**

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

## **2.10 Employee benefits**

### **(a) Post employment obligations**

#### **Defined contribution plans**

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

#### **Defined benefit plans - Gratuity**

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

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

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

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

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

#### **(b) Compensated absences**

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

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

## **2.11 Government grants**

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

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

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

## **2.12 Provisions**

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

## **2.13 Income taxes**

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

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

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

# Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

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

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

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

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

## 2.14 Revenue

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

### Sale of goods

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

### Sale of services

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

## 2.15 Income recognition

### a) Interest income

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

### b) Dividend income

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

## 2.16 Inventories

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

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost are assigned to individual items of inventory on the basis of weighted average method. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale."

## 2.17 Research and development

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

## 2.18 Rounding of amounts

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

## Notes to Financial Statements (Contd.)

for the year ended 31 March 2023

(Rs in Lakhs unless otherwise stated)

### Note 3 : Property, plant and equipment

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

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



## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note 4: Capital work-in-progress

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

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

As at March 31, 2023

Particulars	Amount of capital work-in-progress to be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>Projects in progress:</b>				
Young Tree	408.71	-	-	-
Irrigation Project	45.65	-	-	-
<b>Total</b>	<b>454.36</b>			

As at March 31, 2022

Particulars	Amount of capital work-in-progress to be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>Projects in progress:</b>				
Young Tree	378.75	-	-	-
Irrigation Project	59.27	-	-	-
<b>Total</b>	<b>438.02</b>			

- (i) Property, plant and equipment pledged as security  
Refer to note 18 for information on property, plant and equipment pledged as security by the Group.
- (ii) Contractual obligations  
Refer to note 45 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- (iii) The Company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988).
- (iv) Title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

### Note: 5 Investment in associate

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 6 Investments other than associate

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

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

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

### Note: 7 Deferred tax assets (net)

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 8 Inventories

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

### Note : 9 Biological assets other than bearer plants

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

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

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

### Note-10 Trade Receivables

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

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

### Note: 11 Cash and cash equivalents

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

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

### Note: 12 Other financial assets - Current

Particulars	31st March 2023	31st March 2022
Security deposits	39.61	34.57
<b>Total</b>	<b>39.61</b>	<b>34.57</b>

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 13 Current tax asset (net)

Particulars	31st March 2023	31st March 2022
Advance income tax, tax deducted at source and refund receivable	370.46	267.82
<b>Total</b>	<b>370.46</b>	<b>267.82</b>

### Note: 14 Other current assets

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 15 Equity share capital

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

#### (i) Movement in equity share capital

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

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

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

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

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

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

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

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

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

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

### Note: 16 Other equity

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 16(a) Securities premium account

Particulars	31st March 2023	31st March 2022
Opening balance	45.59	45.59
Movement during the year	-	-
<b>Closing balance</b>	<b>45.59</b>	<b>45.59</b>

### Note: 16(b) General reserve

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

### Note: 16(c) Retained earnings

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

### Nature and purpose of other reserves

#### a) Securities premium account

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

#### b) General reserve

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

#### c) Retained earnings

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

### Note: 17 Borrowings

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

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

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

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

### Note: 18 Provisions (Non-current)

Particulars	31st March 2023	31st March 2022
<b>Provision for employee benefits</b>		
Provision for gratuity (Refer note 38)	972.37	975.62
<b>Total</b>	<b>972.37</b>	<b>975.62</b>

### Note: 19 Other non current financial liabilities

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

### Note: 21 Borrowings - Current

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

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

- i) Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of tea estates
- ii) Primary Security-Pari Pasu charge on the existing and future current asset of the borrower with other banks.

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

### Note: 21 Trade payables

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

For Ageing Please refer Note 40

### Note: 22 Other Financial Liabilities

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

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

### Note: 23 Other Current Liabilities

Particulars	31st March 2023	31st March 2022
Statutory liabilities	75.09	75.22
<b>Total</b>	<b>75.09</b>	<b>75.22</b>



## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 24 Provisions (Current)

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

### Note: 25 Revenue from operations

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

### Note: 26 Other income

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

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

### Note: Other Gains /( Losses)

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

### Note: 27 Cost of materials consumed

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### Note: 28 Changes in inventories of finished goods

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

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

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

### Note: 30 Employee benefits expense

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

### Note: 31 Finance costs

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

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

### Note: 32 Other expenses

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

### Note: 33 Earnings per share

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

### Note 34: Income tax expense

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

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

### Note: 35 Fair value measurements

#### Financial instruments by category

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

#### (i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

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

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

The entire financial assets and 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, 2023 and March 31, 2022.
- b) Costs of unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.
- c) Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

**(ii) Valuation technique used to determine fair value**

**Specific valuation techniques used to value financial instruments include:**

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

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

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

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

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

**Note : 36 Capital management**

**(a) Risk management**

The company's objectives when managing capital are to:

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

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

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

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

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### (b) Dividends paid and proposed

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

### Note: 37 Financial Risk Management

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

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

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

### (A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions and other financial instruments carried at amortised cost and financial 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	As at March 31, 2023					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed – considered good	137.19	-	-	-	-	137.19
Undisputed – Credit Impaired	-	-	4.20	-	339.61	343.81
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Trade receivables due	137.19	-	4.20	-	339.61	481.00
Less: Allowance for Credit Loss			(4.20)		(339.61)	(343.81)
<b>Total trade receivables</b>	<b>137.19</b>					<b>137.19</b>

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

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

### ii) Other financial instruments and deposits

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

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

## (B) Liquidity risk

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

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

### (i) Maturities of financial liabilities

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

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

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

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

# Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

## (C) Market risk

### (i) Foreign currency risk

Foreign Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

### (iii) Price risk

#### (a) Exposure

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

#### (b) Sensitivity

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

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

\* Holding all other variables constant

## Note : 38 Employee benefit obligations

### (i) Defined contribution plan

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

### (ii) Post-employment obligations

#### a) Gratuity

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

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



## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### (iii) Balance sheet recognition

#### a) Gratuity

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

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

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

### (iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

### (v) Sensitivity analysis

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

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

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the 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, 2024 are Rs. 4,26,58,084.

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(Rs in Lakhs unless otherwise stated)*

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

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

### (ix) Compensated absences

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

### Note : 39 Corporate Social Responsibility

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

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

### Note : 40 Trade Payables

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

As at March 31, 2023

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

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

As at March 31, 2023

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

### Note : 41 Ratios

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

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

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

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

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

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

### Note : 42 Segment reporting

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

### Note : 43 Related party disclosure

a) Associate Company

Sangam Investments Limited

b) Key management personnel

Mr Rajvinder Singh (Managing Director)

Mrs. Nishita Dutta Chadda (Company Secretary)

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

Mr Aditya Gupta (Chief Financial Officer)

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

d) Key management personnel compensation

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

e) Transactions with related party

The following transactions occurred with related parties:

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

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

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

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

g) Loans to/from related parties

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

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

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

All outstanding balances are unsecured and are repayable in cash.

### Note : 44 Other notes to accounts

Contingent liability not provided for:

- In respect of Income Tax matters under appeal Rs. 495.61 (31 March 2022 Rs. 473.81) without considering concomitant liability in respect of Agricultural Income Tax.
- Commitments Estimated amount of contracts remaining to be executed on capital accounts and not provided for Rs 9.58 Lakhs.
- There has been no loss on account of impairments of assets since the carrying amount of property, plant and equipment does not exceed the recoverable amount as per Accounting Standard issued by Companies (Accounts) Rules, 2014.
- 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.
- The Scheme of Arrangement for amalgamation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company is yet to be approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench. Pending approval of the said scheme, these accounts have been prepared without giving effect of the said scheme in compliance with the requirement of IND AS 103 issued by the Institute of Chartered Accountants of India. Upon approval of the scheme by the Hon'ble NCLT, all assets and Liabilities of Transferor company would be transferred and vested in the Company w.e.f 1st April 2022 at their respective Book Value.
- Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation.
- The Company is yet to receive balance confirmations in respect of certain trade payables, other payables, trade receivables, Other receivables and advances. The Management does not expect any material difference affecting the current year's financial

## Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

statement due to the same.

### Note : 45 Other notes to accounts

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

### ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 45

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**

Director

DIN: 00199255

**Aditya Gupta**

(CFO)

**Rajvinder Singh**

Managing Director

DIN: 06931916

**Nishita Dutta Chadda**

(Company Secretary)

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# Consolidated Statement

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# Independent Auditor's Report

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

### Report on the Consolidated Ind AS Financial Statements

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of such associates as were audited by the other auditors, the aforesaid Ind-AS Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company and its associates as at March 31, 2023, and of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

### Basis for Opinion

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

### Key Audit Matters:

Key audit matters are those matters that, in our professional judgment and based on the consideration of reports of other auditors on separate financial statements of components audited by them, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
<b>Estimation of Useful Life of Bearer Plants</b> (Refer note 2.6 & 3 of the Ind-AS Consolidated Financial Statements)	
<p>The carrying value of Bearer Plants as on March 31, 2023 is Rs. 4,971.58 Lakhs. Estimation of useful life of Bearer Plants requires the management to exercise significant judgment. The changes in natural factors may affect the useful life expectancy of such assets and consequently have an impact on the carrying value of these assets and depreciation expense.</p> <p>As per Ind AS 16 'Property, Plant and Equipment', the management reviews estimated useful life and residual value of Bearer Plants annually.</p> <p>As per Bush Valuation Report uprooting done during the year in different sections has been taken out from the opening balance of carrying amount.</p> <p>This matter has been identified as a key audit matter due to significant estimates / judgment involved in estimating useful life for this asset.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Assessed the management's estimate of useful life of Bearer Plants, for which we (1) evaluated the consistency of estimates with the Company's pattern of economic benefits embodied in such assets and future operating plans including acquisitions and retirements of the Bearer Plants; (2) compared the useful life estimates with those adopted by comparable tea producers, as per external available information; and (3) considered the Company's historical experience.</li> <li>Evaluated the assumptions and critical judgments used by the management and tested the underlying supporting documents / details.</li> <li>Assessed the related disclosures in the Consolidated Ind AS financial statements.</li> </ul> <p>Our checking reveals that opening carrying amount of Bearer Plants have not been reduced with Uprooting.</p>



## Independent Auditor's Report *(Contd.)*

<b>Valuation of Biological Assets and agriculture produce</b> <i>(Refer note 2.5 &amp; 9 of the Ind-AS Consolidated Financial Statements)</i>	
<p>As required by Ind AS 41 "Agriculture", management estimates the fair value of plucked (agriculture produce) and un-plucked tea leaves (biological assets) as at the balance sheet date through the use of valuation model and recent transaction prices. As at March 31, 2023, the carrying value of biological assets included under current assets is Rs. 22.05 Lakhs.</p> <p>Finished goods produced from agricultural produce are valued at lower of cost (arrived at by adding the cost of conversion to the fair value of agricultural produce) and the net realizable value. For harvested or un-harvested green leaves.</p> <p>Since there is no active market for own leaves, significant judgment is involved in considering key assumptions used in determining average prevalent selling prices of the tea leaf, average quality of the tea leaf and quantity of un-plucked leaf.</p> <p>Accordingly, this matter has been identified as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Understood, evaluated and tested the operating effectiveness of internal controls over valuation of biological assets and harvested tea leaf inventory.</li> <li>• Assessed the significant assumptions used in the valuation model with reference to available market information,</li> <li>• Tested the data inputs used and compared them with underlying supporting documents.</li> <li>• Assessed the related disclosures in the Consolidated Ind AS financial statements for compliance with disclosure requirements.</li> <li>• Testing the consistency of application of the fair value approaches and models over the years.</li> </ul>
<b>Valuation &amp; Impairment of Investment in Associate and other than in Associate</b> <i>(Refer note 2.9, 5 &amp; 6 of the Ind-AS Consolidated Financial Statements)</i>	
<p>The Company has equity investments in associates and other companies. It also has made investments in preference shares in other companies.</p> <p>The Company accounts for equity investments in associate at cost (subject to impairment assessment) and other investments at fair value</p> <p>For investments carried at cost amounting to where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognised.</p> <p>For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109.</p> <p>The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgment and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rates, terminal growth rate etc.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments.</li> <li>• Assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us.</li> <li>• We have discussed the forecasted results of the investments with management and also reviewed the substantiation of the forecasts based on historical information.</li> <li>• We have reviewed the market value of assets provided by the management based upon prevalent market conditions and evidences of the market value of the assets.</li> <li>• Evaluated the adequacy of the disclosures made in the Consolidated Financial Statements.</li> </ul>
<b>Impairment of trade receivables</b> <i>(Refer note 10 of the Ind-AS Consolidated Financial Statements)</i>	
<p>As at 31 March 2023 the Company held Rs. 137.19 Lakhs of Trade Receivables.</p> <p>As disclosed in Note 10, these amounts are receivable from customers across the country and a majority of these trade receivables are not secured.</p> <p>The determination of whether trade receivables will be realized at the stated amounts, requires management to exercise judgment and apply assumptions relating to expectations of recovery from past due customers also considering the market in which the customers operate due to which this matter was considered as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• We assessed the management's process, systems and controls implemented over the identification of past due receivables and the assessment of impairment of doubtful debts thereon.</li> <li>• We verified the subsequent receipts of money for outstanding invoices on a sample basis, in ascertaining whether an increased credit risk is identified with regard to the Groups trade dues.</li> <li>• For past due customers, we inquired reasons for being long overdue, and assessed whether the resultant credit risk has been considered by management in their impairment assessment.</li> </ul> <p>We also assessed the adequacy of disclosures made in relation to impairment of trade receivables in Note 10 to the Ind AS financial Statements.</p>

## Independent Auditor's Report *(Contd.)*

<b>Amortization of Interest payable to a Group Company</b> <i>(Refer note 26 of the Ind-AS Consolidated Financial Statements)</i>	
<p>The Company entered into an agreement with a Group Company from whom ICD was taken, for amortization of Interest Payable on ICD considered at fair value.</p> <p>Net gain arrived on this amortization of financial liability measured at FVTPL amounting to Rs. 64.11 Lakhs has been considered as other Income.</p>	<ul style="list-style-type: none"> <li>● We assessed the Financial Liability of Interest payable to the Group Company as on the date of Agreement.</li> <li>● We analyzed the effect of Amortization process after verifying the signed agreement entered between the Company and the other party (Group Company).</li> <li>● Considered the terms of deferment of ICD payment installment.</li> <li>● Carried out checking of calculation at FVTPL of the liability of Interest and accordingly verified the net gain on amortization.</li> </ul>

### Emphasis of Matter

- a) *We draw your attention to the Note No. 44 (v) of the Consolidated Financial Statements regarding preparation of these financial statements without giving effect of the Scheme of Arrangement, pending approval of the said Scheme by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench.*
- b) *We draw your attention to Note No. 44(vii) of the Consolidated Financial Statements regarding pending confirmation from certain parties. The Management does not expect any material difference affecting the current year's financial statement due to the same.*
- c) *We did not review the interim financial result of the associate company, M/S Sangam Investment Limited. The loss over the value has not been Considered (Refer Note -3 of the Consolidated Financial Result).*

*Our Opinion is not modified in respect of this matter.*

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

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

Our opinion on the Ind AS Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

### Management's Responsibility for the Ind-AS Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind-AS Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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

In preparing the Ind-AS Consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## Independent Auditor's Report *(Contd.)*

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

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

Our objectives are to obtain reasonable assurance about whether the Ind AS Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS Consolidated financial statements.

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

- Identify and assess the risks of the material misstatement of the Ind AS financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS Consolidated Financial Statements, including the disclosures, and whether the Ind AS Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

### Other Matters

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

## Independent Auditor's Report *(Contd.)*

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

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure - A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- I. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.
  - d) In our opinion, the aforesaid Ind-AS Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
  - e) On the basis of the written representations received from the directors and the reports of the statutory auditor of the associate as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- II. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on the financial position in its Consolidated financial statements [Refer Note No. 44(i) to its Consolidated Financial Statements]
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (A) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (B) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (C) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.

## Independent Auditor's Report *(Contd.)*

- v. As stated in Note 36(b) to the Consolidated financial statements
  - (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
  - (b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
- III. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

Kolkata  
30th May, 2023

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

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

## Annexure - A to the Auditor's Report

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

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

Kolkata  
30th May, 2023

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

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

## Annexure - B to the Auditor's Report

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

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

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS Consolidated financial statements, whether due to fraud or error.

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

#### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind-AS Consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind-AS Consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS Consolidated financial statements.

#### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Annexure - B to the Auditor's Report

### Opinion

In our opinion and based on the report of the other auditor, the Company and its associates has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### Other Matters

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

Our opinion is not modified in respect of these matters.

Kolkata  
30th May, 2023

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

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



# Consolidated Balance Sheet

as at 31st March 2023

(All amounts in INR lacs, unless otherwise stated)

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

## ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**  
Director  
DIN: 00199255

**Aditya Gupta**  
(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)

# Consolidated Statement of Profit and Loss

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

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

## ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**

Director

DIN: 00199255

**Aditya Gupta**

(CFO)

**Rajvinder Singh**

Managing Director

DIN: 06931916

**Nishita Dutta Chadda**

(Company Secretary)

# Consolidated Cash Flow Statement

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Particulars	231st March 2023	31st March 2022
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit Before Tax	2,488.61	1,503.60
Adjustments for:		
Depreciation expenses	314.99	308.77
Net gain on fair valuation of financial assets	(64.11)	-
Changes in Biological Assets	25.39	-
Finance cost	98.55	147.79
Provision For Bad & Doubtful Debts	59.26	-
Sundry Balances Written off	6.66	-
Provisions	(5.74)	-
Interest on FD Received	(3.99)	(2.70)
Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	(5.85)	(4.44)
<b>Operating Profit before Working Capital Changes</b>	<b>1,514.43</b>	<b>2,938.04</b>
Adjustments for:		
Non-Current/Current financial and other assets	(106.01)	252.08
Inventories	(223.98)	(99.68)
Non-Current/Current financial and other liabilities/provisions	(174.43)	(626.68)
<b>Cash generated from operations</b>	<b>1,010.01</b>	<b>2,463.76</b>
Income Tax paid	(185.48)	(11.00)
<b>Net Cash flow from Operating activities</b>	<b>824.52</b>	<b>2,452.76</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Payment for purchase of property, plant and equipment	(698)	(631.27)
Investments	-	-
Interest on FD Received	3.99	2.70
<b>Net Cash used in Investing activities</b>	<b>(693.62)</b>	<b>(628.57)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/(Repayment) of short term borrowings	(123.35)	(768.10)
Proceeds from long term borrowings	(150.81)	(52.90)
Interest paid	(133.63)	(161.31)
Dividend paid	(14.60)	(9.73)
<b>Net Cash used in financing activities</b>	<b>(422.40)</b>	<b>(992.04)</b>
Net increase in cash & Cash Equivalents	(291.50)	832.15
Cash and Cash equivalents as at the beginning of the year	902.92	70.83
<b>Cash and Cash equivalents as at the end of the year</b>	<b>611.42</b>	<b>902.98</b>

#### Note-

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

#### ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**

Director

DIN: 00199255

**Aditya Gupta**

(CFO)

**Rajvinder Singh**

Managing Director

DIN: 06931916

**Nishita Dutta Chadda**

(Company Secretary)

# Consolidated Statement of changes in equity

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

## A. Equity share capital

Description	Amount
As at 01 April 2021	97.31
Changes in equity share capital	-
<b>As at 31 March 2022</b>	<b>97.31</b>

Description	Amount
As at 01 April 2022	97.31
Changes in equity share capital	-
<b>As at 31 March 2023</b>	<b>97.31</b>

## B. Other equity

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

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

### ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**  
Director  
DIN: 00199255

**Aditya Gupta**  
(CFO)

**Rajvinder Singh**  
Managing Director  
DIN: 06931916

**Nishita Dutta Chadda**  
(Company Secretary)

# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

## 1 General Information

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

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

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

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

## 2.0 Significant accounting policies

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

### 2.1 Statement of compliance

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

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

### 2.2 Basis of preparation

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

- a) certain financial assets and liabilities that is measured at fair value;
- b) certain biological assets (including unplucked green leaves) measured at fair value less cost to sell."

### 2.3 Use of estimates and critical accounting judgments

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

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

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

### 2.4 Property, plant and equipment

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

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

# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

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

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

## Transition to Ind AS

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

## 2.5 Biological assets

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

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

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

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

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

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

## 2.7 Impairment of non-financial assets

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

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

## 2.8 Leases

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

## 2.9 Financial Instruments

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

# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

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

## Effective interest method

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

## (a) Financial assets

### Cash and cash equivalents

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

### Other bank balances

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

### Financial assets at amortized cost

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

### Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### Financial assets measured at fair value through profit or loss

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

### Impairment of financial assets

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

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

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

### De-recognition of financial assets

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

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

# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

## (b) Financial liabilities and equity instruments

### Equity instruments

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

### Financial liabilities

#### Trade and other payables

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

#### Borrowings

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

#### Derecognition of financial liabilities

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

## 2.10 Employee benefits

### (a) Post employment obligations

#### Defined contribution plans

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

#### Defined benefit plans - Gratuity

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

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

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

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

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

### (b) Compensated absences

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

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



# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

## 2.11 Government grants

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

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

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

## 2.12 Provisions

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

## 2.13 Income taxes

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

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

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

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

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

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

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

## 2.14 Revenue

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

### Sale of goods

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

## 2.15 Income recognition

### a) Interest income

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

# Consolidated Notes to Financial Statements

for the year ended 31 March 2023

## b) Dividend income

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

## 2.16 Inventories

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

Raw materials of purchased green leaves, stores and spare parts and finished goods are stated at lower of cost and net realisable value. Cost of finished goods comprise direct material, direct labour and appropriate portion of variable and fixed overhead expenditure. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost are assigned to individual items of inventory on the basis of weighted average method. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

## 2.17 Research and development

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

## 2.18 Rounding of amounts

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

## Consolidated Notes to Financial Statements (Contd.)

for the year ended 31 March 2023

### Note 3 : Property, plant and equipment

(All amounts in INR lacs, unless otherwise stated)

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

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

# Consolidated Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

## Note 4: Capital work-in-progress

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

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

As at March 31, 2023

Particulars	Amount of capital work-in-progress to be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>Projects in progress:</b>			-	-
Young Tree	408.71	-	-	-
Irrigation Project	45.64	-	-	-
<b>Total</b>	<b>454.36</b>			

As at March 31, 2022

Particulars	Amount of capital work-in-progress to be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>Projects in progress:</b>			-	-
Young Tree	378.75	-	-	-
Irrigation Project	59.27	-	-	-
<b>Total</b>	<b>438.02</b>			

(i) Property, plant and equipment pledged as security

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

(ii) Contractual obligations

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

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

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

## Note: 5 Investment in associate

Particulars	31st March 2023	31st March 2022
<b>Unquoted</b>		
<b>Investments in equity instruments</b>		
Sangam Investments Ltd 24,150 Equity shares of Rs 10 each fully paid	-	-
<b>Total</b>	-	-
(a) Aggregate amount of unquoted investments	-	1.23
Aggregate amount of Diminution in value of	1.23	-

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### Note: 6 Investments

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

### Note: 7 Deferred tax assets (net)

Particulars	31st March 2023	31st March 2022
<b>Deferred tax asset</b>		
Expenses allowable on payment basis	354.51	269.63
Inventory - black tea	104.43	12.53
Investments	0.69	1.76
<b>Gross deferred tax assets</b>	<b>459.63</b>	<b>283.91</b>
<b>Deferred tax liability</b>		
Property, plant and equipment	5.10	(6.05)
Biological asset other than bearer plant	-	(0.99)
Investments		
<b>Gross deferred tax liability</b>	<b>5.10</b>	<b>(7.04)</b>
<b>Net deferred tax asset</b>	<b>454.53</b>	<b>290.95</b>

### Note: 8 Inventories

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### Note: 9 Biological assets other than bearer plants

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

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

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

### Note-10 Trade Receivables

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

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

### Note: 11 Cash and cash equivalents

Particulars	31st March 2023	31st March 2022
<b>Cash and cash equivalents</b>		
Cash in hand	10.45	37.12
<b>Balances with banks:</b>		
- In current account	290.21	808.91
Deposits with original maturity less than 3 monhs	250.00	-
<b>Other Bank Balances</b>		
On unpaid dividend account	2.90	4.68
Deposits with original maturity for more than 3 months but less than 12 months	56.86	52.27
<b>Total</b>	<b>611.42</b>	<b>902.98</b>

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

### Note: 12 Other financial assets - Current

Particulars	31st March 2023	31st March 2022
Security deposits	39.61	34.57
<b>Total</b>	<b>39.61</b>	<b>34.57</b>

### Note: 13 Current tax asset (net)

Particulars	31st March 2023	31st March 2022
Advance income tax, tax deducted at source and refund receivable	370.46	267.82
<b>Total</b>	<b>370.46</b>	<b>267.82</b>

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### Note: 14 Other current assets

Particulars	31st March 2023	31st March 2022
Advance to staff	23.68	15.26
Advance to vendor		
Considered Good	17.55	104.59
Considered Doubtful	55.06	-
Less: Allowance for impairment loss	(55.06)	-
	<b>17.53</b>	<b>104.59</b>
<b>Others</b>		
Balances with excise and other government authorities	179.49	104.58
Prepaid expenses	7.60	8.78
	<b>187.09</b>	<b>113.36</b>
<b>Total</b>	<b>228.30</b>	<b>233.21</b>

# Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

## Note: 15 Equity share capital

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

### (i) Movement in equity share capital

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

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

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

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

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

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

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

(iv) During the period of 5 years immediately 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.

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

Particulars	31st March 2022		31st March 2021	
	No. of shares	% of holding	No. of shares	% of holding
1. Jardine Henderson, Limited	4.85	49.88	4.85	49.88

## Note: 16 Other equity

Particulars	31st March 2022	31st March 2021
<b>Reserve and surplus</b>		
(a) Securities premium account	45.59	45.59
(b) General reserve	5,305.92	5,304.69
(c) Retained earnings	1,209.21	143.32
<b>Total</b>	<b>6,560.72</b>	<b>5,493.60</b>



## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### Note: 16(a) Securities premium account

Particulars	31st March 2023	31st March 2022
Opening balance	45.59	45.59
Movement during the year	-	-
<b>Closing balance</b>	<b>45.59</b>	<b>45.59</b>

### Note: 17(b) General reserve

Particulars	31st March 2023	31st March 2022
Opening balance	5,304.69	1,304.69
Amount transferred from retained earnings	-	4,000.00
Add: Adjustment For Investment in Associate Company	1.23	-
<b>Closing balance</b>	<b>5,305.92</b>	<b>5,304.69</b>

### Note: 17(c) Retained earnings

Particulars	31st March 2023	31st March 2022
Opening balance	143.32	1,952.00
Net profit/ (loss) for the year	1,144.50	2,299.12
Items of other comprehensive income recognised directly in retained earnings	-	-
Amount transfer to General Reserve	-	(4,000.00)
- Remeasurements of post-employment benefit obligation, net of tax	(64.01)	(98.07)
Dividend paid	(14.60)	(9.73)
<b>Closing balance</b>	<b>1,209.21</b>	<b>143.32</b>

#### Nature and purpose of other reserves

##### a) Securities premium account

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

##### b) General reserve

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

##### c) Retained earnings

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

### Note: 17 Borrowings

Particulars	31st March 2023	31st March 2022
<b>Secured</b>		
Term Loan		
- From Banks	98.88	271.75
- From Others	109.45	111.19
Less: Shown under Short Term Borrowings	(173.85)	(233.37)
	<b>34.48</b>	<b>149.57</b>
<b>UnSecured</b>		
Inter Corporate Deposit	592.64	628.14
Less: Amortisation of Loan	(64.11)	-
	<b>528.53</b>	<b>628.14</b>
<b>Total</b>	<b>563.01</b>	<b>777.71</b>

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

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

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

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

### Note: 18 Provisions (Non-current)

Particulars	31st March 2023	31st March 2022
<b>Provision for employee benefits</b>		
Provision for gratuity (Refer note 39)	972.37	975.62
<b>Total</b>	<b>972.37</b>	<b>975.62</b>

### Note: 19 Other non current financial liabilities

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

### Note: 20 Borrowings - Current

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

- (a) Cash credit (including Working Capital Demand Loans) from banks are secured against hypothecation of stock and other current assets of the Company and second charge on fixed assets pertaining and are repayable on demand.
- Collateral Security- Extension of First & Exclusive hypothecation charge over plant & machineries & other movable fixed assets of tea estates
  - Primary Security-Pari Pasu charge on the existing and future current asset of the borrower with other banks.
- (b) Intercompany deposit from body corporates are unsecured. The above deposit carry interest @ 7% p.a (31 March 2022 :@ 7% p.a.)

### Note: 21 Trade payables

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

For Ageing please refer Note 41

### Note: 22 Other Financial Liabilities

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

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

### Note: 23 Other Current Liabilities

Particulars	31st March 2023	31st March 2022
Statutory liabilities	75.09	75.22
<b>Total</b>	<b>75.09</b>	<b>75.22</b>

### Note: 24 Provisions (Current)

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

### Note: 25 Revenue from operations

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

### Note: 26 Other income

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### Note: Other Gains / ( Losses)

Particulars	31st March 2023	31st March 2022
Net gain/(loss) on financial assets (investments) measured at fair value through profit or loss	5.85	4.44
<b>Total</b>	<b>5.85</b>	<b>4.44</b>
<b>Total Other Income and Other Gain/ (Losses)</b>	<b>230.91</b>	<b>436.00</b>

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

### Note: 27 Cost of materials consumed

Particulars	31st March 2023	31st March 2021
Materials:		
Inventory at the beginning of the year	-	-
Add: Purchases	276.42	-
Less: Inventory at the end of the year	-	-
<b>Cost of materials consumed</b>	<b>276.41</b>	<b>-</b>

### Note: 28 Changes in inventories of finished goods

Particulars	31st March 2023	31st March 2022
Opening Stock of Tea	1,932.38	2,030.04
Closing Stock of Tea	(2,333.61)	(1,932.38)
<b>(Increase)/Decrease in stock of tea</b>	<b>(401.23)</b>	<b>97.66</b>

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

Particulars	31st March 2023	31st March 2022
Stock at the beginning of the year	47.44	33.93
Stock at the end of year	22.05	47.44
<b>(Increase)/Decrease in Stock</b>	<b>25.39</b>	<b>(13.51)</b>

### Note: 30 Employee benefits expense

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

### Note: 31 Finance costs

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

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

### Note: 32 Other expenses

Particulars	31st March 2023	31st March 2022
Cost of Materials Consumed	1,464.46	1,096.69
Power and Fuel	1,581.49	1,367.60
Rent	3.84	2.94
Repairs to Buildings	67.79	53.39
Repairs to Machinery	85.09	58.96
Insurance	21.56	22.65
Rates & Taxes	22.77	78.11
Green Leaf Cost	-	-
Brokerage & Commission	130.09	131.72
Freight and Transit Charges	111.28	113.26

## Consolidate Notes to Financial Statements (Contd.)

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

Particulars	31st March 2023	31st March 2022
Cultivation Expenses	55.55	89.29
Provision For Bad & Doubtful Debts and Advances	59.26	-
Provision of Diminution in Value of Investment	1.34	-
Sundry Balances Written off	6.66	-
Director's sitting Fees	3.10	2.75
<b>Auditors' Remuneration:-</b>		
Statutory Audit fees	3.50	2.20
Tax Audit fees	1.25	0.20
Other Services	1.70	0.82
CSR Expenditure	26.85	14.00
Miscellaneous Expenses	432.69	434.00
<b>Total:</b>	<b>4,080.27</b>	<b>3,468.58</b>

### Note: 33 Earnings per share

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

### Note 34: Income tax expense

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

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

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

# Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

## Note: 35 Fair value measurements

### Financial instruments by category

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

#### (i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

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

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

The entire financial assets and 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:

- There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2023 and March 31, 2022.
- 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.
- Fair value of borrowings which do not have an active market or are unquoted is estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities which is categorised as level 3 in the fair value hierarchy.

#### (ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

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

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

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

Particulars	31st March 2023	31st March 2022
Fair value of biological assets other than bearer plants (Unharvested tea leaves) for which fair value (less cost to sell) are disclosed	22	47

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

### Note : 36 Capital management

#### (a) Risk management

The company's objectives when managing capital are to:

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

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

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

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

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

#### (b) Dividends paid and proposed

Particulars	31st March, 2023	31st March, 2022
<b>(i) Equity shares</b>		
Final dividend for the year ended 31 March 2022 - Re. 1.5 (31 March 2021 - Re 1.00) per fully paid share	14.6	9.7
<b>(ii) Dividends not recognised at the end of the year</b>		
In addition to the above dividends, since year end 31st March 2023 the board has recommended the payment of a final dividend of Re 1 per fully paid equity share (31 March 2022 – Re. 1.5). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	9.73	14.60

### Note: 37 Financial Risk Management

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

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

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

#### (A) Credit risk

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### i) Trade receivables

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

As at March 31, 2023

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	137.19	-	-	-	-	137.19
Undisputed – Credit Impaired	-	-	4.20	-	339.61	343.81
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
<b>Trade receivables due</b>	<b>137.19</b>	<b>-</b>	<b>4.20</b>	<b>-</b>	<b>339.61</b>	<b>481.00</b>
<b>Less: Allowance for Credit Loss</b>			<b>(4.20)</b>		<b>(339.61)</b>	<b>(343.81)</b>
<b>Total trade receivables</b>	<b>137.19</b>					<b>137.19</b>

As at March 31, 2022

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	97.25	-	-	-	-	97.25
Undisputed – Credit Impaired	-	-	-	-	339.61	339.61
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
<b>Trade receivables due</b>	<b>97.25</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>339.61</b>	<b>436.86</b>
<b>Less: Allowance for Credit Loss</b>						<b>(339.61)</b>
<b>Total trade receivables</b>	<b>97.25</b>					<b>97.25</b>

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

### ii) Other financial instruments and deposits

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

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

## (B) Liquidity risk

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

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

### (i) Maturities of financial liabilities

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

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

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



## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

Contractual maturities of financial liabilities 31st March 2022	Less than 1 year	More than 1 years	Total
Borrowings and interest thereon	382.95	85.60	468.54
Cash credit from banks	(0.00)	-	(0.00)
Intercompany deposit	678.14	-	678.14
Trade payable	870.65	-	870.65
Interest accrued and due on borrowings	-	-	-
Unpaid dividend	3.06	-	3.06
Payable to Employees	223.25	-	223.25
Others liability payable	10.37	-	10.37
Provision for bonus	907.34	-	907.34
<b>Total financial liabilities</b>	<b>3,075.75</b>	<b>85.60</b>	<b>3,161.35</b>

### (C) Market risk

#### (i) Foreign currency risk

Foreign Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's transactions are denominated only in INR and hence the Company is not exposed to any foreign currency risk.

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to the risk of changes in market interest rates because it does not have any floating rate borrowings nor does it have any variable rate financial assets.

#### (iii) Price risk

##### (a) Exposure

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

##### (b) Sensitivity

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

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

\* Holding all other variables constant

### Note : 39 Employee benefit obligations

#### (i) Defined contribution plan

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

#### (ii) Post-employment obligations

##### a) Gratuity

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

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### (iii) Balance sheet recognition

#### a) Gratuity

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

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

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

### (iv) Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### (v) Sensitivity analysis

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

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

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the 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, 2024 are Rs. 4,26,58,084.

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

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

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

### (ix) Compensated absences

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

### Note : 39 Corporate Social Responsibility

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

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

### Note : 40 Trade Payables

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

#### As at March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	36.49	-	0.00	-	36.49
Undisputed dues - others	392.79	84.39	4.49	177.82	659.48
Disputed dues - MSME	-	-	-	-	-
Disputed dues - others	-	-	-	-	-
Trade payables due	429.28	84.39	4.49	177.82	695.97
Trade payables not due	-	0.00	-	-	-
Unbilled trade payables	-	0.00	-	-	-
<b>Total trade payables</b>	<b>429.28</b>	<b>84.39</b>	<b>4.49</b>	<b>177.82</b>	<b>695.97</b>

#### As at March 31, 2022

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

## Consolidate Notes to Financial Statements (Contd.)

for the year ended 31 March 2023

(All amounts in INR lacs, unless otherwise stated)

### Note : 41 Ratios

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

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

1. Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital borrowings working capital borrowings.
2. Variance is attributable lower year end borrowings arising out of repayment of term loans and lower working capital utilisation during the year.
3. Lower operating margin due to wages hike could not be compensated by the high prices.
4. Lower operating margin due to wages hike could not be compensated by the high prices.

### Note : 42 Segment reporting

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

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

### Note : 43 Related party disclosure

- a) Associate Company  
Sangam Investments Limited
- b) Key management personnel  
Mr Rajvinder Singh (Managing Director)  
Mrs. Nishita Dutta Chadda (Company Secretary)  
Mr Aditya Gupta (Chief Financial Officer)
- c) Entities having significant influence over the Company : Jardine Henderson Ltd.

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

d) Key management personnel compensation

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

e) Transactions with related party

The following transactions occurred with related parties:

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

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

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

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

(f) Loans to/from related parties

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

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

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

All outstanding balances are unsecured and are repayable in cash.

### Note : 44 Other notes to accounts

#### Contingent liability not provided for:

- In respect of Income Tax matters under appeal Rs. 495.61 (31 March 2022 Rs. 473.81) without considering concomitant liability in respect of Agricultural Income Tax.
- Commitments Estimated amount of contracts remaining to be executed on capital accounts and not provided for Rs 9.58 Lakhs.
- There has been no loss on account of impairments of assets since the carrying amount of property, plant and equipment does not exceed the recoverable account as per Accounting Standard issued by Companies (Accounts) Rules, 2014.
- 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.
- The Scheme of Arrangement for amalgamation of M/s Dhelakhat Tea Company Limited (Transferor Company) with the Company is yet to be approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench. Pending approval of the said scheme, these accounts have been prepared without giving effect of the said scheme in compliance with the requirement of IND AS 103 issued by the Institute of Chartered Accountants of India. Upon approval of the scheme by the Hon'ble NCLT, all assets and Liabilities of Transferor company would be transferred and vested in the Company w.e.f 1st April 2022 at their respective Book Value.
- Figures of the previous year has been re-grouped/re-arranged to conform current year's presentation.

## Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

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

### Note: 45 Additional Regulatory Information

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

### Note: 46 Interests in other entity

#### Interest in associate

Set out below is the associate of the Group as at 31 March 2023. The entities listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Name of the entity	Place of business/ country of incorporation	Relationship	Accounting method	% of ownership interest		Principal activities
				31 March 2023	31 March 2022	
Sangam Investments Limited	India	Associate	Equity method	24.15%	24.15%	Trading and investment activities

#### (i) Summarised financial information for associate

The tables below provide summarised financial information for the associate. The information disclosed reflects the amounts presented in the financial statements of the relevant associate and not SIL's share of those amounts.

# Consolidate Notes to Financial Statements *(Contd.)*

for the year ended 31 March 2023

*(All amounts in INR lacs, unless otherwise stated)*

Summarised balance sheet	Sangam Investments Limited	
	31 March 2023	31 March 2022
Total current assets	1.60	3.36
Total non-current assets	0.84	0.82
Total current liabilities	37.27	37.26
Total non-current liabilities	-	-
<b>Net assets</b>	<b>(34.84)</b>	<b>(33.08)</b>

Summarised statement of profit and loss	Sangam Investments Limited	
	31 March 2023	31 March 2022
Revenue	0.18	0.09
Profit for the year	(1.95)	(0.29)
Other comprehensive income	0.00	0.00
<b>Total comprehensive income</b>	<b>(1.95)</b>	<b>(0.29)</b>

Summarised balance sheet	Sangam Investments Limited	
	31 March 2023	31 March 2022
<b>Closing net assets</b>	<b>-34.84</b>	<b>-33.08</b>
Group's share in %	24.15%	24.15%
Group's shares	-8.41	-7.99
Group's shares of losses exceeding investments not recognised	8.41	7.99
<b>Carrying amount</b>	<b>-</b>	<b>-</b>

## ACCOUNTING POLICIES AND NOTES ON ACCOUNTS - 1 to 46

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

In terms of our attached Report of even date

For **R. Kothari & Co LLP**

Chartered Accountants

Firm's Registration Number: 307069E/E300266

**CA Kailash Chandra Soni**

Partner

Membership Number: 057620

Place : Kolkata

Date : 30th May, 2023

**Subir Das**

Director

DIN: 00199255

**Aditya Gupta**

(CFO)

**Rajvinder Singh**

Managing Director

DIN: 06931916

**Nishita Dutta Chadda**

(Company Secretary)





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**RYDAK SYNDICATE LIMITED**

CIN : L65993WB1900PLC001417

4, Dr. Rajendra Prasad Sarani

Kolkata - 700 001