JOONKTOLLEE TEA & INDUSTRIES LTD.

CIN NO. : L01132WB1900PLC000292

August 31, 2018

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Dear Sir,

Scrip Code : 538092

Pursuant to Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, enclosed herewith please find a copy of the Annual Report of the Company for the financial year ended 31st March, 2018 duly approved and adopted by the members at the 144th Annual General Meeting of the Company held on Friday, 31st August, 2018.

This is for your information and records.

Thanking You,

Yours faithfully,
For **JOONKTOLLEE TEA & INDUSTRIES LTD.**

Sharad Bagree

Manager (Finance) & Company Secretary
Membership No. ACS 21047

Encl : As above.

21, STRAND ROAD, KOLKATA - 700 001

+91 (33) 2230-9601 (4 lines), Fax : +91 (33) 2230 2105, E-mail: info@joonktolleetea.in, Website : www.joonktolleetea.in

TEA ESTATES : JOONKTOLLEE • JAMIRAH • NILMONI • GOOMANKHAN • PULLIKANAM • **COFFEE ESTATE** : COWCOODY

RUBBER ESTATES : CHEMONI • ECHIPARA & PUDUKAD

Joonktollee Tea & Industries Ltd.

ANNUAL
REPORT
2018

A glimpse of the Hanuman Mandir at Joonktollee Tea Estate, Assam

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Hemant Bangur
Chairman

Mrs. P. D. Bangur
Director

Mr. M. K. Daga
Independent Director

Mr. J. K. Surana
Independent Director

Mr. M. M. Pyne
Independent Director

Mr. K. C. Mohta
Executive Director &
Chief Executive Officer
(upto 30th April, 2018)

CHIEF FINANCIAL OFFICER

Mr. S. Das

MANAGER (FINANCE) & COMPANY SECRETARY

Mr. S. Bagree

BANKERS

HDFC Bank
Yes Bank
ICICI Bank

AUDITORS

Jitendra K. Agarwal & Associates
Kolkata

REGISTRARS & SHARE TRANSFER AGENTS

Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, 5th Floor,
Kolkata - 700 001

REGISTERED OFFICE

21, Strand Road, Kolkata - 700 001

Directors' report

To the Members,

Your Directors present the 144th Annual Report of the Company together with the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2018.

FINANCIAL PERFORMANCE

(Amount in ₹)

	Standalone		Consolidated	
	31.03.2018	31.03.2017	31.03.2018	31.03.2017
Revenue from Operations	1,00,12,83,996	88,21,07,863	1,06,49,68,622	94,61,38,962
Other Income	5,53,84,987	5,62,09,198	5,02,35,753	6,53,24,477
Total	**105,66,68,983**	**93,83,17,061**	**1,11,52,04,375**	**1,01,14,63,439**
Profit/(Loss) before Depreciation, Finance Cost & Tax	**50,71,894**	**(1,34,43,591)**	**(34,57,471)**	**(30,54,671)**
Less : Depreciation	6,43,61,092	6,88,36,667	7,84,92,201	8,61,02,501
Less : Finance Cost	7,53,52,509	7,56,79,776	8,09,77,723	7,91,05,066
Profit/(Loss) before Tax	**(13,46,41,707)**	**(15,79,60,034)**	**(16,29,27,395)**	**(16,82,62,238)**
Less : Tax Expense (including Deferred Tax)	(1,69,79,760)	(1,64,46,022)	(1,93,40,531)	(2,48,36,612)
Profit/(Loss) after Tax	**(11,76,61,947)**	**(14,15,14,012)**	**(14,35,86,864)**	**(14,34,25,626)**
Other Comprehensive Income (Net of Tax)	87,35,700	(1,06,83,551)	95,46,000	(88,05,769)
Total Comprehensive Income	**(10,89,26,247)**	**(15,21,97,563)**	**(13,40,40,864)**	**(15,22,31,395)**
Add : Share of Profit/(Loss) of Associates	-	-	-	(2,86,906)
Less : Non-Controlling Interest	-	-	3,68,851	-
Total Comprehensive Income attributable to owners of the Company	**(10,89,26,247)**	**(15,21,97,563)**	**(13,44,09,715)**	**(15,25,18,301)**
Surplus brought forward from previous year	**54,09,84,981**	**69,76,62,047**	**54,30,32,990**	**70,00,30,795**
Amount available for appropriation	**43,20,58,734**	**54,54,64,484**	**40,86,23,276**	**54,75,12,493**

The financial statements for the year ended 31st March, 2018 have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 13 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014.

Directors' report (Contd.)

DIVIDEND & RESERVES

Your Directors are pleased to recommend for your approval, a dividend of 5% i.e. ₹0.50 per share for the year ended 31st March, 2018.

The Company has not transferred any amount to the General Reserve during the financial year ended 31st March, 2018.

OPERATIONAL REVIEW

Your Company produced 56,14,825 Kgs. of Tea during the year as against 58,13,206 produced during the year 2016-17, a decrease of 1,98,381 Kgs. to the previous year; 2,43,590 Kgs. of Coffee during the year as against 2,82,951 Kgs. during the year 2016-17, a decrease of 39,361 Kgs. from the previous year and 8,60,101 Kgs. of Rubber during the year as against 9,25,513 Kgs. produced during the year 2016-17, a decrease of 65,412 Kgs. from the previous year.

CAPITAL EXPENDITURE

The Company has incurred capital expenditure amounting to ₹255.15 lacs during the year ended 31st March, 2018 as compared to ₹320.78 lacs for the same period last year.

PUBLIC DEPOSITS

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements of the Company.

RELATED PARTY TRANSACTIONS

All the related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Act and the SEBI (LODR) Regulations, 2015. There are no materially significant related party transactions made by the Company with promoters, directors or key managerial personnel etc. during the year which might have potential conflict with the interest of the Company at large.

The policy on Related Party Transactions has been uploaded on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/party_transactions_policy.pdf.

SUBSIDIARY & ASSOCIATE COMPANIES

The Company as on 31st March, 2018 has three Subsidiary Companies namely, Keshava Plantations Pvt. Ltd., Cowcoody Builders Pvt. Ltd. and Pranav Infradev Co. Pvt. Ltd. and one Associate Company namely The Cochin Malabar Estates And Industries Ltd.

During the year under review, the Company divested its 39.18% stake in its Wholly-owned Subsidiary M/s. Cowcoody Builders Pvt. Ltd.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the Company's Subsidiaries and Associates is attached to the financial statements of the Company.

Pursuant to the provisions of Section 136 of the Companies Act, 2013, the financial statements of the Company, consolidated financial statements alongwith the relevant documents and separate audited accounts in respect of Subsidiaries are available on the website of the Company.

The policy on material subsidiaries is available on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/ material_subsidiaries_policy.pdf.

CONSOLIDATED FINANCIAL STATEMENTS

The audited consolidated financial statements of the Company together with Auditors' Report for the year ended 31st March, 2018 forms part of this Report.

ANNUAL RETURN

In accordance with the provisions of Section 134(3)(a) of the Companies Act, 2013 an extract of the Annual Return in the prescribed format is provided in **Annexure – A** forming part of this Report.

AUDITORS AND AUDITORS' REPORT

Statutory Auditors

M/s. Jitendra K. Agarwal & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company at the Annual General Meeting held on August 31, 2017 to hold office till the conclusion of the Annual General Meeting for the Financial Year 2021-22.

The Members may note that consequent to the changes made in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 by the Ministry of Corporate Affairs (MCA) vide notification dated May 7, 2018, the proviso to Section 139(1) of the Companies Act, 2013 read with explanation to sub-rule 7 of Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the requirement of ratification of appointment of Auditors by the Members at every AGM has been done away with. Therefore, the Company is not seeking any ratification of appointment of M/s. Jitendra K. Agarwal & Associates, Chartered Accountants as the Auditors of the Company, by the Members at the ensuing AGM.

Your Company has received a certificate from M/s. Jitendra K.

Directors' report (Contd.)

Agarwal & Associates, Chartered Accountants confirming the eligibility to continue as Auditors of the Company in terms of the provisions of Section 141 of the Companies Act, 2013 and the Rules framed thereunder. They have also confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI as required under the provisions of Regulation 33 of the Listing Regulations.

There is no qualification, reservation or adverse remark made by the Auditors in their reports to the Standalone and Consolidated Financial Statements for the Financial Year ended 31st March, 2018.

Secretarial Auditors

The Board of Directors of the Company had appointed M/s. MKB & Associates, Company Secretaries to carry out secretarial audit for the financial year 2017-18 in terms of the provisions of Section 204(1) of the Companies Act, 2013 and Rules made thereunder. The Secretarial Audit Report for the Financial Year 2017-18 is provided in the **Annexure – B** forming part of this report.

The Board has reappointed M/s. MKB & Associates, Company Secretaries, as Secretarial Auditors of the Company for the Financial Year 2018-19.

There is no qualification, reservation or adverse remark made by the Secretarial Auditors in their Secretarial Audit report for the Financial Year ended 31st March, 2018.

Cost Auditors

M/s. A. Basu & Co., Cost Auditors have expressed their unwillingness to conduct the audit of cost records of the Company. On the recommendation of the Audit Committee and in compliance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, the Board has appointed M/s. D. Sabyasachi & Co., Cost Accountants, as Cost Auditors for conducting the audit of cost records of the Company.

In accordance with Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors for the Financial Year 2018-19 would be placed at the ensuing Annual General Meeting for approval.

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

The particulars as prescribed under Clause (m) of Sub-Section (3) of Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of energy, Research and Development, Technology Absorption and Foreign Exchange Earnings and Outgo is provided in **Annexure – C** and forms part of this Report.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a CSR Committee and has simultaneously approved and adopted a CSR policy based on the recommendations of the CSR Committee.

The Report on CSR activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 is provided in **Annexure – D** and forms part of this Report.

Your Company also continues its welfare activities by participating in various projects sponsored by TAI, ITA, ABITA, TOKLAI, UPASI, KPA in the States of Assam, Karnataka & Kerala and also directly contributes to the area's social causes.

The policy on Corporate Social Responsibility has been uploaded on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/ corporate_social_responsibility_policy.pdf.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board with grief regret to inform you of the sad demise of Shri K.C. Mohta, Executive Director and Chief Executive Officer of the Company, who passed away for his heavenly abode on 30th April, 2018. Late K.C. Mohta served the Company as an Executive Director since 2007. The Board acknowledges the contribution made by Late K.C. Mohta for the growth of the Company during this tenure.

In accordance with the provisions of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013 Shri Hemant Bangur will retire by rotation at the forthcoming Annual General Meeting and being eligible, offer himself for re-appointment.

During the year, the Company had three Key Managerial Personnel, being Shri K.C. Mohta, Executive Director & Chief Executive Officer, Shri B.L. Dhanuka, Chief Financial Officer and Shri S. Bagree, Manager (Finance) & Company Secretary.

Shri B.L. Dhanuka, Chief Financial Officer of the Company, retired from the services of the Company and Shri S. Das was appointed as Chief Financial Officer of the Company w.e.f. 23rd March, 2018.

The Board met four times during the financial year, the details of which are given in the "Report on Corporate Governance" forming part of this Annual Report.

Directors' report (Contd.)

Independent Directors have submitted their disclosures to the Board that they meet the criteria as stipulated in Section 149(6) of the Companies Act, 2013 and in accordance with the SEBI (LODR) Regulations, 2015.

Independent Directors have been familiarized with the nature of operations of the Company and the industry in which it operates and business module of the Company. The details of the familiarization programme have been posted on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/familiarisation_programme.pdf.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Guidelines Note on Board Evaluation issued by SEBI, the Board of Directors have carried out the performance evaluation for the Board, Committees of the Board, individual Directors including the Chairman of the Company for the Financial Year ended 31st March, 2018.

The Board of Directors expressed their satisfaction with the evaluation process.

AUDIT COMMITTEE

The composition and terms of reference of the Audit Committee have been furnished in the Corporate Governance Report forming a part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

NOMINATION AND REMUNERATION POLICY

The Board has adopted a Remuneration Policy for identification, selection, appointment and payment of remuneration to Directors, Key Managerial Personnel (KMP) and Senior Managerial Personnel (SMP) of the Company. The policy enumerates the powers, roles and responsibilities of the Nomination and Remuneration Committee.

The Remuneration Policy aims to enable the Company to attract, retain and motivate qualified members for the Board and other executive level. It ensures that the interest of Board members and senior executives are aligned with the business strategy and risk tolerance objectives, values and long term interests of the Company. The Nomination and Remuneration Committee along with Board reviews on an annual basis appropriate skills, characteristics and experience required of the executives for the better management of the Company. The Company has a credible and transparent framework in determining the remuneration of Wholetime Directors, KMPs and SMPs. Remuneration to Directors is paid within the limits as prescribed under the Companies Act, 2013 and as approved by the members of the Company. The Company pays remuneration to Non-Executive Directors by way of sitting fees and commission on the net profits of the Company.

The aforesaid Remuneration policy has been uploaded on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/remuneration _policy.pdf.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 134(3)(c) of the Companies Act, 2013 your Directors confirm that:

i) in the preparation of the annual accounts, the applicable Accounting Standards have been followed and there has been no material departure;

ii) the selected Accounting Policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the losses of the Company for the year ended on that date;

iii) proper and sufficient care has been taken 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) the annual accounts have been prepared on a going concern basis;

v) the internal financial controls have been laid down and such internal financial controls are adequate and are operating effectively; and

vi) the Company has adequate internal systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

WHISTLE BLOWER POLICY / VIGIL MECHANISM

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Company has framed a Whistle Blower Policy / Vigil Mechanism for Directors and Employees for reporting genuine concerns about any instance of any irregularity, unethical practice and/or misconduct.

The details of the Whistle Blower Policy/Vigil Mechanism are posted on the Company's website and can be accessed at http://www.joonktolleetea.in/downloads/whistle_blower_policy.pdf.

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

The Company has zero tolerance for sexual harassment at work place and has adopted a policy in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the Rules thereunder for prevention, prohibition and redressal of complaints of sexual harassment at workplace. There were no cases of sexual harassment reported during the year.

The policy on Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 has been uploaded on the website of the Company and can be accessed at http://www.joonktolleetea.in/downloads/sexual_harassment_policy.pdf.

RISK MANAGEMENT

The Company has laid down well defined risk management mechanism covering the risk exposure, potential impact and risk mitigation process. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined frame work.

INTERNAL FINANCIAL CONTROL

For ensuring methodical and efficient conduct of its business, the Board has adopted policies and procedures. Thus, it ensures on the one hand, safeguarding of assets and resources of the Company, prevention and detention of frauds and errors, accuracy and completeness of the accounting records, timely preparation of financial disclosures and on the other hand, encourages the improvement of the operational performance of the Company.

The Internal Audit of the Company was carried out by M/s. Singhi & Co., Chartered Accountants. The Audit Committee of the Board reviews the Internal Audit Report and corrective actions taken on the findings are also reported to the Audit Committee.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

During the year under review, the Company has duly complied with the applicable provisions of the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI).

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review is provided in **Annexure – E** forming part of this Report.

CORPORATE GOVERNANCE

The Company has adopted the Corporate Governance Policies and Code of Conduct which set out the principle of running the Company with fairness, transparency and accountability. A report on the Corporate Governance alongwith a certificate from a Practicing Company Secretary regarding compliance of the Corporate Governance is provided in the **Annexure – F** forming part of this Report.

SAFETY, HEALTH & ENVIRONMENT

The Company has committed to maintaining highest standard of safety, health environment protection and has complied with all applicable statutory requirements and prevention of pollution. It always strives to keep the estates greener and cleaner and committed to the safety and health of its employees.

TRADE RELATIONS

The Board desires to place on record its appreciation for the support and co-operation that the Company has received from suppliers, brokers, customers and others associated with the Company as its enterprise partners. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be Company's endeavor to build and nurture strong links with trade, based on mutuality, respect and co-operation with each other.

AWARDS & RECOGNITIONS

- The Company has been accredited with ISO 9001:2008 certification by SGS, U.K.
- Joonktollee Tea Estate in Assam has been accredited with ISO 22000 : 2005 certification by SGS, Switzerland.
- Goomankhan Tea Estate in Karnataka has been accredited with ISO 9001:2008 & HACCP certification by SGS.
- Pullikanam Tea Estate has bagged The Golden Leaf Awards for the leaf, fannings and dust categories for 2017.

CREDIT RATING

The Company has domestic credit ratings of BB+/Negative from CRISIL for its banking facilities.

OTHER DISCLOSURES

i) There were no material changes and commitments affecting the financial position of the Company occurring between 31st March, 2018 and the date of this Report.

ii) There is no change in the business of the Company.

Directors' report (Contd.)

iii) There were no significant and material orders passed by regulator or courts or tribunals impacting the going concern status and Company's operation in future.

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is provided in **Annexure – G** and forms part of this Report.

None of the employees of the Company fall within the purview of the information required under Section 197 read with Rules 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the Financial Year.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Banks, Central and State Government authorities, Regulatory authorities, Stock Exchanges and the stakeholders for their continued co-operation and support to the Company. Your Directors also wish to record their appreciation for the continued co-operation and support received from the employees of the Company.

On behalf of the Board

Place : Kolkata
Date : 14th May, 2018

H.Bangur
Chairman

Extract
of annual return

Annexure - A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2018

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L01132WB1900PLC000292
ii)	Registration Date	07/08/1874
iii)	Name of the Company	Joonktollee Tea & Industries Limited
iv)	Category / Sub-Category of the Company	Public Company limited by shares
v)	Address of the Registered office and contact details	21, Strand Road, Kolkata – 700 001
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Private Ltd. 23, R.N. Mukherjee Road, 5th Floor Kolkata – 700 001 Phone : (033) 2248-2248 Fax No. :(033) 2248-4787 E-mail : mdpldc@yahoo.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products /services	NIC Code of the Product /service	% to total turnover of the Company
1	Tea	01271	79%
2	Rubber	01291	16%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Cowcoody Builders Pvt. Ltd 21, Strand Road, Kolkata – 700 001	U45203WB2006PTC111436	Subsidiary	60.82	2(87)
2	Pranav Infradev Company Pvt. Ltd 21, Strand Road, Kolkata – 700 001	U45203WB2006PTC111437	Subsidiary	100.00	2(87)
3	Keshava Plantations Pvt. Ltd Azizbgah Tea Estate, Rajgarh, Dibrugarh, Assam - 786611	U01132AS1999PTC005666	Subsidiary	100.00	2(87)
4	The Cochin Malabar Estates And Industries Ltd. 21, Strand Road, Kolkata – 700 001	L01132WB1991PLC152586	Associate	24.68	2(6)

Extract

of annual return (Contd.)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (1st April, 2017)				No. of Shares held at the end of the year (31st March, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. **Indian**									
a) Individual / HUF	850047	–	850047	20.5216	1300047	–	1300047	31.3854	10.8638
b) Central Govt									
c) State Govt									
d) Bodies Corp.	2256091	–	2256091	54.4660	1806091	–	1806091	43.6022	(10.8638)
e) Banks / FI									
f) Any Other									
Sub-total (A) (1):-	**3106138**	–	**3106138**	**74.9876**	**3106138**	–	**3106138**	**74.9876**	**0.0000**
2. **Foreign**									
a) NRIs - Individuals									
b) Other – Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other									
Sub-total (A) (2):-									
Total shareholding of Promoter (A)=(A)(1)+(A) (2)	**3106138**	–	**3106138**	**74.9876**	**3106138**	–	**3106138**	**74.9876**	**0.0000**
B. Public Shareholding									
1.Institutions									
a) Mutual Funds									
b) Banks / FI	-	2944	2944	0.0711	-	2919	2919	0.0705	(0.0006)
c) Central Govt.									
d) State Govt.(s)									
e) Venture Capital Funds									
f) Insurance Companies	246493	–	246493	5.9508	246493	–	246493	5.9508	0.0000
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-	**246493**	**2944**	**249437**	**6.0219**	**246493**	**2919**	**249412**	**6.0213**	**(0.0006)**
2. **Non-Institutions**									
a) Bodies Corp.									
i) Indian	73223	6335	79558	1.9207	53481	6335	59816	1.4441	(0.4766)
ii) Overseas									
b) Individuals									

Extract
of annual return (Contd.)

Category of Shareholders	No. of Shares held at the beginning of the year (1st April, 2017)				No. of Shares held at the end of the year (31st March, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	250772	200848	451620	10.9029	275611	181142	456753	11.0268	0.1239
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	219932	–	219932	5.3095	216568	–	216568	5.2283	(0.0813)
c) Others	–	–	–	–	–	–	–	–	–
i) Trusts	–	–	–	–	–	–	–	–	–
ii) Foreign National	–	16268	16268	0.3927	14062	-	14062	0.3395	(0.0532)
iii)Custodian of Enemy Property	–	240	240	0.0058	–	240	240	0.0058	0.0000
iv) Clearing Member	1468	–	1468	0.0354	5733	–	5733	0.1384	0.1030
v) Non Resident Individual	1135	16404	17539	0.4234	1925	2342	4267	0.1030	(0.3204)
vi) NBFCs registered with RBI	1	–	1	0.0000	1	–	1	0.0000	0.0000
vii) Investor Education and Protection Fund Authority	–	–	–	0.0000	29211	–	29211	0.7052	0.7052
Sub-total (B)(2):-	**546531**	**240095**	**786626**	**18.9905**	**596592**	**190059**	**786651**	**18.9911**	**0.0006**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**793024**	**243039**	**1036063**	**25.0124**	**843085**	**192978**	**1036063**	**25.0124**	**0.0000**
C. Shares held by Custodian for GDRs & ADRs									
Promoter and Promoter Group	–	–	–	–	–	–	–	–	–
Public	–	–	–	–	–	–	–	–	–
Grand Total (A+B+C)	**3899162**	**243039**	**4142201**	**100.000**	**3949223**	**192978**	**4142201**	**100.000**	–

Extract
of annual return (Contd.)

(ii) Shareholding of Promoters (including Promoter Group)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	Pushpa Devi Bangur	517928	12.5037	-	642928	15.5214	-	3.0177
2	Hemant Bangur	226729	5.4736	-	426729	10.3020	-	4.8284
3	Vinita Bangur	21800	0.5263	-	96800	2.3369	-	1.8106
4	Hemant Kumar Bangur HUF	34490	0.8326	-	84490	2.0397	-	1.2071
5	Purushottam Dass Bangur HUF	41000	0.9898	-	41000	0.9898	-	-
6	Purushottam Dass Bangur	7750	0.1871	-	7750	0.1871	-	-
7	Pranov Bangur	250	0.0060	-	250	0.0060	-	-
8	Gopal Das Bangur HUF	100	0.0024	-	100	0.0024	-	-
9	The Oriental Company Ltd.	493643	11.9174	-	593643	14.3316	-	2.4142
10	Kettlewell Bullen & Company Ltd.	538838	13.0085	-	538838	13.0085	-	-
11	Madhav Trading Corporation Ltd.	374130	9.0322	-	424130	10.2392	-	1.2070
12	The Cambay Investment Corporation Ltd.	110737	2.6734	-	110737	2.6734	-	-
13	Credwyn Holdings (India) Pvt Ltd	98524	2.3785	-	98524	2.3785	-	-
14	Wind Power Vinimay Pvt Ltd.	27719	0.6692	-	27719	0.6692	-	-
15	Mugneeram Bangur & Company LLP	612500	14.7868	-	12500	0.3018	-	(14.4850)
	Total	**3106138**	**74.9876**	**-**	**3106138**	**74.9876**	**-**	**0.0000**

Extract
of annual return (Contd.)

(iii) Change in Promoters (including Promoter Group) Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	**Pushpa Devi Bangur, Director**				
	a)At the Beginning of the Year	517928	12.50	517928	12.50
	b)Changes during the Year				
	As on 10/11/2017 – Buy	125000	3.02	642928	15.52
	c)At the end of the Year	-	-	642928	15.52
2	**Hemant Bangur - Chairman**				
	a)At the Beginning of the Year	226729	5.47	226729	5.47
	b)Changes during the Year				
	As on 10/11/2017 – Buy	200000	4.83	426729	10.30
	c)At the end of the Year	-	-	426729	10.30
3	**Vinita Bangur**				
	a)At the Beginning of the Year	21800	0.52	21800	0.52
	b)Changes during the Year				
	As on 10/11/2017 – Buy	75000	1.81	96800	2.33
	c)At the end of the Year	-	-	96800	2.33
4	**Hemant Kumar Bangur HUF**				
	a)At the Beginning of the Year	34490	0.83	34490	0.83
	b)Changes during the Year				
	As on 10/11/2017 – Buy	50000	1.20	84490	2.03
	c)At the end of the Year	-	-	84490	2.03
5	**The Oriental Company Limited**				
	a)At the Beginning of the Year	493643	11.92	493643	11.92
	b)Changes during the Year				
	As on 10/11/2017 – Buy	100000	2.41	593643	14.33
	c)At the end of the Year	-	-	593643	14.33
6	**Madhav Trading Corporation Limited**				
	a)At the Beginning of the Year	374130	9.03	374130	9.03
	b)Changes during the Year				
	As on 10/11/2017 – Buy	50000	1.21	424130	10.24
	c)At the end of the Year	-	-	424130	10.24
7	**Mugneeram Bangur & Company LLP**				
	a)At the Beginning of the Year	612500	14.78	612500	14.78
	b)Changes during the Year				
	As on 03/11/2017 – Sell	600000	14.48	12500	0.30
	c)At the end of the Year	-	-	12500	0.30

Extract
of annual return (Contd.)

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	**Life Insurance Corporation of India**				
	a)At the Beginning of the Year	246493	5.9508		
	b)Changes during the Year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			246493	5.9508
2	**Surendra Kumar Nathany**				
	a)At the Beginning of the Year	55000	1.3278		
	b) Changes during the year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			55000	1.3278
3	**Yashwardhan Nathany**				
	a)At the Beginning of the Year	49000	1.1829		
	b) Changes during the year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			49000	1.1829
4	**Mahendra Girdharilal**				
	a)At the Beginning of the Year	50718	1.2244	50718	1.2244
	b) Changes during the year				
	As on 16/06/2017 – Buy	341	0.0082	51059	1.2327
	As on 10/11/2017 – Buy	6650	0.1605	57709	1.3932
	As on 17/11/2017 – Buy	89	0.0021	57798	1.3953
	As on 24/11/2017 – Buy	1994	0.0478	59792	1.4434
	c)At the end of the Year			59792	1.4434
5	**Investor Education And Protection Fund Authority**				
	a)At the Beginning of the Year	-	-	-	-
	b) Changes during the year				
	As on 24/11/2017 – Transfer	29150	0.6988	29150	0.6988
	As on 08/12/2017 – Transfer	61	0.0015	29211	0.7052
	c)At the end of the Year			29211	0.7052
6	**Vijay Kumar Bangur**				
	a)At the Beginning of the Year	27499	0.6639		
	b) Changes during the year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			27499	0.6639
7	**Abhay Gandhi**				
	a)At the Beginning of the Year	25001	0.6036	25001	0.6036
	b)Changes during the Year				
	As on 10/11/2017 – Sell	(16000)	(0.3863)	9001	0.2173
	As on 29/12/2017 – Buy	5130	0.1238	14131	0.3411
	As on 12/01/2018 – Sell	(5130)	(0.1238)	9001	0.2173
	c)At the end of the Year			9001	0.2173

Extract
of annual return (Contd.)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
8	**Carwin Trading Pvt. Ltd.**				
	a)At the Beginning of the Year	19901	0.4804		
	b) Changes during the year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			19901	0.4804
9	**Margaret Barker**				
	a)At the Beginning of the Year	14062	0.3395	14062	0.3395
	b)Changes during the Year				
	As on 01/12/2017 – Transfer	(14062)	(0.3395)	-	-
	c)At the end of the Year			-	-
10	**Joan Patricia Hardy**				
	a)At the Beginning of the Year	14062	0.3395		
	b)Changes during the Year	NO CHANGE DURING THE YEAR			
	c)At the end of the Year			14062	0.3395
11	**Amit Yeshwant Modak**				
	a)At the Beginning of the Year	-	-	-	-
	b)Changes during the Year				
	As on 24/11/2017 – Buy	3574	0.0862	3574	0.0862
	As on 01/12/2017 – Buy	5705	0.1377	9279	0.2240
	As on 08/12/2017 – Buy	3200	0.0773	12479	0.3012
	As on 29/12/2017 – Buy	500	0.0121	12979	0.3133
	As on 05/01/2018 – Buy	500	0.0121	13479	0.3254
	As on 19/01/2018 – Buy	150	0.0036	13629	0.3290
	As on 09/02/2018 – Buy	25	0.0006	13654	0.3296
	c)At the end of the Year			13654	0.3296
12	**Kailash Chandra Dhanuka**				
	a)At the Beginning of the Year	12722	0.3071	12722	0.3071
	b)Changes during the Year				
	As on 14/04/2017 – Sell	(200)	(0.0048)	12522	0.3023
	As on 29/12/2017 – Sell	(892)	(0.0215)	11630	0.2808
	c)At the end of the Year			11630	0.2808

NOTE :- The above information is based on the weekly beneficiary position received from Depositories.

● Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :

Extract

of annual return (Contd.)

(v) Shareholding of Directors and Key Managerial Personnel:

<table>
<tr><th rowspan="2">Sl. No.</th><th rowspan="2" colspan="2">Name of the Directors and KMP</th><th colspan="2">Shareholding at the beginning of the year</th><th colspan="2">Cumulative Shareholding during the year</th></tr>
<tr><th>No. of shares</th><th>% of total shares of the company</th><th>No. of shares</th><th>% of total shares of the company</th></tr>
<tr><td>1</td><td colspan="2">Hemant Bangur - Chairman</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td colspan="2">a)At the Beginning of the Year</td><td>226729</td><td>5.47</td><td>226729</td><td>5.47</td></tr>
<tr><td></td><td colspan="2">b)Changes during the Year</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td>Date</td><td>Reason</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td>10.11.2017</td><td>Buy</td><td>200000</td><td>4.83</td><td>426729</td><td>10.30</td></tr>
<tr><td></td><td colspan="2">c)At the end of the Year</td><td>-</td><td>-</td><td>426729</td><td>10.30</td></tr>
<tr><td>2</td><td colspan="2">Pushpa Devi Bangur, Director</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td colspan="2">a)At the Beginning of the Year</td><td>517928</td><td>12.50</td><td>517928</td><td>12.50</td></tr>
<tr><td></td><td colspan="2">b)Changes during the Year</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td>Date</td><td>Reason</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td>10.11.2017</td><td>Buy</td><td>125000</td><td>3.02</td><td>642928</td><td>15.52</td></tr>
<tr><td></td><td colspan="2">c)At the end of the Year</td><td></td><td></td><td>642928</td><td>15.52</td></tr>
<tr><td>3</td><td colspan="2">K.C. Mohta,
Executive Director & Chief Executive Officer</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td colspan="2">a)At the Beginning of the Year</td><td>250</td><td>0.01</td><td>250</td><td>0.01</td></tr>
<tr><td></td><td colspan="2">b)Changes during the Year</td><td colspan="4">NO CHANGE DURING THE YEAR</td></tr>
<tr><td></td><td colspan="2">c)At the end of the Year</td><td></td><td></td><td>250</td><td>0.01</td></tr>
<tr><td>4</td><td colspan="2">B.L. Dhanuka,
Chief Financial Officer</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td colspan="2">a)At the Beginning of the Year</td><td>53</td><td>0.01</td><td></td><td></td></tr>
<tr><td></td><td colspan="2">b)Changes during the Year</td><td colspan="4">NO CHANGE DURING THE YEAR</td></tr>
<tr><td></td><td colspan="2">c)At the end of the Year</td><td></td><td></td><td>53</td><td>0.01</td></tr>
<tr><td>5</td><td colspan="2">S. Bagree,
Manager (Finance) & Company Secretary</td><td></td><td></td><td></td><td></td></tr>
<tr><td></td><td colspan="2">a)At the Beginning of the Year</td><td>50</td><td>0.01</td><td>50</td><td>0.01</td></tr>
<tr><td></td><td colspan="2">b)Changes during the Year</td><td colspan="4">NO CHANGE DURING THE YEAR</td></tr>
<tr><td></td><td colspan="2">c)At the end of the Year</td><td></td><td></td><td>50</td><td>0.01</td></tr>
</table>

Extract

of annual return (Contd.)

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount in ₹)

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	63,33,07,431	15,24,99,244	-	78,58,06,675
ii) Interest due but not paid	29,63,528	-	-	29,63,528
iii) Interest accrued but not due	33,63,799	-	-	33,63,799
Total (i+ii+iii)	**63,96,34,758**	**15,24,99,244**	**-**	**79,21,34,002**
Change in Indebtedness during the financial year				
· **Addition**	17,00,00,000	27,70,50,000	-	44,70,50,000
· **Reduction**	37,78,30,950	23,74,99,244	-	61,53,30,194
Net Change	**(20,78,30,950)**	**3,95,50,756**	**-**	**(16,82,80,194)**
Indebtedness at the end of the financial year				
i) Principal Amount	42,12,42,702	19,20,50,000	-	61,32,92,702
ii) Interest due but not paid	29,29,288	-	-	29,29,288
iii) Interest accrued but not due	76,31,818	-	-	76,31,818
Total (i+ii+iii)	**43,18,03,808**	**19,20,50,000**	**-**	**62,38,53,808**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in ₹)

Sl. no.	Particulars of Remuneration	Shri K.C. Mohta Executive Director & CEO	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	46,22,548	46,22,548
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	20,85,561	20,85,561
	(c) Profits in lieu of salary under section 17(3) of the Income tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
	- as % of profit	-	-
	- others	-	-
5.	Others	-	-
	Total (A)	**67,08,109**	**67,08,109**
	Ceiling as per the Act	**	

**The remuneration paid to Shri K.C. Mohta, Executive Director & CEO of the Company, who is functioning in the professional capacity is in line with Clause B of Section II of Part II of Schedule V of the Companies Act, 2013.

Extract
of annual return (Contd.)

B. *Remuneration to other directors:* (Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of Directors			Total Amount
	1. Independent Directors	**Mr. M.K. Daga**	**Mr. M.M. Pyne**	**Mr. J.K. Surana**	
	• Fee for attending board / committee meetings	80,000	1,20,000	75,000	2,75,000
	• Commission	-	-	-	-
	• Others	-	-	-	-
	Total (1)	80,000	1,20,000	75,000	2,75,000
	2. Other Non-Executive Directors	**Mrs. P.D. Bangur**	**Mr. Hemant Bangur**	-	
	• Fee for attending board / committee meetings	1,10,000	60,000	-	1,70,000
	• Commission	-	-	-	-
	• Others	-	-	-	-
	Total (2)	1,10,000	60,000	-	1,70,000
	Total (B)=(1+2)				4,45,000
	Total Managerial Remuneration				71,53,109
	Overall Ceiling as per the Act				$

$ Payments to Non-Executive Directors consists only of sitting fees for attending Board/Committee meetings.

C. *Remuneration to Key Managerial Personnel Other Than MD / Manager /WTD:* (Amount in ₹)

Sl. no.	Particulars of Remuneration	Mr. B.L. Dhanuka Chief Financial Officer	Mr. S. Bagree Company Secretary	Total
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19,80,000	13,30,633	33,10,633
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	1,81,200	9,08,600	10,89,800
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others	-	-	-
5.	Others	-	-	-
	Total (C)	**21,61,200**	**22,39,233**	**44,00,433**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no default / punishment or compounding of offences for any breach of any Section of the Companies Act, 2013 against the Company, its Directors or other Officers in default during the year ended 31st March, 2018.

On behalf of the Board

Place : Kolkata
Date : 14th May, 2018

H.Bangur
Chairman

Secretarial
audit report

Annexure – B

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

To,
The Members,
Joonktollee Tea & Industries Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Joonktollee Tea & Industries Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and Regulations.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018, to the extent applicable, according to the provisions of:

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

ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;

iii) The Depositories Act, 1996 and 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 & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:

   a) The Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011

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

   c) The Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

   d) The Securities & Exchange Board of India (Share Based Employee Benefits) Regulations, 2014

   e) The Securities & Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008

   f) The Securities & Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

   g) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

   h) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 1998

vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading companies, the following laws/Acts are also, inter alia, applicable to the Company:

   a) The Food Safety and Standards Act, 2006 and Food Safety and Standards Rules, 2011;

   b) The Legal Metrology Act, 2009 & Legal Metrology (Packaged Commodities) Rules, 2011;

   c) The Tea Act, 1953 and Rules thereunder;

Secretarial

audit report (Contd.)

d) Tea Warehouse (Licensing) Order, 1989;
e) The Tea Waste (Control) Order, 1959;
f) The Tea (Marketing) Control Order, 1984;
g) The Coffee Act, 1942 and the Rules made thereunder;
h) The Coffee Market Expansion Act, 1942;
i) The Bureau of Indian Standards (BIS) Act, 1986;
j) The Plantations Labour Act, 1951;
k) The Assam Plantation Labour Rules, 1956;
l) The Plantation Labour (Karnataka) Rules, 1956;
m) The Rubber Act, 1947

We have also examined compliance with the applicable clauses of the following:

a) Secretarial Standards issued by The Institute of Company Secretaries of India.
b) Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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.

We further report that during the audit period the Company has passed a special resolution for sale of investment in Cowcoody Builders Private Limited, a wholly owned subsidiary of the Company.

This report is to be read with our letter of even date which is annexed as **Annexure – I** which forms an integral part of this report.

For **MKB & Associates**
Company Secretaries

Neha Somani
[Partner]
ACS no. 44522
COP no.17322
FRN: P2010WB042700

Date: 14th May, 2018
Place: Kolkata

Secretarial
audit report (Contd.)

Annexure-I

To,
The Members
Joonktollee Tea & Industries Limited

Our report 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 to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
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 procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **MKB & Associates**
Company Secretaries

Neha Somani
[Partner]
ACS no. 44522
COP no.17322
FRN: P2010WB042700

Date: 14th May, 2018
Place: Kolkata

Particulars of
conservation of energy

Annexure – C

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS & OUTGO REQUIRED U/S 134(3)(m) READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014.

A. CONSERVATION OF ENERGY

I. In line with the Company's commitment towards conservation of energy, all the estates continue with their efforts aimed at improving energy efficiency through improved operational and maintenance practices. The steps taken in this direction at various estates are as under:

- Reducing power consumption by using VFBD driers.
- Replacement of inefficient motors with energy efficient motors.
- Installation of Gas Generating Sets for generating power.
- Upgradation of Machineries and installation of new machineries based on fuel or power efficiency.
- Maintenance and overhauls of generators to achieve a high unit per ltr. delivery
- Monitoring the maximum demand and power load factor on daily basis.
- Installation of adequate power capacitors for efficient utilization of available power.
- Optimum power factor is being maintained to avoid surcharge on power factor as well as to get maximum rebate on electricity consumption bills.

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1	Efforts, in brief, made towards technology absorption, adaptation and innovation.	The Company undertakes regular efforts to upgrade and modernize its equipments through adoption of improved technology. Managerial staff are encouraged to attend seminars and training programmes for agricultural practice in the field of manufacturing process in the factories.
2	Benefits derived as a result of the above efforts e.g. Products improvement, Cost reduction, Products development, Import substitution etc.	Adoption of improved technology, regular upgradation, modernization of equipments help in improving the yield and quality of Tea.
3	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year).	The Company did not import any technology during the last 3 financial years.

4. RESEARCH AND DEVELOPMENT (R & D)

The Company contributes for the activities of Tea Research Association (TRA), Karnataka Planters Association (KPA) and United Planters Association of Southern India's (UPASI) scientific development regularly.

Their recommendations are adopted wherever feasible, in addition to our own efforts for obtaining better results.

The Company has incurred an expenditure of ₹12.96 lacs being amount paid to TRA, KPA & UPASI as above.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year under review foreign exchange earnings and foreign exchange outgo were NIL.

CSR
report

Annexure –D

CSR Report

1.	A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	The Company shall identify any one or more of the following areas for its CSR spending : Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation, Promoting education, Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres, Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources, Protection of national heritage, art & culture, measures for the benefit of armed forces veterans, war widows and their dependents, training to promote rural sports, Contribution to Prime Minister's National relief Fund, Rural development projects. The web-link for the same is www.joonktolleetea.in / About Us / Policies / CSR Policy.
2.	The Composition of the CSR Committee.	(i) Smt. Pushpa Devi Bangur (Chairperson) (ii) Shri M. K. Daga (Member) (iii) Shri K. C. Mohta (Executive Director & Chief Executive Officer) – upto 30-04-18 (iv) Shri Hemant Bangur (Member) w.e.f. 14-05-2018.
3.	Average net profit of the company for last three financial years	Not applicable, since the average net profit for last three financial years is negative.
4.	Prescribed CSR Expenditure (two per cent, of the amount as in item 3 above)	₹ NIL.
5.	Details of CSR spent during the financial year.	
	(a) Total amount to be spent for the financial year.	₹ NIL. However, the Company has voluntarily spent on CSR activities, the details of which are given below.
	(b) Amount unspent, if any;	Not applicable.
	(c) Manner in which the amount spent during the financial year;	As detailed below.

CSR
report (Contd.)

CSR ACTIVITIES AT JOONKTOLLEE TEA & INDUSTRIES LTD.

(₹ in lacs)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project Or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (1) Direct Expenditure on projects or programs (2) Overhead	Cumulative Expenditure upto the reporting period	Amount spent : Direct or through implementing agency
a.	Rural Development	Promoting Education	Nawada Bihar	0.40	0.40	0.40	Direct
b.	Promoting education among children	Promoting Education	Kolkata, West Bengal	0.25	0.25	0.25	Direct
c.	Rural Development	Eradicating Hunger & Poverty	Jorhat, Assam	0.25	0.25	0.25	Direct

6.	In case the Company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.	Not Applicable
7.	The CSR committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.	

Place : Kolkata
Date : 14th May, 2018

(Pushpa Devi Bangur)
Chairperson – CSR Committee

Management discussion and analysis report

Annexure - E

A. ECONOMIC REVIEW

The financial year 2017-18 was an eventful year with the adoption of Goods & Services Tax. The Indian economy is projected to increase from 6.7% in 2017 to 7.4% in 2018 driven by strong private consumption and fading transitory effects of the demonitisation initiative and the implementation of the GST. The consumption is expected to be driven by a normal monsoon, controlled inflation and low cost of borrowings. Over the medium term, growth is expected to gradually rise with continued implementation of structural reforms that raise productivity and encourage private investment. The focus of Indian Government on job creation through rural and labour-intensive infrastructure spending will further pave the way for sustainable growth.

B. INDUSTRY STRUCTURE & DEVELOPMENT, OPPORTUNITIES & THREATS AND OUTLOOK

TEA

The production of world Tea crop was 5,686 million kgs. in 2017 as compared to 5,561 million kgs. in 2016. Indian Tea crop was approximately 1,278 million kgs. against 1,267 million kgs. last year, the increase resulting from well distributed rainfall.

The Company produced 56,14,825 kgs. of Tea during the year ended 31st March, 2018 against 58,13,206 kgs. for the same period last year. The average price for Assam Teas realized by the Company during the year was ₹149/- per kg. and for South Indian Teas was ₹103/- per kg.

Global consumption of Tea is likely to grow because of growing population and perception of the consumers towards Tea as natural health and wellness beverage.

High quality, good liquoring CTC Teas will find good acceptance and a firm market is forecast during the current season. Market for plainer and medium quality Teas remains weak and this trend is expected to continue in the ensuing season.

COFFEE

The global Coffee production in 2017-18 was 159.66 million bags, 1.2% higher than 2016-17, with a 12.1% increase in Robusta output offsetting a 4.6% decline in Arabica production. Robusta production rose from 55.6 million bags in 2016-17 to 62.24 million bags in 2017-18 largely due to increase in output from Vietnam and Indonesia, while, the decline in Arabica production was driven by lower output in Columbia and Brazil.

The production of coffee in India for the season 2017 was estimated at around 316 million kgs. comprising of 95 million kgs. of Arabica and 221 million kgs. of Robusta, as compared to 312 million kgs. comprising of 95 million kgs. of Arabica and 217 kgs. of Robusta in 2016.

The Company produced 2,43,590 kgs. of Coffee comprising of 1,22,334 kgs. of Arabica and 1,21,256 kgs. of Robusta during the year ended 31st March, 2018 against 2,82,951 kgs. comprising of 1,07,602 kgs. of Arabica and 1,75,349 kgs. of Robusta harvested for the same period last year. The average price for Coffee realized by the Company during the year was lower at ₹153/- per kg. as compared to ₹166/- per kg. last year.

For the second consecutive year, global Coffee production has exceeded consumption. This excess is weighing down on global Coffee prices in the current season.

Management
discussion and analysis report (Contd.)

RUBBER

Global production of Natural Rubber rose by 6.8% to 133 million tons during 2017 as compared to 124 million tons produced in 2016. Global consumption, meanwhile, rose by a mere 1.4% to 129 million tons in 2017. India's rubber production has been on a declining trend. The NR production of India during 2017 estimated at 6,54,000 tons as against 6,91,000 tons during the previous year.

The Company produced 8,60,101 kgs. of Rubber during 2017-18 as against 9,25,313 kgs. during the previous year. The Company continues to focus on quality to fetch premium in the market for its product. The average price realized by the Company for 2017-18 was ₹140/- per kg. as against ₹135/- per kg. last year, which was higher by ₹5/- per kg.

The projected NR production for next fiscal is considerably lower as compared to the production potential, considering the prevailing low Rubber prices and extent of untapped areas.

C. RISKS AND CONCERNS

Risk management is an ongoing process that can help improve operation, prioritise resources, ensure regulatory compliance, achieve performance target, improve financial stability and ultimately prevent loss/damage to the entity. But business entities cannot be risk averse as profits in business without taking risk is highly unlikely. Risk management plays a key role in protecting the assets and resources and ensuring that risks are reduced to an acceptable level. The essence of the risk management is to reduce the risk to a reasonable and in manageable level on an ongoing basis. Risk management is a two-step process – determining what risks exist and, then, handling those risks in ways best-suited to the objectives. The Company has risk management which inter alia provides for review of the risk assessment and mitigation procedure, laying down procedure to inform and report periodically to the Board of Directors and to ensure that the procedure is properly followed to mitigate the risks.

The plantation industry is largely dependent on the vagaries of nature with factors like rainfall, its distribution, temperature, relative humidity and light intensity having its impact on yield. Since timely information of weather plays a vital role for initiating steps towards application of fertilisers, chemicals and pesticides, steps are taken at the estates to get the weather information well in advance.

The Company has made substantial investment in irrigation to minimize the impact on Crop in its Tea Estates. The Company has also increased its capacity to artificially irrigate its Robusta fields in the Coffee Estate by storing the rain water in its catchment areas by excavating reservoirs.

The industry is highly labour-intensive and is subject to stringent labour laws. Substantial increase in labour wages, high social costs over most Tea producing countries, high infrastructure costs and increasing energy and other input costs remain the major problems for the Indian Tea industry. Shortage of labour during peak season in some pockets is also a cause for concern.

The Company has been maintaining exceptionally good relations with its labour force and with the employee friendly approach being adopted by it, the industrial relations continue to remain cordial. The Company has been successful to attract workers from the non-traditional plantation districts of Orissa, Jharkhand and Madhya Pradesh. The Company is also focusing on retaining the skilled workforce by providing better working atmosphere, improving the skill levels by training on various activities like introduction of mechanization in all possible and feasible activities.

D. INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

The Company has adequate internal control system commensurate with the size, scale and complexity of its operations which provides reasonable assurance with regard to safeguarding the Company's assets, promoting operational efficiency by cost control, preventing revenue leakages and ensuring adequate financial and accounting controls and compliance with various statutory provisions.

A qualified and independent Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvements for strengthening them.

E. FINANCIAL & OPERATIONAL PERFORMANCE

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

F. HUMAN RESOURCE DEVELOPMENT / INDUSTRIAL RELATIONS

The Company has built its workforce with a diverse background of individuals - essential for the kind of organization what it is. The Company constantly endeavours to provide a platform where people have opportunities to

Management
discussion and analysis report (Contd.)

actualize their maximum potential through work which helps to stretch their intellect. Continuous efforts are on for a work-culture which encourages innovation, transparency in communication, trust and amity. As on 31st March, 2018, there were 3257 permanent employees on the rolls of the Company. Industrial relations in all the estates, factories and offices of the organization were cordial throughout the year under review.

G. CAUTIONARY STATEMENT

The statements made in the Management's Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be "Forward Looking Statements" within the meaning of applicable Securities Laws & Regulations and are based on the currently held beliefs and assumptions of our management, which are expressed in good faith and in their opinion, reasonable. Actual results could differ from those expressed and implied since the Company's operations are influenced by many external and internal factors beyond the control of the Company. Several factors could make a significant difference to the Company's operations which includes climatic conditions, economic conditions affecting demand and supply, government regulations and taxation, natural calamities, raw material price changes, domestic supply and prices conditions, company's success in attracting and retaining Key Personnel, integration and re-structuring activities, general business and economic conditions over which the Company does not have any direct control.

Report on corporate governance

Annexure - F

Pursuant to regulation 34(3) read with Part C of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 a report on Corporate Governance is given below :

1. COMPANY'S GOVERNANCE PHILOSOPHY:

Your Company believes in conducting its affairs with the highest levels of integrity, with proper authorisations, accountability and transparency. The Board ensures proper delegation of appropriate authority and oversees the functioning of the Company and that of its management, and ensures that every decision taken is in the best interest of all the stakeholders of the Company.

2. BOARD OF DIRECTORS :

i. COMPOSITION AND CATEGORY OF DIRECTORS

The Board of Directors of the Company have an optimum combination of Executive, Non-Executive and Independent Directors having requisite knowledge and expertise in business & industry, corporate finance, taxation, legal matters, risk management and marketing.

The Board of Directors as on 31st March, 2018, comprised of six Directors that include woman Director whose composition is given below :

Category	Name of Directors
Promoter Directors Non-Executive Chairman Non-Executive Director	 Shri Hemant Bangur Smt. Pushpa Devi Bangur
Executive Director Professional Executive Director & Chief Executive Officer	Shri Kailash Chand Mohta*
Independent Directors/Non-Executive Directors	Shri Manoj Kumar Daga Shri Jay Kumar Surana Shri Mihir Mohan Pyne

* Due to unfortunate death of Shri K.C. Mohta on 30th April, 2018, he ceased to be a Director of the Company from said date.

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees across all companies in which they are Directors.

ii INDEPENDENT DIRECTORS

- Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession, and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee, inter-alia, considers qualification, positive attributes, area of expertise and number of Directorships and Memberships held in various committees of other companies by such persons. The Board considers the

Corporate Governance
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Committee's recommendation, and takes appropriate decision. Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under law.

- All the Independent Directors of the Company shall hold office for a term upto five consecutive years on the Board of the Company, but shall be eligible for re-appointment for another term of five years on passing of a special resolution by the Company. However, they may hold just two consecutive terms at a time.
- The Board of Directors of the Company have adopted the Familiarisation Programme for Independent Directors. The Programme aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of such Familiarisation Programme has been disclosed in the Company's website and the weblink for the same is http://www.joonktolleetea.in/downloads/familiarisation_programme.pdf
- The Company's Independent Directors are required to meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs.
- Separate Meeting of Independent Directors :

  As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 10th February, 2018 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

iii BOARD PROCEDURE

The Company holds a minimum of four Board Meetings in each year. The maximum time gap between any two Board Meetings did not exceed 120 days.

- The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.
- All the divisions / departments of the Company are encouraged to plan their functions well in advance with regard to the matters requiring directions / approvals / decisions in the Board / Committee Meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the Agenda of the Board Meeting.
- The Chairman and the Company Secretary in consultation with the other concerned persons in the Senior Management finalise the Agenda Papers for the Board Meeting.
- The Board papers, comprising of Agenda backed by comprehensive documents, information, are circulated to the Directors in advance and, in the exceptional cases, the same is tabled at the Board Meeting. All the material information is included in the Agenda Papers for facilitating meaningful and focused discussions at the meeting. The Board is also free to recommend the inclusion of any matters for discussion in consultation with the Chairman.
- In special and exceptional circumstances, additional or supplementary item/(s) on the Agenda are permitted. Sensitive subject matters may be discussed at the meeting without written material being circulated in advance or at the meeting.

Corporate Governance

report (Contd.)

During the year under review four Board Meetings were held on 11th May, 2017, 5th September, 2017, 6th December, 2017, & 10th February, 2018 to deliberate on various matters. The composition of the Board of Directors, their attendance at the Board Meetings during the year and at the last Annual General Meeting and also the number of other directorships in Indian public companies are as follows :

Name of Director	Attendance at last AGM held on 31.08.2017	No. of Board meetings attended	Category of Director	Other Director-ships *	No. of Chairmanship/ Membership of Board Committees (Other than Joonktollee)❑		No. of Shares held in the Company
					Chairman	Member	
Smt.P.D.Bangur (DIN : 00695640)	Yes	2	NED	3	–	2	642928
Shri Hemant Bangur (DIN : 00040903)	Yes	4	NEC	8	–	3	426729
Shri M.K. Daga (DIN : 00123386)	Yes	4	ID/NED	2	1	2	–
Shri J.K. Surana (DIN : 00582653)	Yes	4	ID/NED	–	–	–	–
Shri M.M. Pyne (DIN : 00680120)	No	2	ID/NED	1	–	–	–
Shri K.C. Mohta# (DIN : 00127656)	No	3	ED	–	–	–	250

NEC – Non-Executive Chairman NED – Non-Executive Director
ID – Independent Director ED – Executive Director

* Excludes Alternate Directorships, Directorships in Pvt. Ltd. Companies, Foreign Companies, Companies Registered under Section 8 of the Companies Act, 2013.

❑ In accordance with Regulation 26 (1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Membership/Chairmanship of only Audit Committee and Stakeholders Relationship Committee has been considered.

Ceased to be associated as a Director due to demise on 30th April, 2018.

No Director is related to any other Director on the Board in the Company except Shri Hemant Bangur, Chairman and Smt. Pushpa Devi Bangur, Director who are related to each other within the meaning of the term "Relative" as per Section 2(77) of the Companies Act, 2013.

3. AUDIT COMMITTEE :

The Audit Committee of the Board of Directors of the Company, inter-alia, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures. The Audit Committee of the Company meets every quarter to review the financial results of the previous quarter before the same are approved at Board Meetings.

(i) TERMS OF REFERENCE

The broad terms of Reference of the Audit Committee as per the guidelines set out in the Regulation 18 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with the Stock Exchanges read with Section 177 of the Companies Act, 2013 are as under :

a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

b) Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

c) Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the internal auditor and the fixation of audit fees.

d) Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the cost auditor and the fixation of audit fees.

Corporate Governance

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e) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

f) Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:

   – Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.

   – Changes if any, in accounting policies and practices and reasons for the same.

   – Major accounting entries involving estimates based on the exercise of judgement by management.

   – Significant adjustments made in the financial statements arising out of audit findings.

   – Compliance with listing and other legal requirements relating to financial statements.

   – Disclosure of any related party transactions.

   – Qualifications in the draft audit report, if any.

g) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

h) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

i) Review and monitor the auditor's independence and performance, and effectiveness of audit process;

j) Approval or any subsequent modification of transactions of the Company with related parties;

k) Scrutiny of inter-corporate loans and investments;

l) Valuation of undertakings or assets of the Company, wherever it is necessary;

m) Evaluation of internal financial controls and risk management systems;

n) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

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

p) Discussion with internal auditors of any significant findings and follow up there on;

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

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

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

t) To review the function of the Whistle Blower mechanism;

u) Approval of appointment of CFO (i.e. the Wholetime Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;

v) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

The Audit Committee also reviews the following –

– Management discussion and analysis of financial condition and result of operations;

– Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;

– Management letters / letters of internal control weaknesses issued by the Statutory Auditors;

Corporate Governance
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– Internal audit reports relating to internal control weaknesses.

Audit Committee if required may seek information from any employee of the Company and obtain outside legal & professional advices and make attendance of the outsiders having relevant expertise to be present at the Audit Committee Meeting on requirement. If situation warrants the Audit Committee may investigate any activities within its terms of reference.

(ii) COMPOSITION

The Audit Committee comprises of four directors of which three are Independent Non-Executive Directors namely, Shri M.K. Daga, Shri M.M. Pyne and Shri J.K. Surana respectively and one is Promoter Non-Executive Chairman namely Shri Hemant Bangur. Shri M.K. Daga is the Chairman of the Committee.

The Committee met 4 times during the year on 11th May, 2017, 5th September, 2017, 6th December, 2017 and 10th February, 2018. The attendance of the Members at the Audit Committee Meetings is as under:

Name of the Director	Category	No. of meetings entitled to attend	No. of meetings attended
Shri M.K. Daga, Chairman	Independent Director	4	4
Shri M.M. Pyne, Member	Independent Director	4	2
Shri J.K. Surana, Member	Independent Director	4	4
Shri Hemant Bangur, Member $	Non-Executive Director	2	2

$ appointed as member on 05.09.2017

The Company Secretary and Chief Financial Officer of the Company were present at the above meetings. At the invitation of the Committee, the Statutory Auditors, the Internal Auditors of the Company also attend the meetings to answer and clarify the queries at the meetings.

The Chairman of the Audit Committee was present at the 143rd AGM of the Company held on 31st August, 2017.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Board of Directors of the Company had constituted a Nomination & Remuneration Committee of Directors to review/recommend remuneration of Wholetime Director, Directors, Key Managerial Personnel and Senior Management Personnel of the Company and such other matters as the Board may from time to time mandate the committee to examine and recommend/approve.

(i) TERMS OF REFERENCE

The broad terms of Reference of the Nomination & Remuneration Committee as per the guidelines set out in Regulation 19 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 178 of the Companies Act, 2013 are as under :

a) Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees;

b) Formulation of criteria for evaluation of Independent Directors and the Board;

c) Devising a policy on Board diversity;

d) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

e) Reviewing the overall compensation policy, service agreements and other employment conditions of Wholetime Director and Key Managerial Personnel.

f) Reviewing the performance of the Wholetime Director and Key Managerial Personnel and recommending to the Board, the quantum of annual increments and annual commission.

g) Approving and recommending to the Board, the remuneration and commission payable to the Directors.

h) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

(ii) COMPOSITION

The Nomination & Remuneration Committee comprises of four directors of which three are Independent Non-Executive Directors namely Shri J.K. Surana, Shri M.M. Pyne and Shri M.K. Daga respectively and one is Promoter Non-Executive Chairman namely Shri Hemant Bangur. Shri J.K. Surana is the Chairman of the Committee.

During the year under review, the Committee met thrice on

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2nd May, 2017, 22nd September, 2017 & 9th February, 2018. The attendance of the Members at the Nomination & Remuneration Committee Meeting is as under:

Name of the Director	Category	No. of meetings entitled to attend	No. of meetings attended
Shri J.K. Surana, Chairman	Independent Director	3	3
Shri M. M. Pyne, Member	Independent Director	3	3
Shri M.K. Daga, Member	Independent Director	3	3
Shri Hemant Bangur, Member $	Non-Executive Director	2	2

$ appointed as member on 05.09.2017

The Company Secretary was present at all the above meetings.

The Chairman of the Nomination & Remuneration Committee was present at the 143rd AGM of the Company held on 31st August, 2017.

(iii) REMUNERATION POLICY

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing Industry practice.

The Executive Director is paid remuneration as per the agreement with the Company. The agreement is placed for approval before the Board and the shareholders and such other authorities as may be necessary. The remuneration structure of the Executive Director comprises of salary, commission, perquisites and other benefits. There are no stock option benefits to any of the Directors. There is no variable components of the remuneration availed by the Working Directors and also there is no performance linked incentives. The remuneration of Executive Director is in the nature of Fixed Component except commission.

The Executive Director is not paid sitting fee for attending meetings of the Board or Committees thereof. Other Directors are being paid a sitting fee of ₹10,000/- for attending each Board Meeting and ₹ 5,000/- for attending each Committee Meeting.

The Key Managerial Personnel are paid remunerations as approved and recommended by the Nomination & Remuneration Committee and finally approved by the Board of Directors. There are no stock option benefits to the Key Managerial Personnel. There is no variable components availed by the Chief Financial Officer & Company Secretary.

DETAILS OF REMUNERATION PAID / PAYABLE TO ALL THE DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2018

(Figures in Rupees)

Name of the Director	Sitting Fees*	Salary	Perquisites and other benefits	Retiral benefits	Total
Smt.P.D.Bangur	1,10,000	-	-	-	1,10,000
Shri H. Bangur	60,000	-	-	-	60,000
Shri M.K. Daga	80,000	-	-	-	80,000
Shri J.K. Surana	75,000	-	-	-	75,000
Shri M.M. Pyne	1,20,000	-	-	-	1,20,000
Shri K.C. Mohta	-	43,33,064	22,86,206	88,839	67,08,109

* Includes Sitting Fee paid for Committee Meetings.

Details of Agreement

Name	From	To	Tenure	Capacity
Shri K.C. Mohta *	11.05.2017	10.05.2020	3 years	Executive Director

* For termination of agreement, the Company and the Executive Director are required to give a notice of six months or six months' salary in lieu thereof.

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Shri K.C. Mohta ceased to be associated as a Director of the Company due to demise on 30th April, 2018.

(iv) PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

The Company conducts a Performance Evaluation every year in respect of the following:

i. Board of Directors as a whole.

ii. Committees of the Board of Directors.

iii. Individual Directors including the Chairman of the Board of Directors.

The performance was evaluated based on parameters such as Composition and Quality of Board Members, Effectiveness of Board/Committee process and functioning, contribution of the Members, Board Culture and Dynamics, Fulfillment of key responsibilities, Ethics and Compliance etc.

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Board of Directors of the Company has constituted a CSR Committee as required under Section 135(1) of the Companies Act, 2013.

The said Committee has formulated a CSR policy which has activities envisaged in Schedule VII of the Companies Act, 2013 and has been disclosed on the website of the Company.

(i) TERMS OF REFERENCE

The broad terms of Reference of the Committee are as under :

a) Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act 2013;

b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a) in a financial year;

c) Monitor the Corporate Social Responsibility Policy of the company from time to time.

d) Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.

(ii) COMPOSITION

The Corporate Social Responsibility Committee comprises of one Promoter Non-Executive Director, one Independent Non-Executive Director and one Professional Non-Promoter Executive Director & Chief Executive Officer namely Smt. P.D. Bangur, Shri M.K. Daga and Shri K.C. Mohta respectively. Smt. Pushpa Devi Bangur is the Chairperson of the Committee.

During the year under review, the Committee met once on 3rd February, 2018. The attendance of the Members at the Corporate Social Responsibility Committee Meeting is as under:

Name of the Director	Category	No. of meetings entitled to attend
Smt. P.D. Bangur, Chairperson	Non-Executive Director	1
Shri M.K. Daga, Member	Independent Director	1
Shri K.C. Mohta, Member *	Executive Director	1

* Ceased to be a member of the Committee due to demise on 30.04.2018.

Shri Hemant Bangur was inducted as a member of the Committee w.e.f. 14th May, 2018.

The Company Secretary was present at the above meeting.

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board of Directors of the Company had constituted a Stakeholders Relationship Committee as per regulation 20(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, with the Stock Exchanges read with Section 178(5) of the Companies Act, 2013.

(i) TERMS OF REFERENCE

The broad terms of Reference of the Stakeholders' Relationship Committee are as under :

a) transfer / transmission / transposition of shares;

b) consolidation / splitting of folios;

c) issue of share certificates for lost, sub-divided, consolidated, rematerialized, defaced, etc.;

d) review of shares dematerialized and all other related matters;

e) investors' grievances and redressal mechanism and recommend measures to improve the level of investor services.

f) oversee the performance of the Company's Registrars and Transfer Agents.

Corporate Governance
report (Contd.)

g) carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

(ii) COMPOSITION

The Stakeholders' Relationship Committee comprises of one woman Promoter Non-Executive Director, one Independent Non-Executive Director and one Professional Non-Promoter Executive Director & Chief Executive Officer namely Smt. P.D. Bangur, Shri M.M. Pyne and Shri K.C. Mohta respectively. Shri S. Bagree, Manager (Finance) & Company Secretary, is the Compliance Officer of the Company.

During the year under review, 17 (Seventeen) Stakeholders' Relationship Committee Meetings were held. The attendance of the Members at the Stakeholders' Relationship Committee Meeting is as under :

Name of the Director	Category	No. of meetings entitled to attend
Smt. P.D. Bangur, Chairperson	Non-Executive Director	17
Shri M.M. Pyne, Member	Independent Director	15
Shri K.C. Mohta, Member*	Executive Director	15

* Ceased to be a member of the Committee due to demise on 30th April, 2018.

Shri Hemant Bangur was inducted as a member of the Committee w.e.f. 14th May, 2018.

The Company Secretary was present at all the above meetings.

The Chairperson of the Stakeholders Relationship Committee was present at the 143rd AGM of the Company held on 31st August, 2017.

The Board of Directors have authorized the Secretary to approve the transfer / transmission / rematerialisation of shares which are properly processed and related formalities are done by the Registrar & Share Transfer Agent, M/s. Maheshwari Datamatics Pvt. Ltd., Kolkata. A statement showing such transfer / transmission / rematerialisation and also sub-division, consolidation of share certificates, issue of duplicate share certificates etc. is tabled at the Committee meetings. On approval of the Committee, necessary effects to such transfer / transmission / rematerialisation etc., are given. The Committee also keeps a close watch on all the complaints/grievances from the shareholders which are duly attended. Details of Complaints received, redressed and pending during the financial year and reported under Regulation 13(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are as under :

Pending at the beginning of the year	Received during the year	Redressed/ Replied during the year	Pending at the year end
Nil	3	3	Nil

The normal period of redressal of grievance is two weeks from the date of receipt of letters/complaints. There was no unresolved complaint as on 31st March, 2018. There were no share transfers pending for registration on 31st March, 2018.

7. ISSUE & ALLOTMENT COMMITTEE:

The Issue & Allotment Committee of the Board considers and approves issue and allotment of shares under agreed scheme e.g. Rights Issue, Bonus Issue, Capitalization or any other scheme as approved by the Board.

(i) TERMS OF REFERENCE

The broad terms of Reference of the Issue & Allotment Committee are as under :

a) notifying Registrar & Share Transfer Agents of the Company to issue share certificates for the shares to be allotted pursuant to any agreed scheme;

b) notifying the stock exchange(s) for issue and allotment of shares;

c) notifying the Registrar of Companies for issue and allotment of shares, through return of allotment;

d) taking up any other duties as determined by the Board from time to time.

(ii) COMPOSITION

The Issue and Allotment Committee comprises of one Promoter Non-Executive Director and two Independent Non-Executive Directors namely Shri Hemant Bangur, Shri M.M. Pyne and Shri M.K. Daga respectively.

No meeting was held during the year.

Corporate Governance
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8. GENERAL BODY MEETINGS:

LAST THREE ANNUAL GENERAL MEETINGS OF THE COMPANY WERE HELD AS UNDER :

Financial Year	Date of Meeting	Time	Location
2014-2015	Sep 22, 2015	10.30 A.M.	Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020
2015-2016	Aug 30, 2016	10.30 A.M.	Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020
2016-2017	Aug 31, 2017	10.30 A.M.	Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020

– During the Financial Year ended 31/03/2018, following resolution was passed through Postal Ballot in accordance with the Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 –

Particular of Resolution	Resolution passed on	Applicable Section of the Companies Act, 2013	No. and % of Votes in favour	No. and % of Votes in against
Special Resolution Disposal of Investments in M/s. Cowcoody Builders Pvt. Ltd, a wholly-owned subsidiary of the Company	30.01.2018	Section 2(76), 188 and other applicable provisions, if any of the Companies Act, 2013	196247 93.8159%	12936 6.1841%

Ms. Sweety Kapoor, a Practising Company Secretary, appointed as the Scrutinizer, conducted the Postal Ballot voting process.
No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

9. SUBSIDIARY COMPANIES:

Non-listed Subsidiary

The Company has one non-material Non-listed Subsidiary Company and two material Non-listed Subsidiary Companies. It has appointed independent directors of the Company in each of such Subsidiary Companies. The Minutes of the meetings of the Board of Directors of these Subsidiary Companies are periodically placed before the Board of Directors of the Company and attention of the Directors is drawn to the significant transactions and arrangements entered into by the Subsidiary Companies.

During the year under review, the Company divested its stake in its Wholly-owned Subsidiary M/s. Cowcoody Builders Pvt. Ltd. As a result of sale of the shares, M/s. Cowcoody Builders Pvt. Ltd. ceased to be the wholly owned subsidiary of the Company w.e.f. 30th January, 2018, but continues to be a subsidiary of the Company.

The Company has formulated a policy for determining 'material' subsidiaries in accordance with the guidelines set out in the Listing Regulation with the Stock Exchanges. The policy has been disclosed on the website of the Company and the weblink for the same is http://www.joonktolleetea.in/downloads/material_subsidiaries_policy.pdf.

10. DISCLOSURES:

(a) Related Party Transactions :

There were no materially significant related party transactions made by the Company with promoters, directors or key managerial personnel etc. which might have potential conflict with the interest of the Company at large.

A statement of all related party transactions is presented before Audit Committee on a quarterly basis specifying the nature, value and terms & conditions of the transactions.

The details of the transactions with the related parties are provided in the Notes to Company's Financial Statement.

The Related Party Transaction Policy as approved by the Board is uploaded on the Company's website and the weblink for the same is http://www.joonktolleetea.in/downloads/party_transaction_policy.pdf.

(b) Non-compliance/strictures/penalties imposed :

No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets for non-compliance by the Company during the last three years.

Corporate Governance
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(c) Accounting Treatment :

The Company has adopted Indian Accounting Standards (Ind AS) w.e.f. 1st April, 2017, pursuant to notification issued by Ministry of Corporate Affairs. Accordingly, the financial statements for the financial year ended 31st March, 2018 has been prepared in accordance with Ind AS as prescribed under Section 133 of the Companies Act, 2013.

(d) Policy On Board Diversity :

The Company has adopted a Policy on Board Diversity. The policy has been disclosed on the website of the Company and the weblink for the same is http://www.joonktolleetea.in/downloads/board_diversity.pdf.

(e) Whistle Blower Policy / Vigil Mechanism :

The Company has adopted a Whistle Blower Policy and has established the necessary mechanism, for directors & employees to report concerns about unethical behavior or suspected fraud in violation of Company's Code of Conduct or any other point of concern. The policy has been disclosed on the website of the Company and the weblink for the same is http://www.joonktolleetea.in/downloads/whistle_blower_policy.pdf.

No person has been denied access to the Audit Committee.

(f) Code of Conduct :

The Board of Directors has adopted the Code of Conduct and Ethics for Directors and Senior Management. The said Code has been communicated to the Directors and the members of the Senior Management. For the purpose of this Code, Senior Management would comprise Members of the management one level below the Executive Director, including all functional heads. For the year under review, all the Directors and the Senior Management Personnel of the Company have confirmed their adherence to the provisions of this Code on an annual basis. A declaration to this effect given by the Chairman of the Company is annexed alongwith this report. The Code has been posted on the website of the Company and the weblink for the same is http:// www.joonktolleetea.in/downloads/code_of_conduct.pdf.

(g) Code of Conduct for the Independent Directors :

The Board of Directors has adopted the Code of Conduct for the Independent Directors in terms of requirement of the Companies Act, 2013. The Code has been posted on the website of the Company, www.joonktolleetea.in and the weblink for the same is http://www.joonktolleetea.in/downloads/code_for_independent_directors.pdf.

(h) Insider Trading :

The Company has adopted the Code of Internal Procedures and Conduct as required under the SEBI (Prohibition of Insider Trading) Regulations, 2015 for prevention of any unauthorized trading in the shares of the Company by insiders. Shri S. Bagree, Manager (Finance) & Company Secretary, is the Compliance Officer for the purpose of this regulation.

(i) Code of Practices & Procedures for Fair Disclosures of Unpublished Price Sensitive Information :

The Board of Directors has adopted the Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Code has been posted on the website of the Company, www.joonktolleetea.in and the weblink for the same is http://www.joonktolleetea.in/downloads/code_of_practices.pdf.

(j) Policy for Determination of Materiality of Events or Information :

The Board of Directors have approved a Policy for determining materiality of events for the purpose of making disclosure to the Stock Exchange(s). The Policy has been posted on the website of the Company, www.joonktolleetea.in and the weblink for the same is http://www.joonktolleetea.in/downloads/determination_materiality.pdf.

(k) CEO / CFO Certification :

In accordance with Part B of Schedule II to the Listing Regulation, the Certificate signed by Shri Hemant Bangur, Chairman and Shri Sayansiddha Das, CFO was placed before the Board of Directors at their meeting held on 14th May, 2018.

(l) Compliance with Corporate Governance Norms:

The Company has complied with all the mandatory requirements of the Code of Corporate Governance as stipulated in regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Company has submitted the compliance report in the prescribed format to the Stock Exchange(s) for the quarters ended 30th June, 2017,

Corporate Governance
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30th September, 2017, 31st December, 2017 and 31st March, 2018.

(m) Employee Stock Option Scheme

The Company does not have any employee stock option scheme for the employees and Directors.

11. MEANS OF COMMUNICATION:

(a) As the quarterly and annual audited financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board/ Committee and published in 'The Echo of India' (English Newspaper) and ' Arthik Lipi' (Bengali Newspaper), the same are not separately sent to each household of shareholders.

(b) The results are being uploaded on the website at www.joonktolleetea.in. Distribution of shareholdings is also displayed on the website.

(c) Company has not made any official news release and presentations to any institutional investors/analysts during the year.

(d) SEBI Complaints Redress System (SCORES) :

The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

(e) The Company has an exclusive e-mail id for Shareholders/Investors and they may write to the Company at investors@joonktolleetea.in.

12. GENERAL SHAREHOLDER INFORMATION :

The required information under regulation 34(3) read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is given in the "Shareholder Information" separately in the annexure to this Corporate Governance Report.

13. STATUS OF ADOPTION OF THE NON MANDATORY REQUIREMENTS:

In terms of Regulation 27(1) of the Listing Regulations read with Schedule II to the said Regulations, the disclosure on account of the extent to which the discretionary requirements as specified in Part E of Schedule II are given below:

(i) The Chairman does not maintain any office at the expense of the Company;

(ii) In view of publication of the Financial Results of the Company in newspapers and disseminating the same on the website of the Company as well as on the website of the Stock Exchanges, the Company does not consider it prudent to circulate the half-yearly Results separately to the Shareholders;

(iii) The Company's Financial Statements have been accompanied with unmodified audit opinion - both on quarterly and yearly basis and also both on standalone and consolidated basis;

(iv) The Chairman and Chief Executive Officer (CEO) of the Company are two different individuals; and

(v) The Internal Auditors of the Company submit reports to the Audit Committee.

Shareholder information

(i) Company Registration Details :

The Company is registered in the State of West Bengal, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L01132WB1900PLC000292.

(ii) Annual General Meeting:

Day	Date	Time	Venue
Friday	August 31, 2018	10.30 A.M.	"Shripati Singhania Hall" Rotary Sadan, 94/2, Chowringhee Road, Kolkata – 700 020

(iii) Financial Year: April 1, 2018 to March 31, 2019

(iv) Financial Calendar (tentative):

Day	Venue
June 30, 2018	Second week of August, 2018
September 30, 2018	Second week of November, 2018
December 31, 2018	Second week of February, 2019
March 31, 2019	Within May, 2019

(v) Date of Book Closure:

Day	Date		Day	Date
Saturday	August 25, 2018	To	Friday	August 31, 2018

(vi) Dividend Payment Date:

Credit/dispatch of dividend warrants between 1st September, 2018 to 5th September, 2018.

Shareholder
information (Contd.)

(vii) Listing on Stock Exchanges:

A) Equity Shares

BSE Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code : 538092

The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata-700 001
Scrip Code : 10020009
Demat ISIN No. for NSDL & CDSL : INE574G01013

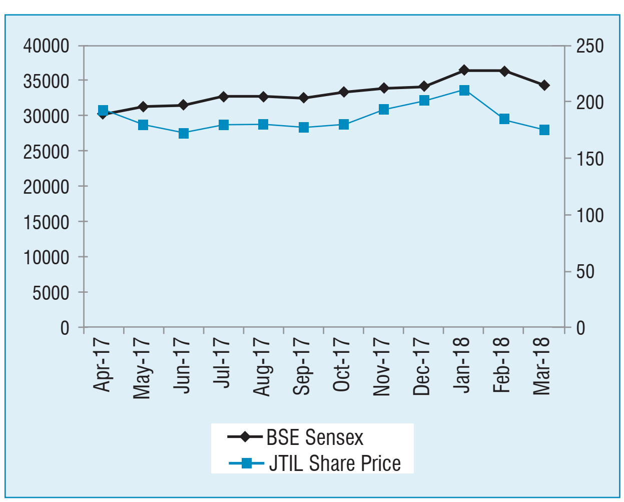
B) **Payment of Listing Fees:** Annual listing fees for the year 2018-19 has been paid by the company to CSE & BSE.

C) **Payment of Depository Fees:** Annual Custody/ Issuer fee for the year 2018-19 has been paid by the Company to NSDL and CDSL.

(viii) Stock Market Price Data

There were no transactions in the equity shares of the Company at The Calcutta Stock Exchange, hence there is no monthly high and low quotations and volume of shares traded on the Stock Exchange during the year. However, the month-wise high, low of the market price of the Company's shares traded on BSE along with month-wise high, low of the BSE SENSEX are as under :

Months	Stock Price at BSE		BSE SENSEX	
	High (₹)	Low (₹)	High	Low
April, 2017	192.00	160.10	30184.22	29241.48
May, 2017	179.50	138.15	31255.28	29804.12
June, 2017	172.00	143.75	31522.87	30680.66
July, 2017	178.90	146.25	32672.66	31017.11
August, 2017	179.50	146.00	32686.48	31128.02
September, 2017	177.00	144.20	32524.11	31081.83
October, 2017	179.85	143.80	33340.17	31440.48
November, 2017	193.10	138.00	33865.95	32683.59
December, 2017	201.00	150.00	34137.97	32565.16
January, 2018	210.00	162.05	36443.98	33703.37
February, 2018	184.50	151.10	36256.83	33482.81
March, 2018	174.90	150.20	34278.63	32483.84



Shareholder
information (Contd.)

(ix) Registrars And Share Transfer Agent :

The Company has appointed M/s. Maheshwari Datamatics Pvt. Ltd. as its Registrar & Share Transfer Agents (RTA) for handling work related to share registry in terms of both physical and electronic modes. Accordingly, all correspondence, shares for transfer, demat/remat requests and other communication in relation thereto should be mailed/hand delivered to the said RTA directly at the following address:

M/s. Maheshwari Datamatics Pvt. Ltd.

23, R.N. Mukherjee Road, 5th Floor, Kolkata 700 001

Phone : (033) 2248-2248, Fax No.:(033) 2248-4787

E-mail : mdpldc@yahoo.com

(x) Share Transfer System :

Requests for transfer/transmission of shares are registered by the Registrars and placed before the Stakeholders' Relationship Committee and after approval certificates are returned to the respective transferee within a period of fifteen days, provided the documents lodged with the Registrars/Company are clear and complete in all respects. The dematerialized shares are credited directly to the respective Demat Account of beneficiaries by the Depositories.

(xi) A) Categories of Shareholders as on March 31, 2018 :

	CATEGORY	NO. OF SHARES HELD	% OF SHARE CAPITAL
A.	**PROMOTER'S HOLDING**		
1.	**Promoters**		
a.	Indian Promoters	3106138	74.9876
b.	Foreign Promoters	–	–
	Total	**3106138**	**74.9876**
B.	**NON-PROMOTER'S HOLDING**		
2.	**Institutional Investors**		
a.	Mutual Funds	–	–
b.	Banks, Financial Institutions, Insurance Companies	249412	6.0212
c.	FIIs	–	–
	Total	**249412**	**6.0212**
3.	**OTHERS**		
a.	Bodies Corporate	59816	1.4441
b.	Indian Public	673321	16.2551
c.	NRIs/OCBs	4267	0.1030
d.	Others	49247	1.1890
	Total	**786651**	**18.9912**
	GRAND TOTAL	**4142201**	**100.0000**

B) Distribution of Shareholding as on March 31, 2018:

Category	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
Upto 500	3962	95.0804	248494	5.9991
501 to 1000	100	2.3998	71503	1.7262
1001 to 2000	45	1.0799	59142	1.4278
2001 to 3000	20	0 .4800	48845	1.1792
3001 to 4000	4	0.0960	14677	0.3543
4001 to 5000	5	0.1200	23035	0.5561
5001 to 10000	7	0.1680	52232	1.2610
10001 and above	24	0.5760	3624273	87.4963
GRAND TOTAL	**4167**	**100.0000**	**4142201**	**100.0000**

Shareholder
information (Contd.)

C) Build up of Equity Share Capital :

Sl. No.	Particulars	Allotment Date	No. of Shares
	Subscribers to Memorandum	Aug, 1874	7
1	80 Equity Shares of ₹ 1,000/- each	Jan, 1875	
	Sub-divided into 8,000 Equity Shares of ₹ 10/- each	Jun, 1915	8,000
2	Issue of 4,000 Equity Shares of ₹ 10/- each	Nov, 1947	4,000
3	Bonus Issue	Dec, 1957	48,000
4	Bonus Issue	Jun, 1961	60,000
5	Bonus Issue	May, 1967	30,000
6	Bonus Issue	Jun, 1974	50,000
7	Bonus Issue	May, 1977	1,00,000
8	Bonus Issue	Sep, 1999	1,50,000
9	Issued to Shareholders of Kalasa Tea & Produce Co. Ltd. pursuant to Scheme of Amalgamation	Apr, 2002	3,51,825
	Issued to Shareholders of Cowcoody Estates Ltd. pursuant to Scheme of Amalgamation	Apr, 2002	2,94,163
10	Scheme of Arrangement & Amalgamation	Nov, 2008	21,37,659
11	Issued to Shareholders of Jamirah Tea Co. Ltd. pursuant to Scheme of Amalgamation	Aug, 2010	22,600
12	Issued to Shareholders of The Cochin Malabar Estates And Industries Ltd. pursuant to Scheme of Amalgamation	Feb, 2013	8,85,954
	Total Equity as on 31st March, 2018		**41,42,201**

(xii) Corporate Benefits to Investors:

A) Dividend Declared for the last 10 Years :

Financial Year	Dividend Declaration	Dividend per Share (₹)
2007-08	29th November, 2008	1.50
2008-09	2nd September, 2009	1.50
2009-10	29th September, 2010	2.50
2010-11	28th September, 2011	2.50
2011-12	21st December, 2012	2.50
2012-13	31st August, 2013	3.00
2013-14	26th August, 2014	6.00
2014-15	22nd September, 2015	3.00
2015-16	30th August, 2016	1.00
2016-17	31st August, 2017	1.00

Note : Dividend of ₹ 0.50/- per share recommended by the Directors on 14th May, 2018 is subject to declaration by the Shareholders at the Annual General Meeting.

Shareholder
information (Contd.)

B) Bonus Issues of Fully Paid-up Equity Shares :

Financial Year	Ratio
1957-58	1:4
1961-62	1:1
1967-68	4:1
1974-75	3:1
1977-78	2:1
1999-00	2:1

(xiii) Dematerialisation of Shares And Liquidity :

As per notifications issued by the Securities and Exchange Board of India (SEBI), the trading in Company's shares on the Stock Exchange is permitted only in dematerialized form. In order to enable the shareholders to hold their share in electronic form and to facilitate scripless trading, the Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have the option to dematerialize their shares with either of the Depositories.

Status of Dematerialisation as on 31st March, 2018 was as under :

Particulars	No. of Shares	% to Total Capital	No. of Accounts
National Securities Depository Limited	2348761	56.7032	1521
Central Depository Services (India) Limited	1600462	38.6379	863
Total Dematerialised	**3949223**	**95.3411**	**2384**
Physical	192978	4.6589	1783
Grand Total	**4142201**	**100.0000**	**4167**

(xiv) Transfer of Unpaid/Unclaimed Amounts and Shares to Investor Education and Protection Fund :

During the year under review, the Company has credited ₹ 1,61,548/- to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Companies Act, 2013.

In accordance with the provision of Companies Act, 2013 the Company has transferred 29211 equity shares of Rs. 10/- each to the credit of IEPF Authority on 24.11.2017 & 08.12.2017 in respect of which dividend had not been paid or claimed by the members for seven consecutive years or more.

The Company has uploaded on its website the details of unpaid and unclaimed amount lying with the Company as on date of last AGM (i.e. August 31, 2017) and details of shares transferred to IEPF during financial year 2017-18. The aforesaid details are available on the Company's website and can be accessed at www.joonktolleetea.in.

The Company has also uploaded these details on the website of the IEPF Authority (www.iepf.gov.in).

The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

Mr. Sharad Bagree, Company Secretary is the Nodal Officer for IEPF related matters.

(xv) As per Schedule VI read with regulation 39(4) of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 the company has sent reminders to shareholders, who are holding shares in physical form and whose certificates have been returned undelivered and are currently lying with RTA of the Company.

Shareholder
information (Contd.)

(xvi) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, Conversion date and likely impact on Equity:

The Company did not have any outstanding GDRs / ADRs / Warrants or Convertible Instruments as on 31st March, 2018.

(xvii) Commodity price risk or foreign exchange risk and hedging activities:

The Company did not have any commodity price risk or foreign exchange risk and hedging activities as on 31st March, 2018.

(xviii) Reconciliation of Share Capital :

As stipulated by SEBI, a Qualified Practising Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The Audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form and in physical form.

(xix) Locations:

A. Tea / Coffee/ Rubber Estates and Factories are located at –

TEA

Joonktollee Tea Estate
P.O. Barbam-786 624
Dist. Dibrugarh, Assam

Shree Ganga Tea Estate
P.O. Barbam-786 624
Dist. Dibrugarh, Assam

Goomankhan Tea Estate
Hirebile P.O.577121
Dist. Chikmagalur, Karnataka

Kolahalmedu Tea Estate
Vagamon Post
P.O. Pullikanam-685503
Dist. Idukki, Kerala

Jamirah Tea Estate
P.O. Dibrugarh-786 001
Dist. Dibrugarh, Assam

Nilmoni Tea Estate
P.O. Tinkhong-786 112
Rajgarh, Assam

Pullikanam Tea Estate
Vagamon Post
P.O. Pullikanam-685503
Dist. Idukki, Kerala

Azizbagh Tea Estate
Rajgarh - 786611
Dist. Dibrugarh, Assam

COFFEE

Cowcoody Estate
Somwarpet-571236
Dist. Coorg, Karnataka

RUBBER

Chemoni Rubber Estate
P.O. Palapilly-680304
Dist. Trichur, Kerala

Pudukad Rubber Estate
P.O. Palapilly-680304
Dist. Trichur, Kerala

Echipara Rubber Estate
P.O. Palapilly-680304
Dist. Trichur, Kerala

Shareholder
information (Contd.)

B. Registered & Corporate Office –
21, Strand Road,
Kolkata-700 001
West Bengal

C. Branches / Sales Depots are located at –

Ahmedabad
C-303-306, Supath II
Near Usmanpura, Ashram Road
Ahmedabad-380 013
Gujarat

Coimbatore
Post Box No.3837,
234-A, Race Course Road
Coimbatore-641 018, Tamil Nadu

(xx) Address for correspondence :

Physical Shares
Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, 5th Floor
Kolkata-700 001.
Tel : 033-2248-2248
Fax : 033-2248-4787
e-mail : mdpldc@yahoo.com

Demat Shares

Respective Depository Participants of the shareholders.

Investors may also write to or contact Shri S. Bagree, Manager (Finance) & Company Secretary at the Registered Office for any assistance that they may need.

Telephone No. 91 33 2230 0780

Fax No. 91 33 2230 2105

E-mail : investors@joonktolleetea.in

(xxi)Brief Resume of Directors seeking appointment / re-appointment :

The resume and other details of the Directors seeking appointment/re-appointment as required to be disclosed under the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 is provided in the AGM Notice.

(xxii) Corporate Governance Compliance Certificate :

Certificate from Ms. Sweety Kapoor, a practicing Company Secretary, confirming compliance with the relevant provisions of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred in Regulation 15(2) of the Listing Regulations for the financial year ended 31st March, 2018 is attached to the Corporate Governance Report forming part of the Directors' Report.

This Certificate will be forwarded to the Stock Exchanges alongwith the Annual Report of the Company.

DECLARATION BY THE CHAIRMAN ON CODE OF CONDUCT

This is to certify that all the Members of the Board of Directors and Senior Management (i.e. one level below the Executive Director) of the Company, have confirmed compliance with the Company's Code of Conduct during April, 2017 to March, 2018 as provided under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

For **Joonktollee Tea & Industries Ltd.**

Place : Kolkata
Date : 14th May, 2018

H. Bangur
Chairman

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To
The Members of
Joonktollee Tea & Industries Ltd.

I have examined the compliance of conditions of Corporate Governance by Joonktollee Tea & Industries Limited ('the Company'), for the year ended 31st March, 2018, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the said Company with stock exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, read with the matter described hereinabove, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations'), of the said Company with stock exchanges.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Sweety Kapoor
Practising Company Secretary
Membership No.FCS 6410, C.P. No.5738

Place : Kolkata
Date : 14th May, 2018

Annexure – G

Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:**

Name of the Director	Ratio to Median Remuneration
Mr. K.C. Mohta, Executive Director & Chief Executive Officer	14.71

(ii) **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year:**

Sl. No.	Name of Director and KMP	Designation	% increase in remuneration in the Financial Year 2017-18
1.	Mr. K.C. Mohta	Executive Director & Chief Executive Officer	2.16%
2.	Mr. B.L. Dhanuka	Chief Financial Officer	6.45%
3.	Mr. S. Bagree	Company Secretary	11.04%

Note: No Director other than the Wholetime Director of the Company received any remuneration other than sitting fees during the financial year 2017-18. Therefore, the same are not considered for the aforesaid purpose.

(iii) **The percentage increase in the median remuneration of employees in the financial year**: 9.03%

(iv) **The number of permanent employees on the rolls of the Company as on 31st March, 2018**: 3257

(v) **Average percentage increase for other than managerial personnel was 6.47%, whereas average percentage increase for managerial personnel was 12.41%.**

(vi) **The Company affirms that the remuneration is as per the Remuneration Policy of the Company.**

Standalone Financial Section

Independent
auditors' report

To the Members of
JOONKTOLLEE TEA & INDUSTRIES LIMITED

Report on the Standalone Ind AS Financial Statements

1. We have audited the accompanying standalone Ind AS financial statements of JOONKTOLLEE TEA & INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, as amended, 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

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

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matter

7. The corresponding financial information of the Company as at and for the year ended 31st March, 2017 and the transition date

Independent
auditors' report

opening balance sheet as at 1st April, 2016 included in these Ind AS financial statements, are based on the previously issued financial statements for the years ended 31st March, 2017 and 31st March, 2016 ,prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by predecessor auditor, on which they have expressed an unmodified opinion vide the audit report dated 11th May, 2017 and 13th May, 2016 respectively which is also explained in Note no 48 to the attached financial statements. These financial statements have been adjusted for differences in accounting principles to comply with Ind AS and such adjustments on transition to Ind AS which has been approved by the Company's Board of Directors have been audited by us.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

8. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
9. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, as amended, and other accounting principles generally accepted in India.
   e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements as stated in note 40 (i) to the financial statement;
      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 during the year.
      iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8th November 2016 to 30th December 2016 have not been made since they do not pertain to the financial year ended 31st March 2018.

For **Jitendra K. Agarwal & Associates,**
Chartered Accountants
Firm's Registration No. 318086E

(Utsav Saraf)
Partner
Membership No. 306932

Place: Kolkata
Date: 14th May, 2018

Annexure - A
to the independent auditors' report

(Referred to in paragraph 8 with the heading 'Report on Other Legal and Regulatory Requirements' section of our report of even date in respect to statutory audit of Joonktollee Tea & Industries Limited for the year ended 31st March 2018)

We report that:

i. In respect of its fixed assets:

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

b) According to information and explanation given to us, fixed assets have been physically verified during the year by the management at reasonable intervals and no material discrepancies have been noticed on such physical verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except for in as follows:

Name of the Unit	Assets Description	As at 31st march 2018 (Rs in Lakh)		Remarks
		Gross Block	Net Block	
Shreemoni Tea Factory	Leasehold Land aand Buildings	6.17	3.50	In process of transfer in the name of Company
Joonktollee Tea Estate	Leasehold Land	2.25	2.25	

ii. According to information and explanation given to us, inventories were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on such verification.

iii. In our opinion and according to information and explanation given to us, the Company has not granted any loan to parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and Section 186 of the Act, with respect to the loans given. The company has neither issued any guarantee nor has provided any security on behalf of any parties or made any investment in parties covered under Section 185 and Section 186 of the Act.

v. According to information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to Sections 76 of the Act during the year.

vi. The Central Government has prescribed maintenance of Cost records under section 148(1) of the Act for the Company's Tea, Rubber and Coffee units. We have broadly reviewed the books of accounts maintained by Company in respect of product, where pursuant to the rule made by the Central Government of India the maintenance of cost records has been prescribed under section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed records have been maintained. We have not, however, made a detailed examination of the records with a view to determine whether they 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, the Company is regular in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, wealth tax, good & service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance income tax, sales tax, good & service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and records of Company examined by us, the dues of sales tax, income tax, duty of customs, duty of excise, service tax and value added tax which have not been deposited on account of any dispute and the forum where the dispute is pending as on 31st March, 2018 are as under :-

Annexure - A

to the independent auditors' report

Name of the Statute	Nature of Dues	Amount (Rs. In Lakh)	Period to which the amount relates	Forum where dispute pending
Income Tax Act 1961	Income Tax Demand	219.90	A.Y 2007-08 to 2013-14	Commissioner of Income Tax Appeal
Karnataka Agricultural Income Tax Act 1957	Agricultural Income Tax	27.71	A.Y 2009-10 and 2010-11	Joint Commissioner of Commercial Taxes (Appeal)

viii. Based on our audit procedures and on the basis of informations and explanations given by the management, the Company has not defaulted in repayment of dues to Banks during the year. The company does not have any outstanding dues to debenture holders or financial institutions during the year.

ix. Based on information and explanations given to us and records of the Company examined by us, the Company has raised Term Loan during the year and has applied the same for the purpose for which term loans are raised. The company did not raise any money by way of initial public offer or further public offer including debt instruments during the year.

x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

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

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

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

For **Jitendra K. Agarwal & Associates,**
Chartered Accountants
Firm's Registration No. 318086E

(Utsav Saraf)
Partner
Membership No. 306932

Place: Kolkata
Date: 14th May, 2018

Annexure - B
to the independent auditors' report

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

We have audited the internal financial controls over financial reporting of **JOONKTOLLEE TEA & INDUSTRIES LIMITED** ("the Company") as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

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

Annexure - B
to the independent auditors' 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 31st March 2018, 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 **Jitendra K. Agarwal & Associates,**
Chartered Accountants
Firm's Registration No. 318086E

(Utsav Saraf)
Partner
Membership No. 306932

Place: Kolkata
Date: 14th May, 2018

Balance Sheet
as at 31st March, 2018

(Amount in ₹)

	Note No.	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
ASSETS							
1 NON-CURRENT ASSETS							
a Property, Plant and Equipment	5	1,094,260,520		1,140,846,250		1,177,819,759	
b Capital Work-In-Progress		54,450,703		31,244,875		5,394,451	
c Intangible Assets	6	233,394	1,148,944,617	370,393	1,172,461,518	507,392	1,183,721,602
d Biological Asset other than Bearer Plants	14	329,670,482		340,834,000		344,762,000	
e Investment in Subsidiaries & Associate	7	471,845,078		618,927,078		445,054,029	
f Financial Assets							
i. Investments	8	3,859,645		3,859,645		3,860,675	
ii. Loans	9	20,497,197		18,151,436		16,801,556	
iii. Other Financial Assets	10	–		–		27,500,000	
g Non-Current Tax Assets (Net)	11	36,602,784		35,024,551		32,468,401	
h Other Non-Current Assets	12	24,699,578	887,174,764	26,500,230	1,043,296,941	27,418,301	897,864,962
2 CURRENT ASSETS							
a Inventories	13	177,267,186		239,407,540		140,905,470	
b Biological Asset other than Bearer Plants	14	11,280,023		10,887,971		10,328,062	
c Financial Assets							
i. Trade Receivables	15	77,553,452		49,656,251		62,471,887	
ii. Cash and Cash Equivalents	16	28,088,514		86,124,356		141,624,450	
iii. Bank balances other than Note ii above	17	2,258,857		2,289,734		155,751,715	
iv. Loans	9	24,033,459		131,677,516		115,837,434	
v. Other Financial Assets	10	4,181,673		8,193,451		7,207,800	
d Other Current Assets	12	16,537,814		16,891,382		39,576,336	
e Non-Current Assets classified as held for sale	18	89,460,471	430,661,449	–	545,128,201	–	673,703,154
Total Assets			**2,466,780,830**		**2,760,886,659**		**2,755,289,718**
EQUITY AND LIABILITIES							
EQUITY							
a Equity Share Capital	19	41,422,010		41,422,010		41,422,010	
b Other Equity	20	1,530,123,469	1,571,545,479	1,644,035,173	1,685,457,183	1,800,712,239	1,842,134,249
LIABILITIES							
1 NON-CURRENT LIABILITIES							
a Financial Liabilities							
i. Borrowings	21	180,000,000		254,583,333		227,916,666	
b Provisions	22	27,366,000		25,883,000		–	
c Deferred Tax Liabilities (Net)	23	137,911,932		151,822,392		173,045,863	
d Non-Current Tax Liabilities (Net)	24	2,059,938	347,337,870	2,059,938	434,348,663	2,059,938	403,022,467
2 CURRENT LIABILITIES							
a Financial Liabilities							
i. Borrowings	25	373,292,702		445,806,675		325,854,160	
ii. Trade Payables	26						
Total outstanding dues of creditors to micro enterprises and small enterprises		–		–		–	
Total outstanding dues of creditor to other than micro enterprises and small enterprises		45,872,632		38,040,998		29,441,598	
iii. Other Financial Liabilities	27	86,840,343		114,631,841		104,769,379	
b Provisions	22	24,598,359		21,702,366		33,491,901	
c Other Current Liabilities	28	17,293,445	547,897,481	20,898,933	641,080,813	16,575,964	510,133,002
Total Equity and Liabilities			**2,466,780,830**		**2,760,886,659**		**2,755,289,718**

Basis of preparation and presentation of Financial Statement	2
Significant Accounting Policies	3
Significant Judgements & Key Estimates	4

The Notes are an integral part of the Financial Statements

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May, 2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Statement of Profit & Loss

for the year ended 31st March, 2018

(Amount in ₹)

	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
INCOME			
Revenue from Operations	29	1,001,283,996	882,107,863
Other Income	30	55,384,987	56,209,198
Total Income		**1,056,668,983**	**938,317,061**
EXPENSES			
Cost of Materials Consumed	31	199,848,945	237,516,294
Purchases of Stock -in- Trade		3,794,492	–
Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	32	55,855,109	(99,912,900)
Employee Benefits Expense	33	519,391,433	502,108,287
Finance Costs	34	75,352,509	75,679,776
Depreciation and Amortisation Expense	35	64,361,092	68,836,667
Other Expenses	36	272,707,110	312,048,971
Total Expenses		**1,191,310,690**	**1,096,277,095**
Profit/(Loss) before Tax			
Tax Expense:	37	**(134,641,707)**	**(157,960,034)**
Deferred Tax		(16,979,760)	(16,446,022)
Profit/(Loss) for the year		**(117,661,947)**	**(141,514,012)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss	38		
Remeasurement of the defined benefit plans		11,805,000	(15,461,000)
Income tax relating to these items		(3,069,300)	4,777,449
Other Comprehensive Income for the Year (Net of Tax)		**8,735,700**	**(10,683,551)**
Total Comprehensive Income for the period		**(108,926,247)**	**(152,197,563)**
Earnings Per Share of ₹10/- each			
Basic & Dilluted	39	**(28.41)**	**(34.16)**

Basis of preparation and presentation of Financial Statement	2
Significant Accounting Policies	3
Significant Judgements & Key Estimates	4

The Notes are an integral part of the Financial Statements

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May, 2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Statement of Changes in Equity

for the year ended 31st March, 2018

(Amount in ₹)

a) Equity Share Capital

Balance as at 1st April 2016	41,422,010
Add/(Less): Changes in Equity Share Capital during the year	–
Balance as at 31st March 2017	41,422,010
Add/(Less): Changes in Equity Share Capital during the year	–
Balance as at 31st March 2018	**41,422,010**

b) Other Equity

Particulars	Reserve & Surplus						Other Comprehensive Income	Total
	Capital Reserve	Capital Redemption Reserve	Capital Reserve in the nature of Securities Premium	Securities Premium	General Reserve	Retained Earnings	Equity instrument through Other Comprehensive Income	
Balance as at 1st April, 2016	698,203,792	41,600	69,839,105	24,701,440	310,264,255	697,662,047	–	1,800,712,239
Profit/(Loss) for the year						(141,514,012)	–	(141,514,012)
Other Comprehensive Income						–	(10,683,551)	(10,683,551)
Total Comprehensive Income for the year	**–**	**–**	**–**	**–**	**–**	**(141,514,012)**	**(10,683,551)**	**(152,197,563)**
Dividends Paid	–	–	–	–	–	(4,142,201)	–	(4,142,201)
Dividend Distribution Tax	–	–	–	–	–	(337,302)	–	(337,302)
Transfer of Remeasurement of defined benefit obligation	–	–	–	–	–	(10,683,551)	10,683,551	–
	–	**–**	**–**	**–**	**–**	**(15,163,054)**	**10,683,551**	**(4,479,503)**
Balance as at 31st March, 2017	698,203,792	41,600	69,839,105	24,701,440	310,264,255	540,984,981	–	1,644,035,173
Profit/(Loss) for the year	–	–	–	–	–	(117,661,947)	–	(117,661,947)
Other Comprehensive Income	–	–	–	–	–		8,735,700	8,735,700
Total Comprehensive Income for the year	**–**	**–**	**–**	**–**	**–**	**(117,661,947)**	**8,735,700**	**(108,926,247)**
Dividends Paid	–	–	–	–	–	(4,142,201)	–	(4,142,201)
Dividend Distribution Tax	–	–	–	–	–	(843,256)	–	(843,256)
Transfer of Remeasurement of defined benefit obligation	–	–	–	–	–	8,735,700	(8,735,700)	–
	–	**–**	**–**	**–**	**–**	**3,750,243**	**(8,735,700)**	**(4,985,457)**
Balance as at 31st March, 2018	**698,203,792**	**41,600**	**69,839,105**	**24,701,440**	**310,264,255**	**427,073,277**	**–**	**1,530,123,469**

Basis of preparation and presentation of Financial Statement	2
Significant Accounting Policies	3
Significant Judgements & Key Estimates	4

The Notes are an integral part of the Financial Statements

As per our report of even date annexed.

For and on behalf of

JITENDRA K AGARWAL & ASSOCIATES

Chartered Accountants

Firm Registration No. 318086E

Utsav Saraf

Partner

Membership No. 306932

Place : Kolkata

Dated: 14th May, 2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Cash Flow Statement

for the year ended 31st March, 2018

(Amount in ₹)

	Particulars	2017-2018		2016-2017	
A)	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net Profit before Tax		**(134,641,707)**		(157,960,034)
	Adjustments for :				
	Depreciation & Amortisation	**64,361,092**		68,836,667	
	Loss / (Profit) on Sale/discard of Fixed Assets (net)	**7,123,440**		1,904,267	
	Loss / (Profit) on Sale of Non Current Investment	**(47,358,970)**		5,378,670	
	Interest Income	**(16,457,626)**		(21,508,661)	
	Finance Cost	**75,352,509**		75,679,776	
	Fair Valuation for Biological Assets other than bearer plants	**10,771,465**		3,368,091	
	Remeasurement of post-employment defined benefit obligation	**11,805,000**		(15,461,000)	
	Provision for Obsolescence of Stores	–		2,495,927	
	Sundry Credit bal. no longer required written back	**(467,668)**		(1,011,768)	
	Provision for doubtful debts/Advances and Advances written off(Net)	**170,179**	**105,299,421**	3,465,358	123,147,327
	Operating Profit before working capital changes		**(29,342,286)**		(34,812,707)
	Adjustments for :				
	(Increase)/Decrease in Trade Receivables	**(27,897,201)**		12,815,636	
	(Increase)/Decrease in Inventories	**62,140,354**		(100,997,997)	
	(Increase)/Decrease in Loans, Other Financial Assets & Other Assets	**3,718,069**		20,945,818	
	Increase/(Decrease) in Trade Payables & Other Liability	**(1,593,797)**		17,462,440	
	Increase/(Decrease) in Provisions	**4,378,993**	**40,746,418**	14,093,465	(35,680,638)
	Cash Generated from Operations		**11,404,132**		(70,493,345)
	Direct Taxes (Paid)(net of refund)		**(1,578,233)**		(2,556,150)
	Net Cash from operating activities		**9,825,899**		(73,049,495)
B)	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchase of Property,Plant and Equipment & Intangible Assets including CWIP / Capital Advances	**(49,042,119)**		(60,861,258)	
	Sale of Property,Plant and Equipment Assets	**788,294**		815,534	
	(Purchase)/ Sale of Investments (Net)	**104,980,499**		(151,750,689)	
	(Increase)/Decrease in Other Bank Balances	**(12,828)**		153,502,930	
	(Increase)/Decrease in Investment in Subsidiary & Associates	**6,705,147**		(26,705,147)	
	Loans to Corporates (Net)	**100,000,000**		7,022,770	
	Interest Received	**17,337,426**		21,775,800	
	Net cash used in Investing Activities		**180,756,419**		(56,200,060)

Cash Flow Statement

for the year ended 31st March, 2018

(Amount in ₹)

	Particulars	2017-2018		2016-2017	
C)	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from Non Current Borrowings	–		100,000,000	
	Repayments of Non Current Borrowings	**(100,000,000)**		(68,333,333)	
	(Repayments)/Proceeds from Current Borrowings	**(72,513,973)**		119,952,515	
	Interest paid	**(71,118,730)**		(73,390,218)	
	Corporate Dividend tax paid	**(4,985,457)**		(4,479,503)	
	Net Cash from/(used in) Financing Activities		**(248,618,160)**		73,749,461
	Net Change in Cash and Cash Equivalents		**(58,035,842)**		(55,500,094)
	Cash and Cash Equivalents - Opening Balance	**86,124,356**		141,624,450	
	Cash and Cash Equivalents - Closing Balance	**28,088,514**		86,124,356	

Notes :

1. Cash and cash equivalents consists of cash on Hand and balances with banks in current / Cash Credit accounts as per note 16
2. Cash and cash equivalents consists of:

	Particulars	2017-2018	2016-2017
	Cash on hand	1,226,019	3,148,040
	Bank Balance	26,862,495	82,976,316
	Total	**28,088,514**	86,124,356

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May, 2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Notes to Financial Statements
as at and for the year ended 31st March, 2018

1. CORPORATE AND GENERAL INFORMATION

Joonktollee Tea & Industries Limited was incorporated as a Limited Company in India under the Companies Act 1956 and has its listing on the BSE Limited and CSE Limited. The registered office of the Company is at 21, Strand Road Kolkata - 700 001. The Company's principal business is manufacturing of Tea, Coffee and Rubber.

2. BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENT

2.1. Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements for all periods up to and including the year ended 31st March, 2017, were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India, which includes the accounting standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other provisions of the Act (collectively referred to as "Indian GAAP"). These financial statements for the year ended 31st March, 2018 are the first Ind AS Financial Statements with comparatives, prepared under Ind AS. The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet at 1st April, 2016 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101 "First Time Adoption of Indian Accounting Standards".

An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note No. 48. Certain of the Company's Ind-AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2016 and accordingly the adjustments were made to restate the opening balances as per Ind-AS. The resulting adjustment arising from events and transactions before the date of transition to Ind-AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind- AS 101. The standalone financial statements of the Company for the year ended 31st March, 2018 has been approved by the Board of Directors in their meeting held on 14th May, 2018.

2.2. Basis of Measurement

The Company maintains accounts on accrual basis following the historical cost convention, except for followings:

- Certain Financial Assets and Liabilities are measured at Fair value/ Amortised cost (refer accounting policy regarding financial instruments);
- Defined Benefit Plans – plan assets measured at fair value; and
- Biological Assets – At fair value less cost to sell

2.3. Functional and Presentation Currency

The Financial Statements are presented in Indian Rupee (INR), which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates. All financial information presented in INR has been rounded off to the nearest rupees as per the requirements of Schedule III, unless otherwise stated.

2.4. Use of Estimates and Judgements

The preparation of financial statements in conformity with Ind AS requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

2.5. Presentation of Financial Statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Statement of Cash Flows has been prepared and presented as per

Notes to Financial Statements
as at and for the year ended 31st March, 2018

the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

2.6. Operating Cycle for current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1. The Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

An asset is classified as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2.7. Measurement of Fair Values

Some of the accounting policies and disclosures of the company require Fair Value measurement for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Notes to Financial Statements
as at and for the year ended 31st March, 2018

- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

2.8. Recent Accounting Pronouncement

New Standards / Amendments to Existing Standard issued but not yet effective upto the date of issuance of the Company's Financial Statement are disclosed below:

On 28th March, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contracts with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from 1st April 2018.

a) Ind AS 115-Revenue from Contracts with Customers

Ind AS 115 supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Ind AS 115 requires an entity to report information regarding nature, amount, timing and uncertainty of revenue and cash flows arising from contract with customers. The principle of Ind AS 115 is that an entity should recognise revenue that demonstrates the transfer of promised goods and services to the customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services.

Based on preliminary assessment performed by the Company, the impact of the application of the standard is not expected to be material.

b) Amendment to Existing issued Ind AS

i. Ind AS 12 - Income Taxes

ii. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates

iii. Ind AS 28 - Investment in Associates and Joint Ventures

iv. Ind AS 112 - Disclosure of Interests in Other Entities

The impact of the above standards on the financial statements, as assessed by the Company, is not expected to be material.

3. ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

3.1. Inventories

Raw materials (including purchased tea leaves), Stores & Spare parts, Finished Goods and Stock in trade are stated at the lower of cost and estimated net realisable value. Cost comprises of expenditure incurred in the normal course of business in bringing such inventories to their present location and condition and includes appropriate overheads (in case of Finished Goods). Cost is determined on weighted average basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Raw material in nature of harvested tea leaves, picked cherries, latex and other minor agricultural produce raised from own gardens are measured at fair value less cost of sale at point of harvest. The same cost is used for measuring cost for the purpose of valuation of finished goods.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Notes to Financial Statements
as at and for the year ended 31st March, 2018

3.2. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents includes cash on hand, term deposits and other short-term highly liquid investments, net of bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within short term borrowings in the balance sheet.

3.3. Income Tax

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 as per taxation laws under Income tax act, 1961 and under respective state Agriculture Income tax act and adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Current and deferred tax is recognised in the statement of profit & 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.

3.3.1. Current Tax:

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

3.3.2. Deferred Tax

- Deferred Tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- The carrying amount of deferred tax asset is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.
- Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.
- Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

3.4. Property, Plant And Equipment

3.4.1. Tangible Assets (Other than Bearer Plants)

3.4.1.1. Recognition and Measurement:

- Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).

Notes to Financial Statements

as at and for the year ended 31st March, 2018

- Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.
- If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.
- Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

3.4.1.2. Subsequent Measurement:

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.
- Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

3.4.1.3. Depreciation and Amortization:

- Depreciation on Property, Plant & Equipment is provided under Written Down Method at rates determined based on the useful life of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013 or as reassessed by the Company based on the technical evaluation.
- In case of asset "Fences, wells, tube wells" & "Carpeted Roads – Other than RCC", depreciation has been provided on written down value method at the rates determined considering the useful lives of 15 years which is based on assessment carried out by external valuers and the management believes that the useful lives as considered above best represent the period over which the respective assets shall be expected in use.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.4.1.4. Disposal of Assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

3.4.1.5. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

3.4.2. Bearer Plants

3.4.2.1. Recognition and Measurement:

Bearer Plants which are used in the production or supply of agricultural produce and expected to bear produce for more than a period of twelve months are capitalized as part of Property, Plant and Equipments and are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any). The cost of Bearer Plant includes all cost incurred till the plants are ready for commercial harvest.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

3.4.2.2. Depreciation:

- Depreciation on bearer plants is recognised so as to write off its cost over useful lives, using the straight-line method.
- The residual value in case of Bearer Plants has been considered as NIL. Estimated useful life of the bearer plants has been determined as the following:

Tea Bushes	50 years to 60 years
Coffee Bushes	30 years to 80 years
Rubber plants	30 years
Minor produce	30 years

3.4.2.3. Capital Work in Progress

Young tea bushes & shade trees, including the cost incurred for procurement of new seeds and maintenance of nurseries, are carried at cost less any recognized impairment losses under capital work-in-progress. Cost includes the cost of land preparation, new planting and maintenance of newly planted bushes until maturity. On maturity, these costs are classified under bearer plants.

3.5. Leases

3.5.1. Determining whether an arrangement contains a lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

3.5.2. Company as lessor

- Finance Lease

  Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognized as revenue in the period in which they are earned.

- Operating Lease

  Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.5.3. Company as lessee

- Finance Lease

  Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of profit and loss. Lease management fees, legal charges and other initial direct costs are capitalized.

  If there is no reasonable certainty that the Company will obtain the ownership by the end of lease term, capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

➢ Operating Lease

Assets acquired on leases where a significant portion of risk and reward is retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.6. Revenue Recognition

Revenue is recognised based to the extent it is probable that the economic benefit will flow to the company and 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, taking into account contractually defined terms of payment, and excludes taxes & duties collected on behalf of the Government and is reduced for estimated customer returns, rebates and other similar allowances.

3.6.1. Sale of Products:

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and significant risk and reward incidental to sale of products is transferred to the buyer, usually on delivery of the goods.

3.6.2. Rental Income:

Rental income from operating lease is recognized on a straight line basis over the term of the relevant lease unless the payments are structured to increase in line with expected general inflation to compensate for the company's expected inflationary cost increases.

3.6.3. Other Income:

3.6.3.1. Interest Income: For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

3.6.3.2. Dividend Income: Dividend income is accounted in the period in which the right to receive the same is established.

3.6.3.3. Other Income: Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

3.7. Employee Benefits

3.7.1. Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

3.7.2. Other Long Term Employee Benefits

The liabilities for leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation. Remeasurements as the result of experience adjustment and changes in actuarial assumptions are recognized in statement of profit and loss.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

3.7.3. Post Employment Benefits

The Company operates the following post employment schemes:

- Defined Contribution Plan

  Defined contribution plans such as Provident Fund, Employee State Insurance etc. are charged to the statement of profit and loss as and when incurred.

- Defined Benefit Plans

  The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

  The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. 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. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

  Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

3.8. Government Grants

Government grants are recognised at their fair value, where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

The grant relating to the acquisition/ construction of an item of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on the same systematic basis as the respective assets are depreciated over their expected life and are presented within other operating income.

3.9. Foreign Currency Transactions

- Foreign currency (other than the functional currency) transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.
- Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in profit or loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.
- Non monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

3.10. Borrowing Costs

- Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also includes foreign exchange difference to the extent regarded as an adjustment to the borrowing costs.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

- Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale.
- Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the statement of profit and loss in the period in which they are incurred.

3.11. Investment In Subsidiaries & Associate

Investments in subsidiaries & associate are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

3.12. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

3.12.1. Financial Assets

- Recognition and Initial Measurement:

  All financial assets are initially recognized when the company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

- Classification and Subsequent Measurement:

  For purposes of subsequent measurement, financial assets are classified in four categories:

  - Measured at Amortized Cost;
  - Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
  - Measured at Fair Value Through Profit or Loss (FVTPL); and
  - Equity Instruments designated at Fair Value Through Other Comprehensive Income (FVTOCI).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

  - Measured at Amortized Cost: A debt instrument is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting 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 (SPPI) on the principal amount outstanding.

  After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables, cash and bank balances, loans and other financial assets of the company.

  - Measured at FVTOCI: A debt instrument is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and

Notes to Financial Statements

as at and for the year ended 31st March, 2018

- The asset's contractual cash flows represent SPPI.

  Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

  - Measured at FVTPL: FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. Equity instruments which are, held for trading are classified as at FVTPL.

  - Equity Instruments designated at FVTOCI: For equity instruments, which has not been classified as FVTPL as above, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

- Derecognition:

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

- Impairment of Financial Assets:

  The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The company recognizes impairment loss for trade receivables that do not constitute a financing transaction using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

3.12.2. Financial Liabilities

- Recognition and Initial Measurement:

  Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent Measurement:

  Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

- Derecognition:

  A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

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3.12.3. Offsetting financial instruments

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

3.13. Earnings Per Share

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders adjusted for the effects of potential equity shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

3.14. Impairment of Non-Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

3.15. Provisions, Contingent Liabilities and Contingent Assets

3.15.1. Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

3.15.2. Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in Other Notes to Financial Statements.

3.15.3. Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

3.16. Non-Current Assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary

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for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

3.17. Intangible Assets

3.17.1. Recognition and Measurement

Software which is not an integral part of related hardware, is treated as intangible asset and are stated at cost on initial recognition and subsequently measured at cost less accumulated amortization and accumulated impairment loss, if any.

3.17.2. Subsequent Expenditure

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. All other expenditure is recognized in the Statement of Profit & Loss.

3.17.3. Amortization

- Softwares are amortized over a period of five years.
- The amortization period and the amortization method are reviewed at least at the end of each financial year. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is changed accordingly.

3.18. Biological Assets and Agricultural Produce

3.18.1. Biological Assets

Biological assets of the company comprises of un-harvested green tea leaves, unpicked cherries, latex on tree, timber and other minor produce are measured at fair value.less cost of sales. The gain or loss arising from a change in fair value less cost to sell of biological assets is included in Statement of Profit and Loss for the period in which it arises.

3.18.2. Agricultural Produce

Agricultural produce harvested from the Company's biological assets are valued at fair value less cost to sell at the point of harvest. A gain or loss arising on initial recognition of agricultural produce at fair value less cost to sell shall be included in Statement of Profit & Loss for the period in which it arises.

3.19. Operating Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the chief operating decision maker.

The Company has identified three reportable segment "Tea", "Coffee" and "Rubber" based on the information reviewed by the CODM.

4. SIGNIFICANT JUDGEMENTS AND KEY SOURCES OF ESTIMATION IN APPLYING ACCOUNTING POLICIES

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Information about Significant judgements and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Recognition of Deferred Tax Assets: The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.

Notes to Financial Statements

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- Useful lives of depreciable/ amortisable assets (tangible and intangible): Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- Classification of Leases: The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.
- Defined Benefit Obligation (DBO): Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.
- Provisions and Contingencies: The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.
- Impairment of Financial Assets: The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- Allowances for Doubtful Debts: The Company makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.
- Fair value measurement of financial Instruments: When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models are taken from observable markets where possible, but where this not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.
- Fair Value of Biological Assets and Agricultural Produce: The fair value of Biological Assets and Agricultural Produce is determined based on recent transactions entered into with third parties or available market price. Fair valuation of Biological Asset and Agriculture Produce are based on the market rates published by the industrial body for various grades from which the fair value of Biological asset and Agriculture Produce are derived.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

5 PROPERTY, PLANT AND EQUIPMENT

Particulars	Year Ended 31st March 2018								
	Gross Carrying Amount				Accumulated Depreciation				
	As at 31st March 2017	Additions	Disposals	As at 31st March 2018	As at 31st March 2017	Depreciation charged during the year	Deductions	As at 31st March 2018	Net Carrying Amount
Leasehold Land	287,546,501	–	–	287,546,501	–	–	–	–	287,546,501
Freehold Land	48,936,796	–	–	48,936,796	–	–	–	–	48,936,796
Buildings	282,877,976	2,249,936	2,400	285,125,512	143,495,258	12,556,656	2,247	156,049,667	129,075,845
Plant and Machinery	341,618,771	20,908,921	2,210,465	360,317,227	251,557,982	19,221,849	2,099,942	268,679,889	91,637,338
Furniture and Fittings	18,921,547	119,545	11,626	19,029,466	16,523,706	473,757	10,951	16,986,512	2,042,954
Vehicles	60,551,854	1,709,378	1,932,976	60,328,256	45,441,018	4,618,668	1,836,326	48,223,360	12,104,896
Office Equipments	7,184,686	527,511	81,000	7,631,197	5,865,699	766,012	76,950	6,554,761	1,076,436
Bearer Plant	582,768,486	–	8,082,583	574,685,903	26,676,704	26,587,151	417,706	52,846,149	521,839,754
Total	**1,630,406,617**	**25,515,291**	**12,321,050**	**1,643,600,858**	**489,560,367**	**64,224,093**	**4,444,122**	**549,340,338**	**1,094,260,520**

Particulars	Year Ended 31st March 2017								
	Gross Carrying Amount				Accumulated Depreciation				
	Ind AS. cost as at 1st April 2016	Additions	Disposals	As at 31st March 2017	As at 1st April 2016	Depreciation charged during the year	Deductions	As at 31st March 2017	Net Carrying Amount
Leasehold Land	287,546,501	–	–	287,546,501	–	–	–	–	287,546,501
Freehold Land	48,936,796	–	–	48,936,796	–	–	–	–	48,936,796
Buildings	267,345,066	15,673,920	141,010	282,877,976	129,676,341	13,842,531	23,614	143,495,258	139,382,718
Plant and Machinery	334,276,477	9,360,018	2,017,724	341,618,771	232,379,285	21,080,990	1,902,293	251,557,982	90,060,789
Furniture and Fittings	18,515,663	415,694	9,810	18,921,547	15,844,111	688,915	9,320	16,523,706	2,397,841
Vehicles	56,559,779	5,626,437	1,634,362	60,551,854	41,374,934	5,592,564	1,526,480	45,441,018	15,110,836
Office Equipments	6,350,032	1,001,952	167,298	7,184,686	5,204,370	817,964	156,635	5,865,699	1,318,987
Bearer Plant	582,768,486	–	–	582,768,486	–	26,676,704	–	26,676,704	556,091,782
Total	1,602,298,800	32,078,021	3,970,204	1,630,406,617	424,479,041	68,699,668	3,618,342	489,560,367	1,140,846,250

The Company has elected to measure bearer plants at the date of transition at its Fair Value and we treat it as its deemed cost at that date. The fair valuation has been done by external parties based on valuation technique permitted under IndAS. Other component of Property, Plant & Equipment has been valued by applying IndAS retrospectively.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

6 INTANGIBLE ASSETS

Particulars	Year Ended 31st March 2018								
	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount
	As at 31st March 2017	Additions	Disposals	As at 31st March 2018	As at 31st March 2017	Depreciation charged during the year	Deductions	As at 31st March 2018	
Computer Software	507,392	–	–	507,392	136,999	136,999	–	273,998	233,394
Total	507,392	–	–	507,392	136,999	136,999	–	273,998	233,394

Particulars	Year Ended 31st March 2017								
	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount
	Deemed cost as at 1st April 2016	Additions	Disposals	As at 31st March 2017	As at 1st April 2016	Depreciation charged during the year	Deductions	As at 31st March 2017	
Computer Software	507,392	–	–	507,392	–	136,999	–	136,999	370,393
Total	507,392	–	–	507,392	–	136,999	–	136,999	370,393

Deemed cost represents net carrying value as on 1st April,2016 under previous GAAP as per the guideleines of Ind AS 101.

7 INVESTMENT IN SUBSIDIARIES & ASSOCIATES

	Face Value (₹)	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
(Fully Paid-up unless otherwise stated)		**Qty**	**Amount**	**Qty**	**Amount**	**Qty**	**Amount**
Equity investments valued at cost							
Unquoted - In trade							
Investment in Subsidiaries							
Gloster Real Estate Pvt. Ltd.	10	–	–	–	–	63,135	53,235,000
Pranav Infradev Co. Pvt. Ltd.	10	212,271	202,371,000	212,271	202,371,000	212,271	202,371,000
Keshava Plantations Private Limited	100	80,000	227,108,049	80,000	227,108,049	–	–
Cowcoody Builders Pvt. Ltd.				156,982	147,082,000	156,982	147,082,000
(Refer note no. 60)							
Quoted - In trade							
Investment in Associate							
The Cochin Malabar Estates & Ind. Ltd. (Note 7.1)	10	437,294	42,366,029	437,294	42,366,029	437,294	42,366,029
			471,845,078		**618,927,078**		**445,054,029**
Aggregate amount of quoted investments			42,366,029		42,366,029		42,366,029
Aggregate market value of quoted investments			20,202,982		12,615,932		12,025,585
Aggregate amount of unquoted investments			429,479,049		576,561,049		402,688,000

7.1 Considering the valuation of investment in associate, no impairment in value of investment has been envisaged.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

8 NON - CURRENT INVESTMENTS

	Face Value (₹)	As at 31st March 2018 Qty	As at 31st March 2018 Amount	As at 31st March 2017 Qty	As at 31st March 2017 Amount	As at 1st April 2016 Qty	As at 1st April 2016 Amount
Investments at fair value through other comprehensive income							
Investments in quoted Equity Instruments							
The Phosphate Co. Ltd. (Note 8.1)	10	138,680	3,859,645	138,680	3,859,645	138,680	3,859,645
Apeejay Tea Ltd.	10	–	–	–	–	200	1,030
			3,859,645		3,859,645		3,860,675
Aggregate amount of quoted investments			3,859,645		3,859,645		3,860,675

8.1 In absence of quoted price , the acquisition price has been assumed as fair value of the investment.

9 LOANS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Security Deposit							
Unsecured, considered good		18,413,197	16,432,936	15,725,056	–	–	–
		18,413,197	16,432,936	15,725,056	–	–	–
Loans to related parties							
Unsecured, considered good	9.1	–	–	–	20,000,000	26,705,147	–
		–	–	–	20,000,000	26,705,147	–
Other Loans and Advances, unsecured, considered good unless otherwise mentioned							
Loan to Employees	9.1	2,084,000	1,718,500	1,076,500	4,033,459	4,972,369	8,814,664
Loans to Companies/ Firm	9.1 & 9.2	–	–	–	–	100,000,000	107,022,770
		2,084,000	1,718,500	1,076,500	4,033,459	104,972,369	115,837,434
		20,497,197	**18,151,436**	**16,801,556**	**24,033,459**	**131,677,516**	**115,837,434**

9.1 No Loans are due from directors or other officers of the company either severally or jointly with any other person. Nor any loan are due from firms or private companies respectively in which any director is a partner, a director or a member.

9.2 Loans to Related parties/ Companies/ Firm are given for general business purpose and payable on demand.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

10 OTHERS FINANCIAL ASSETS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Advance against purchase of Investment		–	–	27,500,000	–	–	–
Deposit with Nabard		–	–	–	50,000	50,000	50,000
Deposit with Assam Financial Corporation		–	–	–	267,040	2,766,982	2,733,859
Interest accrued on Fixed deposit / Loan		–	–	–	2,451,717	3,331,517	3,598,656
Others Receivable		–	–	–	1,412,916	2,044,952	825,285
		–	–	**27,500,000**	**4,181,673**	**8,193,451**	**7,207,800**

11 NON CURRENT TAX ASSETS (NET)

	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Advance Income Tax & TDS	35,369,447	33,791,214	31,235,064
Income Tax Refundable	1,233,337	1,233,337	1,233,337
	36,602,784	**35,024,551**	**32,468,401**

12 OTHER ASSETS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Capital Advances		910,900	910,900	1,334,495	–	–	–
Advances other than Capital Advances							
Advances to Suppliers & Service Providers		2,618,356	2,618,356	–	3,573,678	3,750,320	26,828,834
Balances with Government & Statutory Authorities **	12.1	–	1,783,041	1,783,041	3,155,205	361,817	294,263
Prepaid Expenses		–	17,611	512,087	2,504,582	3,051,184	3,127,393
Subsidy Receivable		–	–	–	6,703,824	9,092,730	8,723,586
Other Assets	12.2	23,788,678	23,788,678	23,788,678	600,525	635,331	602,260
		27,317,934	29,118,586	27,418,301	16,537,814	16,891,382	39,576,336
Less : Provision for Doubtful Advances		2,618,356	2,618,356	–	–	–	–
		24,699,578	**26,500,230**	**27,418,301**	**16,537,814**	**16,891,382**	**39,576,336**

12.1 Represents payment under protest in respect of VAT ₹ Nil (Previous Year 2017 - ₹ 1,783,041/-, Previous Year 2016 - ₹ 1,783,041/-)

12.2 Represents payment under protest in respect of lease rent and Seigniorage Charges ₹ 23,788,678/- (Previous Year 2017- ₹ 23,788,678/-, Previous Year 2016- ₹ 23,788,678/-).

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

13 INVENTORIES (As valued and certified by the Management)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Finished Goods		143,129,303	197,567,636	99,081,804
Semi Finished Goods		167,492	1,584,268	157,200
Stores and Spares (net of obsolescence)		33,970,391	40,255,636	41,666,466
		177,267,186	**239,407,540**	**140,905,470**

14 BIOLOGICAL ASSET OTHER THAN BEARER PLANT

	Non-Current			Current		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Biological Asset other than Bearer Plant	329,670,482	340,834,000	344,762,000	11,280,023	10,887,971	10,328,062
	329,670,482	**340,834,000**	**344,762,000**	**11,280,023**	**10,887,971**	**10,328,062**

15 TRADE RECEIVABLES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Receivables	15.1	77,916,520	50,019,319	62,834,955
		77,916,520	**50,019,319**	**62,834,955**
Less: Provision for Doubtful Receivables		363,068	363,068	363,068
		77,553,452	**49,656,251**	**62,471,887**
Break Up of Security Details				
Secured, considered good				
Unsecured, considered good		77,553,452	49,656,251	62,471,887
Doubtful		363,068	363,068	363,068
		77,916,520	50,019,319	62,834,955
Less: Provision for Doubtful Receivables		363,068	363,068	363,068
Total Trade Receivables		**77,553,452**	**49,656,251**	**62,471,887**

16 CASH AND CASH EQUVALENTS

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balances With Banks :				
In Current Account		7,934,747	82,976,316	9,616,559
In Cash Credit Account		18,927,748	–	128,250,097
Cash in Hand		1,226,019	3,148,040	3,757,794
		28,088,514	**86,124,356**	**141,624,450**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

17 BANK BALANCES (Other than note: 16)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balance in Unpaid Dividend Account		2,061,121	2,104,826	2,063,877
Fixed Deposit with Banks	17.1	197,736	184,908	153,687,838
		2,258,857	**2,289,734**	**155,751,715**

17.1 Includes deposits marked lien in favour of Govt. Authorities, deposits having maturity of more than three month but less than twelve months.	197,736	184,908	158,373

18 NON CURRENT ASSET HELD FOR SALE

	Face Value (₹)	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
		Qty	Amount	Qty	Amount	Qty	Amount
Investment in a subsidiary company held for sale							
Cowcoody Builders Pvt. Ltd.	10	95,482	89,460,471	–	–	–	–
(Refer note no. 60)							
			89,460,471	–	–	–	–

19 EQUITY SHARE CAPITAL

19.1 Authorised Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares:						
Equity Shares of ₹ 10/- each	11,249,000	112,490,000	11,249,000	112,490,000	11,249,000	112,490,000
Equity Shares of ₹ 100/- each	35,000	3,500,000	35,000	3,500,000	35,000	3,500,000
Preference Shares:						
Redeemable Cumulative Shares of ₹ 10/- each	50,000	500,000	50,000	500,000	50,000	500,000
13.5% Redeemable Cumulative Shares of ₹ 100/- each	100	10,000	100	10,000	100	10,000
		116,500,000		**116,500,000**		**116,500,000**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

19.2 Issued Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Ordinary Shares of ₹ 10/- each	4,142,201	41,422,010	4,142,201	41,422,010	4,142,201	41,422,010
	4,142,201	**41,422,010**	**4,142,201**	**41,422,010**	**4,142,201**	**41,422,010**

19.3 Subscribed and Paid-up Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Ordinary Shares of ₹ 10/- each fully paid-up	4,142,201	41,422,010	4,142,201	41,422,010	4,142,201	41,422,010
	4,142,201	**41,422,010**	**4,142,201**	**41,422,010**	**4,142,201**	**41,422,010**

19.4 Reconciliation of the number of shares at the beginning and at the end of the year

There has been no change/ movements in number of shares outstanding at the beginning and at the end of the year.

19.5 Terms/ Rights attached to Equity Shares :

The Company has only one class of issued shares i.e. Ordinary Shares having par value of ₹ 10/- per share. Each holder of Ordinary Shares is entitled to one vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

19.6 Shareholding Pattern with respect of Holding or Ultimate Holding Company

The Company does not have any Holding Company or Ultimate Holding Company.

19.7 Details of Equity Shareholders holding more than 5% shares in the Company

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	% Holding	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10/- each fully paid						
Pushpa Devi Bangur	642,928	15.52%	517,928	12.50%	970,181	23.42%
The Oriental Company Limited	593,643	14.33%	493,643	11.92%	493,643	11.92%
Kettlewell Bullen and Company Limited	538,838	13.01%	538,838	13.01%	538,838	13.01%
Hemant Bangur	426,729	10.30%	226,729	5.47%	289,070	6.98%
Madhav Trading Corporation Limited	424,130	10.24%	374,130	9.03%	54,102	1.30%
Life Insurance Corporation of India	246,493	5.95%	246,493	5.95%	246,493	5.95%
The Cambay Investment Corporation Limited	110,737	2.67%	110,737	2.67%	265,227	6.40%
Mugneeram Bangur & Co.LLP	12,500	0.30%	612,500	14.78%	12,500	0.30%

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

19.8 No ordinary shares have been reserved for issue under options and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

19.9 No Ordinary Shares have been bought back by the Company during the period of 5 years preceding the date as at which the Balance Sheet is prepared.

19.10 No securities convertible into Equity/ Preference shares have been issued by the Company during the year.

19.11 No calls are unpaid by any Director or Officer of the Company during the year.

20 OTHER EQUITY

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Capital Reserve	20.1	698,203,792	698,203,792	698,203,792
Capital Redemption Reserve	20.2	41,600	41,600	41,600
Capital Reserve in the nature of Share Premium	20.3	69,839,105	69,839,105	69,839,105
Securities Premium	20.4	24,701,440	24,701,440	24,701,440
General Reserve	20.5	310,264,255	310,264,255	310,264,255
Retained Earnings	20.6	427,073,277	540,984,981	697,662,047
Other Comprehensive Income	20.7	–	–	–
		1,530,123,469	**1,644,035,173**	**1,800,712,239**

a) Capital Reserve & Capital Reserve in the nature of Security Premium: During amalgamation / merger / acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

b) Capital Redemption Reserve: The Company has recognised Capital Redemption Reserve on redemption of preference shares from its retained earnings. The amount in Capital Redemption Reserve is equal to nominal amount of the preference shares redeemed.

c) Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. This reserve is utilised in accordance with the provisions of the Companies Act 2013.

d) General Reserve: The reserve arises on transfer portion of the net profit pursuant to the earlier provisions of Companies Act 1956.

e) Retained Earnings: Retained earnings represent accumulated profits earned by the Company and remaining undistributed as on date.

f) Other Comprehensive Income (OCI) : Other Comprehensive Income (OCI) represent the balance in equity for items to be accounted under OCI and comprises of the following:

   i) Equity Instruments through OCI: The Company has elected to recognise changes in the fair value of certain investment in equity instrument in other comprehensive income.

   ii) Remeasurement of defined benefit obligations: The actuarial gains and losses arising on defined benefit obligations have been recognised in OCI.

Notes to Financial Statements
as at and for the year ended 31st March, 2018

(Amount in ₹)

		As at 31st March 2018	As at 31st March 2017
20.1	**Capital Reserve**		
	Balance at the beginning and at the end of the year	**698,203,792**	**698,203,792**
20.2	**Capital Redemption Reserve**		
	Balance at the beginning and at the end of the year	**41,600**	**41,600**
20.3	**Capital Reserve in the nature of Share Premium**		
	Balance at the beginning and at the end of the year	**69,839,105**	**69,839,105**
20.4	**Securities Premium**		
	Balance at the beginning and at the end of the year	**24,701,440**	**24,701,440**
20.5	**General Reserve**		
	Balance at the beginning and at the end of the year	**310,264,255**	**310,264,255**
20.6	**Retained Earnings**		
	Balance at the beginning of the year	540,984,981	697,662,047
	Add: Other Comprehensive Income arising from remeasurement of defined benefit obligation (net of tax)	8,735,700	(10,683,551)
	Add: Profit/(Loss) for the year	(117,661,947)	(141,514,012)
		432,058,734	**545,464,484**
	Less: Appropriation		
	Final Dividend	4,142,201	4,142,201
	Dividend Distribution Tax on Final Dividend	843,256	337,302
		4,985,457	**4,479,503**
	Balance at the end of the year	**427,073,277**	**540,984,981**
20.7	**Other Comprehensive Income**		
	Remeasurement of Defined Benefit Obligations		
	Balance at the beginning of the year	–	–
	Add/(Less): Changes during the year (net of tax)	8,735,700	(10,683,551)
	Add/(Less): Transferred to Retained Earnings	(8,735,700)	10,683,551
	Balance at the end of the year	–	–
	Total Reserve & Surplus	**1,530,123,469**	**1,644,035,173**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

21 BORROWINGS

	Non-Current Portion			Current Maturities		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured						
Term Loan from banks	180,000,000	254,583,333	227,916,666	60,000,000	85,416,667	80,416,667
Total Secured Borrowings	**180,000,000**	**254,583,333**	**227,916,666**	**60,000,000**	**85,416,667**	**80,416,667**
Amount disclosed under the head "Other Financial Liability"	–	–	–	60,000,000	85,416,667	80,416,667
	180,000,000	**254,583,333**	**227,916,666**	–	–	–
Break Up of Security Details						
Secured	180,000,000	254,583,333	227,916,666	60,000,000	85,416,667	80,416,667
Unsecured	–	–	–	–	–	–
	180,000,000	**254,583,333**	**227,916,666**	**60,000,000**	**85,416,667**	**80,416,667**

21.1 Details of Security Given for Loan

a. Term Loan from a Bank amounting to ₹ 15,00,00,000/- together with working capital facility from the same Bank is secured / to be secured by exclusive charge on the title deeds of Goomankhan Tea Estate and also by way of hypothecation of Plant and Machinery of Goomankhan Tea Estate. Loan is repayable in 15 quarterly installments of ₹ 1,00,00,000/-. Interest is payable on quarterly basis at 9.85%.

b. Term Loans from a Bank amounting to ₹ 9,00,00,000/- together with working capital facility from the same Bank is secured by exclusive charge on the title deeds of Nilmoni Tea Estate, current assets of Karnataka division both present and future. Loan is repayable in 18 quarterly installments of ₹ 50,00,000/-. Interest is payable on monthly basis at 9.60%.

21.2 Refer note no. 41 for information on the carrying amounts of financial and non-financial assets pledged as security for the non-current borrowings.

22 PROVISIONS

	Non-Current			Current		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for Employee Benefits						
Gratuity	27,366,000	25,883,000	–	–	–	13,185,545
Bonus	–	–	–	22,633,660	20,767,366	19,406,356
Leave	–	–	–	1,964,699	935,000	900,000
	27,366,000	**25,883,000**	–	**24,598,359**	**21,702,366**	**33,491,901**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

23 DEFERRED TAX LIABILITIES (NET)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Deferred Tax Liabilities				
Arising on account of :				
Property, Plant & Equipments & Intangible Assets		141,232,566	160,927,031	175,134,018
Other temporary differences		16,117,867	9,279,404	616,946
		157,350,433	**170,206,435**	**175,750,964**
Less: Deferred Tax Assets				
Arising on account of :				
Unused tax credit		1,800,000	1,800,000	1,800,000
Section 43B of Income-tax Act		9,233,418	10,135,356	905,101
Unabsorbed Depreciation/ Carried Forward Business Losses	23.1	8,405,083	6,448,687	–
		19,438,501	**18,384,043**	**2,705,101**
Deferred Tax Liabilities (Net)		**137,911,932**	**151,822,392**	**173,045,863**

23.1 The recognition of deferred tax asset on unabsorbed depreciation/business losses has been restricted to the extent of deferred tax liability on account of timing difference in respect of depreciation, the reversal of which is virtually certain.

23.2 Movement in deferred tax asset and deferred tax liabilities during the year ended 31st March, 2017 and 31st March, 2018.

	As at 1st April, 2016	Charge/(Credit) in Statement of Profit & Loss	Charge/(Credit) in Other Comprehensive Income	As at 31st March, 2017
Deferred Income Tax Liabilities/(Assets)				
Property, Plant & Equipments & Intangible Assets	175,134,018	(14,206,987)	–	160,927,031
Other temporary differences	616,946	8,662,458	–	9,279,404
Unused tax credit	(1,800,000)	–	–	(1,800,000)
Items u/s 43B of the Income Tax Act, 1961	(905,101)	(4,452,806)	(4,777,449)	(10,135,356)
Unabsorbed Depreciation/ Carried Forward Business Losses	–	(6,448,687)	–	(6,448,687)
Deferred Tax Liabilities/(Assets)	**173,045,863**	**(16,446,022)**	**(4,777,449)**	**151,822,392**

	As at 31st March, 2017	Charge/(Credit) in Statement of Profit & Loss	Charge/(Credit) in Other Comprehensive Income	As at 31st March, 2018
Deferred Income Tax Liabilities/(Assets)				
Property, Plant & Equipments & Intangible Assets	160,927,031	(19,694,465)	–	141,232,566
Other temporary differences	9,279,404	6,838,463	–	16,117,867
Unused tax credit	(1,800,000)	–	–	(1,800,000)
Items u/s 43B of the Income Tax Act, 1961	(10,135,356)	(2,167,362)	3,069,300	(9,233,418)
Unabsorbed Depreciation/ Carried Forward Business Losses	(6,448,687)	(1,956,396)	–	(8,405,083)
Deferred Tax Liabilities/(Assets)	**151,822,392**	**(16,979,760)**	**3,069,300**	**137,911,932**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

23.3 Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the Company has a legally enforceable right to sell off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax laibilities relate to income tax levied by the same taxation authority.

24 NON CURRENT TAX LIABILITY (NET)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for tax (Net of Advance Tax)		2,059,938	2,059,938	2,059,938
		2,059,938	**2,059,938**	**2,059,938**

25 CURRENT BORROWINGS

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured				
Loan from Banks				
Working Capital loans repayable on demand		11,242,702	123,307,431	147,654,160
Short Term Loan		170,000,000	170,000,000	70,000,000
Unsecured				
Loan from Banks				
Short Term Loan		192,050,000	152,499,244	108,200,000
		373,292,702	**445,806,675**	**325,854,160**

25.1 Details of Security Given for Loan

a. Working Capital Loan and Short Term Loan amounting to ₹ 17,27,01,424/- is secured by way of exclusive charge on the title deeds of Nilmoni Tea Estate and the Current Assets of the Karnataka Division, both present and future.

b. Working Capital Loan from a Bank of ₹ 85,41,278/- is secured by equitable mortgage of Jamirah Tea Estate and Pullikanam Tea Estate and also by way of hypothecation of current assets of Kerala Division.

25.2 Refer note no. 41 for information on the carrying amounts of financial and non-financial assets pledged as security for current borrowings.

26 TRADE PAYABLES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Payables for goods and services				
Total outstanding dues of creditors to micro enterprises and small enterprises		–	–	–
Total outstanding dues of creditor to other than micro enterprises and small enterprises		45,872,632	38,040,998	29,441,598
		45,872,632	**38,040,998**	**29,441,598**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

27 OTHER CURRENT FINANCIAL LIABILITIES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Current maturities of Non-Current debt		60,000,000	85,416,667	80,416,667
Employee Related Liability		13,750,875	20,116,158	16,503,004
Interest accrued but not due on Borrowings		7,631,818	3,363,799	1,673,151
Interest accrued and due on Borrowings		2,929,288	2,963,528	2,364,618
Unpaid and unclaimed dividends	21.1	2,061,121	2,104,826	2,063,877
Security deposit		467,241	345,863	471,664
Amount payable for Capital Goods		–	321,000	1,276,398
		86,840,343	**114,631,841**	**104,769,379**

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

28 OTHER CURRENT LIABILITIES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Statutory Dues Payable		15,296,072	16,453,806	14,584,562
Advances Received from Customers		1,997,373	4,445,127	1,991,402
		17,293,445	**20,898,933**	**16,575,964**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

29 REVENUE FROM OPERATIONS

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Sale of Finished Goods		985,287,940	860,950,722
		985,287,940	**860,950,722**
Other Operating Revenues			
Sale of Minor Produce / Timber		14,707,036	12,836,874
Incentives & Subsidies		–	4,580,400
Insurance and Other Claims (Net)		1,289,020	3,739,867
		15,996,056	**21,157,141**
		1,001,283,996	**882,107,863**

30 OTHER INCOME

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest Income at amortised cost			
On Bank Deposits		12,828	3,131,438
On Inter Corporate Deposits and Others		16,444,798	18,907,951
Other Non Operating Income			
Rent		47,904	80,822
Excess Liabilities and Unclaimed Balances written back		467,668	1,011,768
Proceed on Maturity of Keyman Insurance Policy		–	32,747,626
Miscellaneous Income		1,824,284	3,697,684
Changes in Fair value of Biological assets		(10,771,465)	(3,368,091)
Profit/(loss) on Sale of Non-Current Investment		47,358,970	–
		55,384,987	**56,209,198**

31 COST OF MATERIALS CONSUMED

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Purchase of Green Leaf		**199,848,945**	**237,516,294**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

32 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Inventories at the end of the year			
Tea		81,223,141	91,558,399
Rubber		29,025,830	75,816,221
Coffee		30,794,780	30,128,825
Minor Produce		2,253,044	1,648,459
		143,296,795	**199,151,904**
Inventories at the beginning of the year			
Tea		91,558,399	47,066,689
Rubber		75,816,221	22,463,065
Coffee		30,128,825	27,857,760
Minor Produce		1,648,459	1,851,490
		199,151,904	**99,239,004**
		55,855,109	**(99,912,900)**

33 EMPLOYEE BENEFITS EXPENSE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Salaries & Wages		436,625,811	425,142,450
Contribution to Provident Funds and Others		42,786,465	42,285,293
Contribution to Gratuity Fund		13,288,000	10,422,000
Contribution to Superannuation Fund		3,894,905	3,921,210
Staff Welfare Expenses		39,226,433	38,202,548
		535,821,614	519,973,501
Less: Amount Capitalised		16,430,181	17,865,214
		519,391,433	**502,108,287**

34 FINANCE COST

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest Expenses			
To Banks on Term Loans		30,066,230	33,851,753
To Banks On Working Capital Loans		45,522,816	40,547,660
Other Borrowing Costs			
Other Financial Charges		1,078,750	2,719,650
		76,667,796	77,119,063
Less: Amount Capitalised	34.1	1,315,287	1,439,287
		75,352,509	**75,679,776**

34.1 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 borrowings during the year, in this case 10.96% (31 March 2017 – 10.75%).

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

35 DEPRECIATION AND AMORTIZATION EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
On Property, Plant and Equipment		64,224,093	68,699,668
On Intangible Assets		136,999	136,999
		64,361,092	**68,836,667**

36 OTHER EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Manufacturing Expenses			
Stores, Spare Parts & Packing Materials Consumed		18,341,557	19,317,362
Power & Fuel		81,330,732	81,570,671
Cultivations		71,510,225	82,934,135
Repairs to Buildings		10,943,827	10,471,273
Repairs to Machinery		9,008,631	10,416,670
Repairs to Other Assets		406,761	504,364
Tea Cess		393,492	2,910,402
		191,935,225	208,124,877
Less: Amount Capitalised		7,572,341	8,900,544
		184,362,884	**199,224,333**
Selling and Administration Expenses			
Freight & Cartage		16,088,135	21,731,261
Commission , Brokerage & Discount		8,486,035	14,204,258
Rent		3,112,901	3,271,835
Rates & Taxes		6,266,332	7,173,207
Insurance		5,693,765	5,560,001
Vehicle Running & Maintenance Expense		13,449,048	13,306,687
Charity & Donation		106,340	42,500
Corporate Social Responsibility Expenses		90,300	62,800
Auditors' Remuneration -			
Statutory Auditors -			
Audit Fees		1,200,000	1,200,000
Issue of Certificates		1,000,000	1,040,000
Reimbursement of Expenses		21,880	28,872
Reimbursement of Service Tax		–	336,000
Cost Auditors' Remuneration -			
Audit Fees		150,000	150,000
Legal & Professional Fees		3,587,137	11,214,670
Advances written off		170,179	847,001
Provision for obsolescence on stores		–	2,495,927
Loss/(Profit) on Sale/discard of Property, Plant and Equipment		7,123,440	1,904,267

Notes to Financial Statements

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(Amount in ₹)

36 OTHER EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Loss on Sale of Non Current Investment		–	5,378,670
Provision for doubtful advances		–	2,618,356
Travelling Expenses		1,712,817	1,558,031
Director Sitting Fees		445,000	435,000
Other Miscellaneous Expenses		19,640,917	18,265,295
		88,344,227	**112,824,638**
		272,707,110	**312,048,971**

37 TAX EXPENSE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Deferred Tax		(16,979,761)	(16,446,022)
		(16,979,761)	**(16,446,022)**

37.1 Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in statement of Profit & Loss.

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Profit from before income tax expense		(134,641,707)	(157,960,034)
Income Tax rate*		34.61%	34.61%
Estimated Income Tax Expense		(46,596,802)	(54,666,809)
Tax effect of adjustments to reconcile expected Income tax expense to reported Income tax expense			
Exempt Income		(8,231,041)	(2,594,859)
Non Deductible expenses under Income tax Act		49,652	52,886
Adjustments due to change in tax rates		24,075,395	–
Unrecognised tax credit on losses		(37,276,018)	(32,007,928)
Others		(8,235,030)	(3,670,886)
		(29,617,042)	(38,220,787)
Income tax expense in Statement of Profit & Loss		**(16,979,760)**	**(16,446,022)**

* Applicable Income Tax rate for Financial Year 2018 & 2017 is 34.608%. However, Company is required to pay tax u/s 115JB of Income Tax Act, 1961.

38 OTHER COMPREHENSIVE INCOME

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Items that will not be reclassified to profit or loss			
Remeasurement of the defined benefit plans		(11,805,000)	15,461,000
Less: Tax expense on the above		3,069,300	(4,777,449)
		(8,735,700)	**10,683,551**

Notes to Financial Statements

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(Amount in ₹)

39 EARNING PER SHARE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Nominal Value of Equity Share (₹)		10.00	10.00
Profit attributed to the Equity shareholders of the Company		(117,661,947)	(141,514,012)
Weighted average number of equity shares		4,142,201	4,142,201
Basis and diluted earning per share (₹)		(28.41)	(34.16)

There are no dilutive equity shares in the Company.

40 CONTINGENT LIABILITIES, CONTINGENT ASSETS & COMMITMENT TO THE EXTENT NOT PROVIDED FOR:

40.1 Contingent Liabilities

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
A	Claims/Disputes/Demands not acknowledged as debts -			
i.	Income Tax under appeal **[Note 1]**	33,855,215	19,847,195	15,599,345
ii.	Sales Tax under appeal (Total amount paid under protest)	–	1,783,041	1,783,041
iii.	Karnataka Agriculture Income Tax under Appeal (Advance paid ₹ 73,538/-)	2,844,818	2,765,240	4,669,274
iv.	Claims of Creditors & workers	2,227,395	1,940,429	829,945
v.	Seigniorage Charges (KERALA Forest Dept.)	17,702,033	17,702,033	17,702,033
vi.	Provident Fund Damages	5,179,844	5,689,919	4,500,608
vii.	Lease Rent **[Note 2]**	11,686,205	10,286,315	8,886,425
viii.	Other claims not acknowledged as debts	8,436,848	–	–

Note 1 ₹ 11,865,666/- (2017: ₹ 14,943,629/-, 2016: ₹ 9,239,139/-) paid under protest / adjusted for appeal.

Note 2 The Government of Kerala has increased the Lease Rent payable in respect of Chemoni and Pudukad Estates from ₹ 2/- per Acre to ₹ 1300/- per Hectare with effect from 25th November, 2009. The Company filed Writ Petition before the Hon'ble Court of Kerala challenging the increase and the case is subjudice. The Company has paid ₹ Nil (2017: ₹ 60,86,645/-, 2016: ₹ 60,86,645/-) on account of the increased Lease rental under protest.

In respect of above matters, future cash outflows in respect of contingent liabilities are determinable only on receipt of judgements pending at various forums/ authorities.

40.2 Commitments

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
i.	Estimated amount of contracts remaining to be executed on Capital Account (net of advances)	Nil	140,800	2,423,901

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

41 ASSETS PLEDGED AS SECURITY

The carrying amounts of assets pledged as security for current and non current borrowings are as follows :

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Current			
Financial assets	**102,034,345**	**71,810,384**	**241,070,737**
Trade Receivables	77,553,452	49,656,251	62,471,887
Cash and cash equivalents	12,196,934	9,963,725	139,117,080
Other Current Assets	12,283,959	12,190,408	39,481,770
Non-financial assets	**188,547,210**	**250,295,511**	**151,233,532**
Inventories	188,547,210	250,295,511	151,233,532
Total current assets pledged as security	**290,581,555**	**322,105,895**	**392,304,269**
Non-current			
Freehold land & Plantation	620,584,591	617,902,624	616,934,512
Freehold buildings	106,365,140	115,175,842	112,186,968
Furniture, fittings and equipment	52,510,361	46,037,123	52,479,656
Total non-currents assets pledged as security	**779,460,092**	**779,115,589**	**781,601,136**
Total assets pledged as security	**1,070,041,647**	**1,101,221,484**	**1,173,905,405**

42. DISCLOSURE AS REQUIRED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006, TO THE EXTENT ASCERTAINED, AND AS PER NOTIFICATION NUMBER GSR 679 (E) DATED 4TH SEPTEMBER, 2015.

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
i	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year.	–	–	–
ii	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	–	–	–
iii	The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	–	–	–
iv	The amount of interest accrued and remaining unpaid at the end of each accounting year	–	–	–
v	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	–	–	–

The above information has been determined to the extent such parties identified on the basis of information available with the Company.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

43. OPERATING LEASES (OTHER THAN LAND LEASES)

The Company has operating lease for an office permise which is a non-cancellable lease for a period of 5 years. With respect to non-cancellable operating lease, the future minimum lease payment at the balance sheet date is as under.

43.1 Future Minimum Lease Payments

At 31st March, the future minimum lease payments to be made under non-cancellable operating leases are as follows:

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Payables within one year	–	1,800,000	1,800,000
Payables later than one year but not later than five years	–	–	1,800,000
Payables later than five years	–	–	–

43.2 Amounts recognized in Profit or Loss

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Minimum lease payments	3,112,901	3,271,835
Total rental expense relating to operating leases	3,112,901	3,271,835

44. DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD - 19 'EMPLOYEE BENEFITS'

44.1 Defined Contribution Plan:

The Company makes contribution towards provident fund and superannuation fund to a defined contribution retirement plan for qualifying employees. The Provident fund plan is operated by statutory authorities. Under the said scheme the company is required to contribute a specific percentage of pay roll costs in respect of eligible employees to the retirement benefit scheme to fund the benefits.

The Company operates a superannuation scheme for certain employees and contributions by the Company under the scheme, is charged against revenue every year.

The amount recognized as an expense for the Defined Contribution Plans are as under:

Sl. No.	Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
a.	Provident Fund	37,581,208	37,886,361
b.	Superannuation Fund	3,894,905	3,921,210

44.2 Defined Benefit Plan:

The following are the types of defined benefit plans

44.2.1 Gratuity Plan

The Company makes annual contribution of gratuity to gratuity funds duly constituted and administered by independent trustees and funded with Birla Sun Life Insurance Company Limited/ independent trust for the qualifying employees. The scheme provides for a lump sum payment to vested employees upon retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of 5 years of continuous service.

The present value of defined obligation and related current cost are measured using the projected unit credit method with actuarial valuation being carried out at each balance sheet date.

Notes to Financial Statements
as at and for the year ended 31st March, 2018

44.2.2 Leave

The employees of the Company are also eligible for encashment of leave upon retirement up to 30 days for each year (maximum 120 days). The benefit obligation related to leave liability are funded with Life Insurance Corporation of India.

44.2.3 Risk Exposure

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

Interest rate risk	The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation with tend to increase.
Salary Inflation risk	Higher than expected increases in salary will increase the defined benefit obligation.
Demographic risk	This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compare to long service employee.

44.2.4 Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Net defined benefit asset/(liability) at the beginning of the year	(258.83)	(131.86)
Service Cost	(114.51)	(98.95)
Net interest on net defined benefit (liability)/asset	(18.37)	(5.27)
Amount recognised in OCI	118.05	(154.61)
Employer contributions	–	131.86
Net defined benefit asset/(liability) at the end of the year	(273.66)	(258.83)

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

44.2.5 Reconciliation of Defined Benefit Obligations

The following table shows a reconciliation to defined benefits obligations:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Defined Benefit Obligation at the beginning of the year	1,854.38	1,613.81
Current Service Cost	114.51	98.95
Interest Cost on the defined benefit obligation	126.17	122.21
Curtailment (Credit)/ Cost	–	–
Settlement (Credit)/ Cost	–	–
Past Service cost- plan amendments	–	–
Acquisitions (Credit)/ Cost	–	–
Actuarial (gain)/loss-experience	(36.02)	64.59
Actuarial (gain)/ loss -demographic assumptions	–	–
Actuarial (gain)/loss-financial assumptions	(74.12)	127.11
Benefits paid directly by the Company	–	–
Benefits paid from plan assets	(154.61)	(172.29)
Defined Benefit Obligation at the end of the year	1,830.31	1,854.38

44.2.6 Reconciliation of the Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Fair Value of Plan Assets at the beginning of the year	1,595.55	1,481.95
Interest Income on Plan Assets	107.80	116.94
Return on plan assets greater/ (lesser) than discount rate	7.91	37.09
Employer Contributions	–	131.86
Benefits Paid	(154.61)	(172.29)
Fair Value of Plan Assets at the end of the year	1,556.65	1,595.55

44.2.7 Expenses recognized in profit or loss (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Current Service Cost	114.51	98.95
Interest Cost	126.17	122.21
Interest Income on Plan Assets	107.80	116.94

Notes to Financial Statements

as at and for the year ended 31st March, 2018

44.2.8 Remeasuremets recognzied in other comprehensive income (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Actuarial (gain)/ Loss on defined benefit obligation	(110.14)	191.70
Return on plan assets greater/ (lesser) than discount rate	(7.91)	(37.09)

44.2.9 Major Categories of Plan Assets

The Gratuity Scheme is invested in a Group Unit Linked Gratuity Plan managed by Birla Sun Life Insurance Company Limited and the Independent Administered Gratuity Fund. The information on the allocations of fund managed by Birla Sun Life Insurance Company Limited into major assets classes and expected return on each major classes are not readily available. In case of company's administered trust, 100% allocation of fund has been made towards government securities. The expected rate of return on plan assets is based on the assumed rate of return provided by Company's actuary.

44.2.10 Actuarial Assumptions (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Financial Assumptions		
Discount Rate	7.60	7.10
Salary Escalation Rate- Management	8.00	8.00
Salary Escalation Rate- Non- Management	6.00	6.00
Demographic Assumptions		
Mortality Rate	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Withdrawal Rate	Age from 20-40 : 2.00% Age from 40-60 : 1.00%	Age from 20-40 : 2.00% Age from 40-60 : 1.00%

44.2.11 The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

44.2.12 At 31st March 2018, the weighted average duration of the defined benefit obligation was 9 years (previous year 8). The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows: (₹ in lacs)

Expected benefits payment for the year ending on	Gratuity
31st March 2019	247.61
31st March 2020	123.14
31st March 2021	141.75
31st March 2022	139.29
31st March 2023	168.57
31st March 2024 to 31st March 2028	1,173.88

44.2.13 The Company expects to contribute ₹ Nil (previous year ₹ Nil) to its gratuity fund in 2018-19

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44.2.14 Sensitivity Analysis

The sensitivity analyses below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occuring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below: (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Effect on DBO due to 1% increase in Discount Rate	(133.00)	(140.24)
Effect on DBO due to 1% decrease in Discount Rate	154.00	162.63
Effect on DBO due to 1% increase in Salary Escalation Rate	154.00	162.44
Effect on DBO due to 1% decrease in Salary Escalation Rate	(136.00)	(142.59)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

45 IN ACCORDANCE WITH THE GUIDANCE NOTE ON ACCOUNTING FOR EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES, THE REQUISITE DISCLOSURE AS FOLLOWS:

(₹ in lacs)

45.1

Particulars	Gratuity	
	2017-18	2016-17
Gross Amount Required to be spent by the company during the year	–	5.27
Provision made in relation to CSR expenditure	–	–

(₹ in lacs)

45.2

Particulars	2017-18		2016-17	
	In Cash	Yet to be paid in cash	In Cash	Yet to be paid in cash
Amount spent during the year on :				
Construction/ Acquisition of any asset	–	–	–	–
On purpose other than above	0.90	–	0.62	–
Unspent Amount	–	–	4.65	–

46 RELATED PARTY DISCLOSURES

46.1 Name of the related parties and description of relationship

A Subsidiaries of the Company

- Cowcoody Builders Private Limited (CBPL)
- Pranav Infradev Company Private Limited (PICPL)
- Keshava Plantations Private Limited (KPPL)(w.e.f. 05.04.2016)
- Gloster Real Estate Private Limited. (GREPL) (Subsidiary upto 19.01.2017)

B Associate of the Company

- The Cochin Malabar Estates & Industries Limited (TCMEIL)

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(Amount in ₹)

C Key Management Personnel

- Hemant Bangur- Chairman
- Pushpa Devi Bangur- Non Executive Director
- Manoj Kumar Daga-Independent Director
- Mihir Mohan Pyne-Independent Director
- Jay Kumar Surana-Independent Director
- K. C. Mohta - Executive Director & C.E.O (till 30th April,2018)
- Babulal Dhanuka - Chief Financial Officer (upto 31.03.2018)
- Sharad Bagree - Company Secretary
- Sayansiddha Das - Chief Financial Officer (w.e.f 23.03.2018)

D Entities over which Key Management Personnels are able to exercise control/joint control

- Credwyn Holdings (I) Private Limited (CHPL)
- Kettlewell Bullen & Company Limited (KBCL)
- The Oriental Company Limited (TOCL)
- Madhav Trading Corporation Limited (MTCL)
- Wind Power Vinimay Private Limited (WPVPL)
- Gopal Das Bangur (HUF)
- PDGD Investment & Trading Private Limited
- Mugneeram Bangur & Company LLP (MB)
- The Cambay Investment Corporation Limited (TCICL)

E Post Employement Benefit Plan

- Bangur Superannuation Fund
- Joonktollee Tea & Industries Limited Gratuity Fund

46.2 Summary of transactions with the related parties

Particulats	Subsidiaries of the Company	Associate of the Company	Entities over which Key Management Personnels are able to exercise control/ joint control	Key Management Personnel	Post Employement Benefit Plan
Loan/ Advances Given	22,346,196	3,500,000	7,500,000	–	–
Previous Year	45,124,185	7,500,000	–	–	–
Loan/ Advances Refunded	29,051,343	3,500,000	7,500,000	–	–
Previous Year	28,246,716	7,500,000	–	–	–
Loan Received	–	–	35,000,000	–	–
Previous Year	–	–	–	–	–
Loan Repaid	–	–	35,000,000	–	–
Previous Year	–	–	–	–	–
Interest Income/ (Paid)	1,316,730	185,261	(581,918)	–	–
Previous Year	3,116,566	24,658	–		
Rent Paid	–	–	1,867,500	–	–
Previous Year	–	–	2,067,750	–	–

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(Amount in ₹)

Particulats	Subsidiaries of the Company	Associate of the Company	Entities over which Key Management Personnels are able to exercise control/ joint control	Key Management Personnel	Post Employement Benefit Plan
Purchase of Goods	3,794,492	–	–	–	–
Previous Year	–	–	–	–	–
Dividend Paid	–	–	2,256,091	744,657	–
Previous Year	–	–	1,336,063	1,379,251	–
Sale of Investment	–	–	48,649,500	43,528,500	–
Previous Year			38,760,330	–	
Sitting Fees	–	–	–	445,000	–
Previous Year	–	–	–	435,000	–
Remuneration	–	–	–	11,108,542	–
Previous Year	–	–	–	10,779,099	–
Contribution towards post employement benefit plan	–	–	–	–	3,911,206
Previous Year	–	–	–	–	4,821,210

46.3 Summary of Closing Balance Outstanding with the related parties

Particulats	Subsidiaries of the Company	Associate of the Company	Entities over which Key Management Personnels are able to exercise control/ joint control	Key Management Personnel	Post Employement Benefit Plan
Loan/ Advances Receivable					
2018	20,000,000	–	7,500,000	–	–
2017	26,705,147	–	7,500,000	–	–
2016	–	–	7,500,000	–	–

46.4 Key Management Personnel compensation

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Short-term employee benefits	11,108,547	10,779,099
*Post-employment benefits	1,730,769	–
*Long-term employee benefits	1,200,000	–
Sitting Fees	445,000	435,000
Total compensation	**14,484,316**	**11,214,099**

* Post-employment benefits and other long-term benefits is being disclosed based on actual payment made on retirement/ resignation of services, but does not includes provision made on actuarial basis as the same is available for all the employees together.

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(Amount in ₹)

46.5 Major terms and conditions of transactions with related parties

Transactions with related parties are carried out in the normal course of business and are made on terms equivalent to those that prevail in arm's length transactions.

Loans to related parties which are generally for a period of one to three years. Interest rates range from 11% to 12%. All loans to related parties are unsecured.

47 SEGMENT REPORTING

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Based on the management approach as defined in Ind AS 108, the Chief Operating Decision Maker evaluates the Company's performance based on only three segment i.e. Tea, Coffee and Rubber which have been identified taking into account the organizational structure as well as the differing risks and returns of these segments. The segment wise revenue, assets and liabilities relate to the respective amounts directly identifiable with each other of the segments. There is no inter-segment revenue. The company does not have any secondary/geographical segments.

Particulars	2017-18	2016-17
Segment Revenue		
Tea	786,467,220	752,239,188
Coffee	43,488,720	50,091,587
Rubber	162,554,341	72,501,944
Others	8,773,715	7,275,144
Total	**1,001,283,996**	**882,107,863**
Segment Results		
Tea	(65,767,756)	(80,764,959)
Coffee	(11,684,672)	(3,301,388)
Rubber	(22,856,423)	(18,141,605)
Others	6,786,616	4,956,703
Total	**(93,522,235)**	**(97,251,249)**
Interest Expenses	75,353,506	75,679,776
Interest Income	16,457,626	22,039,660
Other Unallocated Income (net of Unallocated Expenses)	17,775,408	(7,068,669)
Total Profit before Tax	(134,642,707)	(157,960,034)
Less : Income Taxes	(16,979,760)	(16,446,022)
Total Profit/(Loss) after Tax	**(117,662,947)**	**(141,514,012)**

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(Amount in ₹)

Particulars	31-03-2018		31-03-2017		01-04-2016	
Segment Assets & Segment Liabilities	**Assets**	**Liabilities**	**Assets**	**Liabilities**	**Assets**	**Liabilities**
Tea	1,199,999,509	84,063,803	1,209,216,851	77,024,350	1,334,702,034	71,758,486
Coffee	377,987,806	2,802,443	382,115,542	3,558,346	387,198,037	2,688,890
Rubber	219,171,415	15,873,672	276,106,528	27,115,488	230,509,469	13,259,336
Others	2,253,044	–	1,648,459	–	1,851,490	–
Unallocable	667,369,056	179,202,731	891,799,279	181,924,617	801,028,688	191,261,264
Total	**2,466,780,830**	**281,942,649**	**2,760,886,659**	**289,622,801**	**2,755,289,718**	**278,967,976**
Capital Expenditure & Depreciation/ Amortisation	**Capital Expenditure**	**Depreciation/ Amortisation**	**Capital Expenditure**	**Depreciation/ Amortisation**	**Capital Expenditure**	**Depreciation/ Amortisation**
Tea	42,415,083	46,773,012	43,074,048	50,008,243	64,864,938	32,066,446
Coffee	4,906,980	4,794,268	11,899,912	4,721,573	1,624,240	2,395,284
Rubber	4,438,887	11,546,889	7,709,430	12,196,946	4,833,097	3,153,301
Unallocable	–	1,246,923	639,507	1,909,905	145,196	2,865,712
Total	**51,760,950**	**64,361,092**	**63,322,897**	**68,836,667**	**71,467,471**	**40,480,743**

No customer individually accounted for more than 10% of the revenues from external customers during the years.

48 TRANSITION TO IND AS

48.1 Basis for Preparation

For all period up to and including the year ended March 31, 2017, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended March 31, 2018 are the Company's first annual Ind AS financial statements and have been prepared in accordance with Ind AS.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements for the year ended 31 March 2017 and in the preparation of an opening Ind AS balance sheet at 1 April 2016 (the date of transition). This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

48.2 Exceptions and Exemptions Applied

Ind AS 101 "First-time adoption of Indian Accounting Standards" (hereinafter referred to as Ind AS 101) allows first time adopters certain exemptions from the retrospective application of certain IND AS, effective for April 1, 2016 opening balance sheet. In preparing these standalone financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

48.2.1 Optional Exemptions Availed

a Business Combinations

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date.

The Company has not applied Ind AS 103 to acquisitions of businesses under Ind AS, that occured before the transition date i.e., 1st April 2016. Accordingly, business combinations occurring prior to the transition date have not been restated.

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b Property Plant and Equipment, Intangible Assets and Investment Properties

As permitted by para D5-D8B of Ind AS 101, the Company has elected to measure items of property, plant and equipment at cost as per Ind AS except for Bearer Plants which are measured at Fair Value at the date of transition. Intangible assets has been measured at its carrying value at the transition date.

c Determining whether an arrangement contains a Lease

Para D9-D9AA of Ind AS 101 includes an optional exemption that permits an entity to apply the relevant requirements in Appendix C of Ind As 17 "Leases" for determining whether an arrangement existing at the date of transition contains a lease by considering the facts and circumstances existing at the date of transition (rather than at the inception of the arrangement). The Company has applied the above transition provision and has assessed all the arrangements at the date of transition.

d Designation of previously recognised financial instruments

Para D19B of Ind AS 101 permits an entity to designate particular investments in equity instruments as at fair value through other comprehensive income (FVOCI) based on facts and circumstances at the date of transition to Ind AS (rather at initial recognition). The Company has opted to avail this exemption to designate its investments in equity insturments (other than investment in subsidiaries and associates) as FVOCI on the date of transition.

48.2.2 Mandatory Exceptions

a Estimates

"As per para 14 of Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies. As per para 16 of the standard, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition or at the end of the comparative period.

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statement that were not required under the previous GAAP are listed below:"

-Fair Valuation of financial instruments carried at FVTPL and/ or FVOCI.

-Impairment of financial assets based on the expected credit loss model.

-Determination of the discounted value for financial instruments carried at amortized cost.

-Measurement of biological assets at fair value less cost to sell.

-Measurement of agricultural produce at fair value less cost to sell.

-Measurement of Inventory comprising agricultural produce.

b De-recognition of financial assets and liabilities

As per para B2 of Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, "Financial Instruments", prospectively for transactions occurring on or after the date of transition to Ind AS. However, para B3 gives an option to the entity to apply the derecognition requirements from a date of its choice if the information required to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the initially accounting for those transctions. The company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

c Classification and measurement of financial assets

"Para B8 - B8C of Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measuremnt of financial assets accounted at

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amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable. Accordingly, the company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively."

48.3 Impact of Transition to Ind AS

The following is a summary of the effects of the differences between Ind AS and Indian GAAP on the Company's total equity shareholders' funds and profit and loss for the financial periods previously reported under Indian GAAP following the date of transition to Ind AS.

48.3.1 Reconciliation of equity as at date of transition (1st April 2016)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	b	799,369,006	378,450,753	1,177,819,759
Capital Work-In-Progress		5,394,451	–	5,394,451
Intangible Assets		507,392	–	507,392
Biological Asset other than Bearer Plants	d	–	344,762,000	344,762,000
Investment in Subsidiaries & Associate		445,054,029	–	445,054,029
Financial Assets				
Investments		3,860,675	–	3,860,675
Loans	a	17,928,548	(1,126,992)	16,801,556
Other Financial Assets		27,500,000	–	27,500,000
Non-Current Tax Assets		32,468,401	–	32,468,401
Other Non-Current Assets	a	26,906,214	512,087	27,418,301
Total Non Current Asset		**1,358,988,716**	**722,597,848**	**2,081,586,564**
CURRENT ASSETS				
Inventories	c	139,744,191	1,161,279	140,905,470
Biological Asset other than Bearer Plants	d	–	10,328,062	10,328,062
Financial Assets				
Trade Receivables		62,471,887	–	62,471,887
Cash and Cash Equivalents		141,624,450	–	141,624,450
Bank balances other than above		155,751,715	–	155,751,715
Loans		115,837,434	–	115,837,434
Other Financial Assets		7,207,800	–	7,207,800
Other Current Assets	a	39,081,860	494,476	39,576,336
Total Current Assets		**661,719,337**	**11,983,817**	**673,703,154**
Total Assets		**2,020,708,053**	**734,581,665**	**2,755,289,718**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital		41,422,010	–	41,422,010
Other Equity	i	1,235,989,252	564,722,987	1,800,712,239
Equity attributable to the owners		**1,277,411,262**	**564,722,987**	**1,842,134,249**

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as at and for the year ended 31st March, 2018

(Amount in ₹)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		227,916,666	–	227,916,666
Provisions				
Deferred Tax Liabilities (Net)	f	(1,292,318)	174,338,181	173,045,863
Non-Current Tax Liabilities		2,059,938	–	2,059,938
Non Current Liability		**228,684,286**	**174,338,181**	**403,022,467**
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		325,854,160	–	325,854,160
Trade Payables		29,441,598	–	29,441,598
Other Financial Liabilities		104,769,379	–	104,769,379
Provisions	e	37,971,404	(4,479,503)	33,491,901
Other Current Liabilities		16,575,964	–	16,575,964
Current Liability		**514,612,505**	**(4,479,503)**	**510,133,002**
Total Equity and Liabilities		**2,020,708,053**	**734,581,665**	**2,755,289,718**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

48.3.2 Reconciliation of equity as at date of transition (31st March 2017)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	b	744,090,586	396,755,664	1,140,846,250
Capital Work-In-Progress		31,244,875	–	31,244,875
Intangible Assets		370,393	–	370,393
Biological Asset other than Bearer Plants	d	–	340,834,000	340,834,000
Investment in Subsidiaries & Associate		618,927,078	–	618,927,078
Financial Assets				
Investments		3,859,645	–	3,859,645
Loans	a	18,747,700	(596,264)	18,151,436
Other Financial Assets		–	–	–
Non-Current Tax Assets		35,024,551	–	35,024,551
Other Non-Current Assets	a	26,482,619	17,611	26,500,230
Total Non Current Asset		**1,478,747,447**	**737,011,011**	**2,215,758,458**

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(Amount in ₹)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
CURRENT ASSETS				
Inventories	c	237,785,747	1,621,793	239,407,540
Biological Asset other than Bearer Plants	d	–	10,887,971	10,887,971
Financial Assets				
Trade Receivables		49,656,251	–	49,656,251
Cash and Cash Equivalents		86,124,356	–	86,124,356
Bank balances other than above		2,289,734	–	2,289,734
Loans		131,677,516	–	131,677,516
Other Financial Assets		8,193,451	–	8,193,451
Other Current Assets	a	16,396,906	494,476	16,891,382
Total Current Assets		**532,123,961**	**13,004,240**	**545,128,201**
Total Assets		**2,010,871,408**	**750,015,251**	**2,760,886,659**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital		41,422,010	–	41,422,010
Other Equity	i	1,056,300,666	587,734,507	1,644,035,173
Equity attributable to the owners		**1,097,722,676**	**587,734,507**	**1,685,457,183**
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		254,583,333	–	254,583,333
Provisions		25,883,000	–	25,883,000
Deferred Tax Liabilities (Net)	f	(10,458,352)	162,280,744	151,822,392
Non-Current Tax Liabilities		2,059,938	–	2,059,938
Non Current Liability		**272,067,919**	**162,280,744**	**434,348,663**
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		445,806,675	–	445,806,675
Trade Payables		38,040,998	–	38,040,998
Other Financial Liabilities		114,631,841	–	114,631,841
Provisions		21,702,366	–	21,702,366
Other Current Liabilities		20,898,933	–	20,898,933
Current Liability		**641,080,813**	**–**	**641,080,813**
Total Equity and Liabilities		**2,010,871,408**	**750,015,251**	**2,760,886,659**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

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(Amount in ₹)

48.3.3 Reconciliation of total comprehensive income for the year ended 31 March 2017

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
INCOME				
Revenue from Operations		882,107,863	–	882,107,863
Other Income	d	59,046,560	(2,837,362)	56,209,198
Total Income (A)		**941,154,423**	**(2,837,362)**	**938,317,061**
EXPENSES				
Cost of Materials Consumed		237,516,294	–	237,516,294
Purchases of Stock -in- Trade		–	–	—
Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	c	(99,452,386)	(460,514)	(99,912,900)
Employee Benefits Expense	g	517,569,287	(15,461,000)	502,108,287
Finance Costs		75,679,776	–	75,679,776
Depreciation and Amortisation Expense	b	46,755,559	22,081,108	68,836,667
Other Expenses	h	311,554,494	494,477	312,048,971
Total Expenses (B)		**1,089,623,024**	**6,654,071**	**1,096,277,095**
Profit/(Loss) before Tax		**(148,468,601)**	**(9,491,433)**	**(157,960,034)**
Tax Expense:				
Deferred Tax	f	(9,166,034)	(7,279,988)	(16,446,022)
Profit/(Loss) for the year		**(139,302,567)**	**(2,211,455)**	**(141,514,012)**
Other Comprehensive Income				
Items that will not be reclassified to profit or loss				
Remeasurement of defined benefit plan	g	–	(15,461,000)	(15,461,000)
Income tax relating to these items	f	–	4,777,449	4,777,449
Other Comprehensive Income for the Year (Net of Tax)		–	**(10,683,551)**	**(10,683,551)**
Total Comprehensive Income for the period		**(139,302,567)**	**(12,894,996)**	**(152,197,563)**

48.3.4 Reconciliation of Total Equity

Particulars	Refer Note No.	As on 31st March, 2017	As on 1st April, 2016
Total Equity as per previous GAAP		**1,097,722,676**	**1,277,411,262**
Add/ (less): Adjustments for GAAP difference			
Effect of fair valuation of Financial Assets	a	(84,176)	(120,429)
Effect of fair valuation of Bearer Plant	b	356,369,645	378,450,753
Effect of measuring Inventory of Finished goods as per Ind AS	c	1,621,793	1,161,279
Effect of recognition of Biological Asset	d	351,721,971	355,090,062
Effect of recognition of Agriculture Produce	d	–	–
Effect of proposed dividend	e	–	4,479,503
Effect of others		40,386,018	–
Tax adjustment on Ind AS adjustment	f	(162,280,744)	(174,338,181)
Total Equity as per Ind AS		**1,685,457,183**	**1,842,134,249**

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(Amount in ₹)

48.3.5 Reconciliation of total comprehensive income for the year ended 31 March 2017

Particulars	Refer Note No.	2016-17
Total Profit as per previous GAAP		**(139,302,567)**
Add/ (less): Adjustments for GAAP difference		
Effect of fair valuation of Financial Assets	a	36,252
Effect of fair valuation of Bearer Plant	b	(22,081,108)
Effect of measuring Inventory of Finished goods as per Ind AS	c	460,514
Effect of recognition of Biological Asset	d	(3,368,091)
Effect of recognition of Agriculture Produce	d	–
Tax adjustment on Ind AS adjustment	f	12,057,437
Total Comprehensive Income as per Ind AS		**(152,197,563)**

48.3.6 Impact of Ind AS adoption on the consolidated statements of cash flows for the year ended 31 March 2017

Particulars	Notes	Previous GAAP	Adjustments	Ind AS
Net cash flow from Operating Activities	a	(73,049,495)	–	(73,049,495)
Net cash flow from Investing Activities	a	(56,200,060)	–	(56,200,060)
Net cash flow from Financing Activities		73,749,461	–	73,749,461
Net increase/(decrease) in cash and cash equivalents		**(55,500,094)**	**–**	**(55,500,094)**
Cash and cash equivalents as at 1 April 2016		141,624,450	–	141,624,450
Cash and cash equivalents as at 31 March 2017		86,124,356	–	86,124,356

48.3.7 Notes to First Time Adoption

a Fair valuation of Financial Assets

Under previous GAAP, the interest free security deposit were carried at cost. Under Ind AS the same are measured at fair value on initial recognistion and subsequently measured at amortised cost.

b Property Plant & Equipment

The Company have considered fair valuation for Bearer Plant & Land, other items of Property, Plant and Equipment are carried at existing carrying cost in accordance with stipulations of Ind AS 101 with the resultant impact being accounted for in the retained earnings. In the subsequent years, the same has resulted in additonal depreciation charge in the Statement of Profit & Loss.

c Inventory

Raw Materials : Under previous GAAP, no valuation was done for period end harvested tea-leaf. Under Ind AS, harvested leaf is measured at its fair value less cost to sell and is classified as Raw Materials.

Finished Goods : Under previous GAAP, tea stock has been valued at the lower of cost and net realizable value. Cost of inventories comprise all costs of purchase/production of green leaf, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Under Ind AS, cost of inventories comprise cost of purchase of green leaf, fair value of green leaf at the time of harvest less cost to sell, conversion cost and other costs incurred in bringing the inventories to their present location and condition.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

d Biological Assets

Under previous GAAP, biological assets i.e. unplucked leaf on tea bushes, timber plantation, latex, cherries and other minor produce has neither been valued nor recognised in the accounts. Under Ind AS, unplucked leaf on tea bushes, timber plantation, latex, cherries and other minor produce has been measured at its fair value less cost to sell.

e Proposed Dividend

Under Indian GAAP, proposed dividends are recognized as liability in the period to which they relate irrespective of the approval by shareholders. Under Ind AS, a proposed dividend is recognised as a liability in the period in which it is declared by the entity (on approval of Shareholders in a general meeting) or paid.

In the case of the entity, the declaration of dividend occurs after period end. Therefore, the liability for the year ended 31 March 2016 recorded for dividend has been derecognised against retained earnings on 1 April 2016.

f Deferred Tax

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to different temporary differences. According to the accounting policies, the company has to account for such differences. Deferred tax adjustments are recognized in correlation to the underlying transaction either in retained earnings or a separate component of equity.

g Remeasurements of post-employment benefit obligations

Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss.

h Reclassification between Previous GAAP and Ind AS

Trade discounts, rebates to customers (both primary and secondary) has been reclassifed from other expenses to revenue.

i Retained Earnings

Retained earnings as at April 1, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

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as at and for the year ended 31st March, 2018

(Amount in ₹)

49 FAIR VALUE MEASUREMENT

Categories of Financial Assets & Financial Liabilities as at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Investment						
- Equity Instruments	–	3,859,645	–	–	3,859,645	–
Trade Receivables	–	–	77,553,452	–	–	49,656,251
Cash and Cash Equivalents	–	–	28,088,514	–	–	86,124,356
Bank Balance other than above	–	–	2,258,857	–	–	2,289,734
Loans to Employees	–	–	6,117,459	–	–	6,690,869
Loans to Related Parties	–	–	20,000,000	–	–	26,705,147
Loans to Companies/ Firm	–	–	–	–	–	100,000,000
Security Deposits	–	–	18,413,197	–	–	16,432,936
Other Financial Assets	–	–	4,181,673	–	–	8,193,451
Total Financial Assets	**–**	**3,859,645**	**156,613,152**	**–**	**3,859,645**	**296,092,744**
Financial Liabilities						
Borrowings	–	–	553,292,702	–	–	700,390,008
Trade Payables	–	–	45,872,632	–	–	38,040,998
Other Financial Liabilities	–	–	86,840,343	–	–	114,631,841
Total Financial Liabilities	**–**	**–**	**686,005,677**	**–**	**–**	**853,062,847**

As at 1st April 2016

Particulars	FVTPL	FVOCI	Amortized Cost
Financial Assets			
Investment			
- Equity Instruments	–	3,860,675	–
Trade Receivables	–	–	62,471,887
Cash and Cash Equivalents	–	–	141,624,450
Bank Balance other than above	–	–	155,751,715
Loans to Employees	–	–	9,891,164
Loans to Related Parties	–	–	–
Loans to Companies/ Firm	–	–	107,022,770
Security Deposits	–	–	15,725,056
Other Financial Assets	–	–	34,707,800
Total Financial Assets	**–**	**3,860,675**	**527,194,842**
Financial Liabilities			
Borrowings	–	–	553,770,826
Trade Payables	–	–	29,441,598
Other Financial Liabilities	–	–	104,769,379
Total Financial Liabilities	**–**	**–**	**687,981,803**

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(Amount in ₹)

50 FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES MEASURED AT AMORTISED COST

50.1 The following is the comparison by class of the carrying amounts and fair value of the Company's financial instruments that are measured at amortized cost:

Particulars	31st March 2018		31st March 2017		1st April 2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets						
Trade Receivables	77,553,452	77,553,452	49,656,251	49,656,251	62,471,887	62,471,887
Cash and Cash Equivalents	28,088,514	28,088,514	86,124,356	86,124,356	141,624,450	141,624,450
Bank Balance other than above	2,258,857	2,258,857	2,289,734	2,289,734	155,751,715	155,751,715
Loans to Employees	6,117,459	6,117,459	6,690,869	6,690,869	9,891,164	9,891,164
Loans to Related Parties	20,000,000	20,000,000	26,705,147	26,705,147	–	–
Loans to Companies/ Firm	–	–	100,000,000	100,000,000	107,022,770	107,022,770
Security Deposits	18,413,197	18,413,197	16,432,936	16,432,936	15,725,056	15,725,056
Other Financial Assets	4,181,673	4,181,673	8,193,451	8,193,451	34,707,800	34,707,800
Total Financial Assets	**22,594,870**	**22,594,870**	**296,092,744**	**296,092,744**	**527,194,842**	**527,194,842**
Financial Liabilities						
Borrowings	553,292,702	553,292,702	700,390,008	700,390,008	553,770,826	553,770,826
Trade Payables	45,872,632	45,872,632	38,040,998	38,040,998	29,441,598	29,441,598
Other Financial Liabilities	86,840,343	86,840,343	114,631,841	114,631,841	104,769,379	104,769,379
Total Financial Liabilities	**686,005,677**	**686,005,677**	**853,062,847**	**853,062,847**	**687,981,803**	**687,981,803**

50.2 The management assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, short term borrowings, and other financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments.

50.3 The management considers that the carrying amounts of Financial assets and Financial liabilities recognised at nominal cost/amortised cost in the Financial statements approximate their fair values.

50.4 Non current borrowings has been contracted at floating rates of interest, which are reset at short intervals. Fair value of floating interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost.

51 FAIR VALUE HIERARCHY

51.1 Financial Instrument

The following are the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels of fair value measurement as prescribed under the Ind AS 113 "Fair Value Measurement". An explanation of each level follows underneath the tables.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

Assets and Liabilities measured at Fair Value - recurring fair value measurements

As at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets						
Investment						
- Equity Instruments	–	–	3,859,645	–	–	3,859,645
Total Financial Assets	**–**	**–**	**3,859,645**	**–**	**–**	**3,859,645**

As at 1st April 2016

Particulars	Level 1	Level 2	Level 3
Financial Assets			
Investment			
- Equity Instruments	–	–	3,860,675
Total Financial Assets	**–**	**–**	**3,860,675**

In absence of quoted price, the acquisition price has been assumed as fair value of the investment.

51.2 Biological assets other than bearer plants

This section explains the judgements and estimates made in determining the fair values of the biological assets other than bearer plants that are recognised and measured at fair value in the financial statements. The Company uses a Valuation technique that is appropriate in the circumstances and for which sufficient data are available to measure the fair value, maximising the use of relevant observable inputs.

Biological Assets measured at Fair Value less cost to sell

As at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Non Financial Assets						
Biological Assets other than Bearer Plant						
- Unharvested Tea Leaf & Other Minor Produce	–	11,280,024	–	–	10,887,971	–
- Timber	–	329,670,482	–	–	340,834,000	–
Total Non Financial Assets	**–**	**340,950,505**	**–**	**–**	**351,721,971**	**–**

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

As at 1st April 2016

Particulars	Level 1	Level 2	Level 3
Non Financial Assets			
Biological Assets other than Bearer Plant			
- Unharvested Tea Leaf & Other Minor Produce	–	10,328,062	–
- Timber Plantation	–	344,762,000	–
Total Non Financial Assets	**–**	**355,090,062**	**–**

51.2.1 Valuation Technique

Unharvested Tea Leaf: Fair value is being arrived at based on the observable market prices of made tea adjusted for manufacturing costs. The same is applied on quantity of the tea leaves unharvested using plucking averages of various estates.

Timber Plantation & Others : Fair value is being arrived at based on the observable market prices of timber.

51.3 During the year ended March 31, 2018 and March 31, 2017 there are no transfers between level 1, level 2 and level 3.

51.4 Explanation to the fair value hierarchy

The Company measures Financial instruments, such as, equity investments and non financial instruments, such as, unharvested tea leaf and timber plantation, at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The valuation of equity instruments are based on level 3 inputs and valuation of unharvested tea leaf and timber plantation are based on level 2 inputs as per the hierarchy mentioned in the Accounting Policies.

52 FINANCIAL RISK MANAGEMENT

Financial management of the Company has been receiving attention of the top management of the Company. The management considers finance as the lifeline of the business and therefore, financial management is carried out meticulously on the basis of detailed management information systems and reports at periodical intervals extending from daily reports to long-term plans. Importance is laid on liquidity and working capital management with a view to reduce over-dependence on borrowings and reduction in interest cost. Various kinds of financial risks and their mitigation plans are as follows:

52.1 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations leading to financial loss. The Company has an established credit policy and a credit review mechanism. Credit exposure is undertaken only with large reputed business houses and with no history of default against payments. The Company has used a practical expedience by computing the expected credit losses matrix which has taken into account historical credit loss experience based on which no expected credit loss risk has been estimated.

52.2 Liquidity Risk

The Company determines its liquidity requirement in the short, medium and long term. This is done by drawings up cash forecast for short term and long term needs.

The Company manage its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity monitoring future cash flow and liquidity on a regular basis. Surplus funds not immediately required are invested in and fixed deposit which provide flexibility to liquidate. Besides, it generally has certain undrawn credit facilities which can be assessed as and when required; such credit facilities are reviewed at regular basis.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

52.2.1 Maturity Analysis for financial liabilities

a. The following are the remaining contractual maturities of financial liabilities as at 31st March 2018

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	30,000,000	30,000,000	180,000,000	240,000,000
Working Capital loans repayable on demand	11,242,702	–	–	–	11,242,702
Short term loan	–	362,050,000	–	–	362,050,000
Trade payables	–	45,872,632	–	–	45,872,632
Other financial liabilities	2,528,362	24,311,981	–	–	26,840,343
Total	**13,771,064**	**462,234,613**	**30,000,000**	**180,000,000**	**686,005,677**

b. The following are the remaining contractual maturities of financial liabilities as at 31st March 2017

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	40,833,334	44,583,333	254,583,333	340,000,000
Working Capital loans repayable on demand	123,307,431	–	–	–	123,307,431
Short term loan	–	322,499,244	–	–	322,499,244
Trade payables	–	38,040,998	–	–	38,040,998
Other financial liabilities	2,450,689	26,764,485	–	–	29,215,174
Total	**125,758,120**	**428,138,061**	**44,583,333**	**254,583,333**	**853,062,847**

c. The following are the remaining contractual maturities of financial liabilities as at 1st April 2016

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	29,166,667	51,250,000	227,916,666	**308,333,333**
Working Capital loans repayable on demand	217,654,160	–	–	–	**217,654,160**
Short term loan	–	108,200,000	–	–	**108,200,000**
Trade payables	–	29,441,598	–	–	**29,441,598**
Other financial liabilities	2,535,541	21,817,171	–	–	**24,352,712**
Total	**220,189,701**	**188,625,436**	**51,250,000**	**227,916,666**	**687,981,803**

d. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements (if any). The interest payments on variable interest rate loans in the tables above reflect market forward interest rates at the respective reporting dates and these amounts may change as market interest rates change. Except for these financial liabilities, it is not expected that cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts. When the amount payable is not fixed, the amount disclosed has been determined with reference to conditions existing at the reporting date.

Notes to Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

52.3 Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company's business primarily agricultural in nature, exposes it to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of adverse weather conditions and lack of future markets. The Company closely monitors the changes in market conditions and select the sales strategies to mitigate its exposure to risk. Market risk comprises two type of risks: Interest Rate Risk and Commodity Risk.

52.3.1 Commodity Risk

Cultivation of tea being an agricultural activity, there are certain specific financial risks. These financial risks arise mainly due to adverse weather conditions, logistic problems inherent to remote areas, and fluctuation of selling price of finished goods viz. tea, coffee and rubber due to increase in supply/availability.

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

i) Sufficient inventory levels of chemicals, fertilisers and other inputs are maintained so that timely corrective action can be taken in case of adverse weather conditions.

ii) Slightly higher level of consumable stores viz. packing materials, coal and HSD are maintained in order to mitigate financial risk arising from logistics problems.

iii) Sufficient working-capital-facility is obtained from banks in such a way that cultivation, manufacture and sale of tea is not adversely affected even in times of adverse conditions.

52.3.2 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 rates. The company's exposure to the risk of changes in market interest rate relates primarily to company's borrowing with floating interest rates. The Company do not have any significant interest rate risk on its current borrowing due to their short tenure. The Company is also exposed to interest rate risk on surplus funds parked in loans. To manage such risks, such loans are granted for short durations with fixed interest rate in line with the expected business requirements for such funds.

a Exposure to interest rate risk

Particulars	31st March 2018	31st March 2017	1st April 2016
Non Current Borrowings at floating rate	240,000,000	340,000,000	308,333,333
	240,000,000	**340,000,000**	**308,333,333**

b Sensitivity Analysis

Profit or loss is sensitive to higher/ lower interest expense from borrowings as a result of changes in interest rates. This analysis assumes that all other variables, remain constant and ignores any impact of forecast sales and purchases.

Particulars	31st March 2018			31st March 2017		
	Sensitivity Analysis	Impact on		Sensitivity Analysis	Impact on	
		Profit before tax	Other Equity		Profit before tax	Other Equity
Interest Rate Increase by	0.50%	(1,200,000)	(829,200)	0.50%	(1,700,000)	(1,174,700)
Interest Rate Decrease by	0.50%	1,200,000	829,200	0.50%	1,700,000	1,174,700

Notes to Financial Statements

as at and for the year ended 31st March, 2018

53 CAPITAL MANAGEMENT

The Company objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic Investments. Sourcing of capital is done through judicious combination of equity/internal accruals and borrowings, both short term and long term. Net debt (total borrowings less cash and cash equivalents) to equity ratio is used to monitor capital.

Particulars	31st March 2018	31st March 2017	1st April 2016
Net Debt	613,292,702	785,806,675	630,326,818
Total Equity	1,571,545,479	1,685,457,183	1,842,134,249
Net Debt to Equity Ratio	0.39	0.47	0.34

54 Information pursuant to Regulation 34(3) of SEBI (Listing Obligation and disclosure requirements) Regulation 2015.

Loan to subsidiary/associate company are as under :

Particulars	Balance Outstanding			Maximum Outstanding		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 1st April 2016
Keshava Plantations Pvt. Ltd (Subsidiary)	20,000,000	26,705,147	–	24,509,967	48,449,352	–
The Cochin Malabar Estates and Industries Ltd. (Associate)	–	–	–	3,500,000	7,500,000	4,000,000

Note: The loan was given for the general business purpose of the subsidiary & associate.

55 The Company's entitlement of ₹ 17,560,442/- (2017: ₹ 17,560,442/-, 2016: ₹ 17,560,442/-) under section 80-IC of the Income Tax Act, 1961 in respect of income generated from facilities situated in North East states is pending before Hon'ble High Court since assessment year 2004-05 to 2013-14. The management of the Company does not foresee any additional liability of the income tax at this point.

56 Transfer of certain assets/liabilities from/to transferor companies/demerged units under the scheme of arrangement/ amalgamations carried out in earlier years are still in the process of completion.

57 The Board of Directors at its meeting held on 14th May, 2018 recommended final dividend of ₹ 0.50 per equity share of face value of ₹10/- each for the financial year ended 31st March,2018. The same amounts to ₹ 24.93 lacs (including dividend distribution tax of ₹ 4.22 lacs). The above is subject to approval at ensuing Annual General Meeting of the Company and hence not recognised as a liability.

58 Trade Receivables, Loans, Other Financial Assets and Other Assets include certain overdue and unconfirmed balances. However, in the opinion of the management, these current assets would, in the ordinary course of business, realize the value stated in the accounts.

59 Miscellaneous Expenditure includes revenue expenditure on research and development ₹ 6,53,280/- (2017: ₹ 5,67,940/-, 2016: ₹ 4,42,783/-) incurred towards subscription to Tea Research Association.

Notes to Financial Statements
as at and for the year ended 31st March, 2018

60 In view of approval dated 30th January, 2018 by the shareholders of the company through postal ballot, the company has disposed off 39.18% of its holding in subsidiary "Cowcoody Builders Pvt Ltd" to its promoters/promoter group companies. The remaining investment in the subsidiary has been disclosed & consolidated under the head " Non Current Asset held for Sale" in Standalone statement of Assets & Liabilities as on 31st March, 2018.

61 Previous GAAP figures have been reclassified/regrouped to confirm the presentation requirements under IND AS and the requirements laid down in Division-II of the Schedule-III of the Companies Act, 2013.

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May, 2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Consolidated Financial Section

Independent
auditors' report

To the Members of
JOONKTOLLEE TEA & INDUSTRIES LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of Joonktollee Tea & Industries Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group" or Company) and its associate, comprising of the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement, the consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its Associate in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associate and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) and (b) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS 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 other auditors on separate financial statements and on the other financial information of the subsidiaries and associate, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group and its associate as at March 31, 2018, their consolidated loss including other comprehensive income, their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of three subsidiaries whose Ind AS financial statements, together include total assets of ₹ 7074.36 lakhs and net assets of ₹ 1884.97 lakhs as at March 31, 2018, and total revenues of ₹ 674.79 lakhs and net cash inflows of ₹ 3.36 lakhs for the year ended on that date have been audited by other auditors, whose financial statements, other financial information and auditor's reports thereon have been furnished to us by the management. The consolidated Ind AS financial statements also include the Group's share of net profit of ₹ Nil lakhs for the year ended March 31, 2018, as considered in the consolidated

Independent
auditors' report

Ind AS financial statements, in respect of the associate whose Ind AS financial statements have been audited by other auditors and whose reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the affairs of aforesaid subsidiaries and associate, is based solely on the report of such other auditors.

(b) The comparative Ind AS financial information of the Group including its Associate for the year ended March 31, 2017 and the transition date opening balance sheet as at April 01, 2016 included in these consolidated Ind AS financial statements, are based on the previously issued consolidated financial statements prepared in accordance with accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014, audited by the predecessor auditor whose report for the year ended March 31, 2017 and March 31, 2016 dated 11 May, 2017 and 13 May, 2016 respectively expressed unmodified opinion on those consolidated financial statements, as adjusted for the differences in the accounting principles adopted by the Group on transition to the Ind AS. Such adjustments pursuant to adoption of Ind AS for the above subsidiaries / associate.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries and associate, as noted in the 'other matter' paragraph we report, to the extent applicable, 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 purpose of our audit of the aforesaid consolidated Ind AS financial statements;

(b) In our opinion proper books of accounts, as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as appears from our examination of those books and the report of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income) , the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31st , 2018, taken on record by the Board of Directors of the Holding Company and the report of the other statutory auditors of its subsidiary companies and associate companies incorporated in India , none of the directors of group companies and its associates incorporated in India is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies and associate company incorporated in India, refer to our separate report in "Annexure 1" to this report.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associate as noted in the 'Other matter' paragraph:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associate– Refer Note 40 to the consolidated Ind AS financial statements.

   ii. The Group and its associate did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2018.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and associate incorporated in India during the year ended March 31, 2018.

For **Jitendra K. Agarwal & Associates,**
Chartered Accountants
Firm's Registration No. 318086E

(Utsav Saraf)
Partner
Membership No. 306932

Place: Kolkata
Date: 14th May, 2018

Annexure - 1

to the independent auditors' report

"Annexure 1" to the Independent Auditor's Report of even date on the Consolidated Ind AS Financial Statements of Joonktollee Tea & Industries Limited

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

In conjunction with our audit of the consolidated Ind AS financial statements of Joonktollee Tea & Industries Limited as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of Joonktollee Tea & Industries Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Act.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Consolidated Ind AS Financial Statements

A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated Ind AS financial statements in accordance with generally accepted accounting principles, and

Annexure - A
to the independent auditors' report

that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these Consolidated Ind AS Financial Statements

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

Opinion

In our opinion, the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements and such internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements were operating effectively as at March 31,2018, based on the internal control over financial reporting criteria established by the Holding 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 report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company, insofar as it relates to three subsidiary companies and one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary and associate incorporated in India.

For **Jitendra K. Agarwal & Associates,**
Chartered Accountants
Firm's Registration No. 318086E

(Utsav Saraf)
Partner
Membership No. 306932

Place: Kolkata
Date: 14th May, 2018

Balance Sheet

as at 31st March, 2018

(Amount in ₹)

	Note No.	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
ASSETS							
1 NON-CURRENT ASSETS							
a Property, Plant and Equipment	5	1,544,791,185		1,734,274,669		1,514,698,838	
b Capital Work-In-Progress		56,193,021		31,614,713		5,394,451	
c Goodwill on Consolidation		70,698,281		70,698,281		41,255,446	
d Intangible Assets	6	832,794		1,169,593		507,392	
e Investment Property		–	1,672,515,281	–	1,837,757,256	45,141,616	1,606,997,743
f Biological Asset other than Bearer Plants	14	329,670,482		340,834,000		344,762,000	
g Investment accounted for using equity method	7	–		–		286,906	
h Financial Assets							
i. Investments	8	3,859,645		48,699,295		44,412,859	
ii. Loans	9	23,209,479		21,356,133		17,369,668	
iii. Other Financial Assets	10	–		–		27,500,000	
i Non-Current Tax Assets (Net)	11	37,437,906		40,498,392		36,450,533	
j Other Non-Current Assets	12	24,699,578	418,877,090	26,500,230	477,888,050	27,418,301	498,200,267
2 CURRENT ASSETS							
a Inventories	13	184,271,018		250,637,796		140,905,470	
b Biological Asset other than Bearer Plants	14	11,716,960		11,127,922		10,328,062	
c Financial Assets							
i. Trade Receivables	15	79,500,220		58,219,458		65,224,173	
ii. Cash and Cash Equivalents	16	28,402,270		87,650,342		142,527,242	
iii. Bank balances other than Note ii above	17	2,258,857		2,406,271		156,477,044	
iv. Loans	9	4,114,755		105,124,137		115,837,434	
v. Other Financial Assets	10	4,620,843		8,707,879		7,207,800	
d Other Current Assets	12	17,629,943		24,422,381		46,332,351	
e Non-Current Assets classified as held for sale	62	189,004,107	521,518,973	–	548,296,186	–	684,839,576
Total Assets			**2,612,911,344**		**2,863,941,492**		**2,790,037,586**
EQUITY AND LIABILITIES							
EQUITY							
a Equity Share Capital	18	41,422,010		41,422,010		41,422,010	
b Other Equity	19	1,527,457,050	1,568,879,060	1,666,852,221	1,708,274,231	1,823,850,026	1,865,272,036
c Non-controlling interest	20		74,051,809		–		–
			1,642,930,869		1,708,274,231		1,865,272,036
LIABILITIES							
1 NON-CURRENT LIABILITIES							
a Financial Liabilities							
i. Borrowings	21	180,000,000		254,583,333		227,916,666	
ii. Other financial liabilities		–		–		54,442	
b Provisions	22	37,502,957		36,157,957		–	
c Deferred Tax Liabilities (Net)	23	156,112,821		173,432,738		172,889,973	
d Non-Current Tax Liabilities (Net)	24	2,059,938	375,675,716	4,984,938	469,158,966	4,400,938	405,262,019
2 CURRENT LIABILITIES							
a **FINANCIAL LIABILITIES**							
i. Borrowings	25	409,642,365		475,680,373		329,304,160	
ii. Trade Payables	26						
Total outstanding dues of creditors to micro enterprises and small enterprises		–		–		–	
Total outstanding dues of creditor to other than micro enterprises and small enterprises		51,705,216		41,957,928		29,580,919	
iii. Other Financial Liabilities	27	88,178,387		115,941,792		104,805,379	
b Provisions	22	26,523,119		23,417,280		33,491,901	
c Other Current Liabilities	28	18,255,672	594,304,759	29,510,922	686,508,295	22,321,172	519,503,531
Total Equity and Liabilities			**2,612,911,344**		**2,863,941,492**		**2,790,037,586**

Basis of preparation and presentation of Consolidated Financial Statement	2
Significant Accounting Policies	3
Significant Judgements & Key Estimates	4

The Notes are an integral part of the Consolidated Financial Statements

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May,2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Statement of Profit & Loss
for the year ended 31st March, 2018

(Amount in ₹)

	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
INCOME			
Revenue from Operations	**29**	1,064,968,622	946,138,962
Other Income	**30**	50,235,753	65,324,477
Total Income		**1,115,204,375**	**1,011,463,439**
EXPENSES			
Cost of Materials Consumed	**31**	199,848,945	237,516,294
Purchases of Stock -in- Trade			
Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	**32**	59,016,472	(101,989,851)
Employee Benefits Expense	**33**	560,857,314	542,778,231
Finance Costs	**34**	80,977,723	79,105,066
Depreciation and Amortisation Expense	**35**	78,492,201	86,102,501
Other Expenses	**36**	298,939,115	336,213,436
Total Expenses		**1,278,131,770**	**1,179,725,677**
Profit / (Loss) before share of net profit / (loss) of associate and Tax		**(162,927,395)**	**(168,262,238)**
Add : Share of Loss in associate for the year		–	(286,906)
Profit / (Loss) before Tax		**(162,927,395)**	**(168,549,144)**
Tax Expense:	**37**		
Current Tax		1,333,792	1,430,000
Deferred Tax		(20,674,323)	(26,266,612)
Profit / (Loss) for the year		**(143,586,864)**	**(143,712,532)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss	**38**		
Remeasurement of the defined benefit plans		12,900,000	(12,932,000)
Income tax relating to these items		(3,354,000)	4,126,231
Other Comprehensive Income for the Year (Net of Tax)		**9,546,000**	**(8,805,769)**
Total Comprehensive Income for the period		**(134,040,864)**	**(152,518,301)**
Profit / (loss) for the period attributable to:			
Owners of the Company		(143,955,715)	(143,712,532)
Non-controlling interest		368,851	–
		(143,586,864)	**(143,712,532)**
Other comprehensive income for the period attributable to:			
Owners of the Company		9,546,000	(8,805,769)
Non-controlling interest		–	–
		9,546,000	**(8,805,769)**
Total comprehensive income for the period attributable to:			
Owners of the Company		(134,409,715)	(152,518,301)
Non-controlling interest		368,851	–
		(134,040,864)	**(152,518,301)**
Earnings Per Share of ₹ 10/- each			
Basic & Dilluted	**39**	(34.66)	(34.69)

Basis of preparation and presentation of Consolidated Financial Statement	2
Significant Accounting Policies	3
Significant Judgements & Key Estimates	4

The Notes are an integral part of the Consolidated Financial Statements

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May,2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Statement of Changes in Equity

for the year ended 31st March, 2018

(Amount in ₹)

a)	**Equity Share Capital**	
	Balance as at 1st April 2016	41,422,010
	Add/(Less): Changes in Equity Share Capital during the year	–
	Balance as at 31st March 2017	41,422,010
	Add/(Less): Changes in Equity Share Capital during the year	–
	Balance as at 31st March 2018	**41,422,010**

b) Other Equity

Particulars	Other Equity attributable to owner of the Company					Other Comprehensive Income	Total equity attributable to owners of the Company
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Remeasurement of defined benefit obligation through Other Comprehensive Income	
Balance as at 1st April, 2016	788,807,004	41,600	24,701,440	310,269,187	700,030,795	–	1,823,850,026
Profit/ (Loss) for the year	–	–	–	–	(143,712,532)	–	(143,712,532)
Other Comprehensive Income	–	–	–	–	–	(8,805,769)	(8,805,769)
Total Comprehensive Income for the year	–	–	–	–	**(143,712,532)**	**(8,805,769)**	**(152,518,301)**
Dividends Paid	–	–	–	–	(4,142,201)	–	(4,142,201)
Dividend Distribution Tax	–	–	–	–	(337,302)	–	(337,302)
Transfer of Remeasurement of defined benefit obligation	–	–	–	–	(8,805,769)	8,805,769	–
	–	–	–	–	**(13,285,272)**	**8,805,769**	**(4,479,503)**
Balance as at 31st March, 2017	788,807,004	41,600	24,701,440	310,269,187	543,032,990	–	1,666,852,221
Profit/ (Loss) for the year	–	–	–	–	(143,586,864)	–	(143,586,864)
Other Comprehensive Income	–	–	–	–	–	9,546,000	9,546,000
Share of Non controlling interest	–	–	–	–	(368,851)	–	(368,851)
Total Comprehensive Income for the year	–	–	–	–	**(143,955,715)**	**9,546,000**	**(134,409,715)**
Dividends Paid	–	–	–	–	(4,142,201)	–	(4,142,201)
Dividend Distribution Tax	–	–	–	–	(843,256)	–	(843,256)
Transfer of Remeasurement of defined benefit obligation	–	–	–	–	9,546,000	(9,546,000)	–
	–	–	–	–	4,560,543	**(9,546,000)**	**(4,985,457)**
Balance as at 31st March, 2018	**788,807,004**	**41,600**	**24,701,440**	**310,269,187**	**403,637,819**	–	**1,527,457,050**

The Notes are an integral part of the Consolidated Financial Statements

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May,2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Cash Flow Statement

for the year ended 31st March, 2018

(Amount in ₹)

	Particulars	2017-2018		2016-2017	
A)	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit Exceptional Items & before Tax		(162,927,395)		(168,549,144)
	Adjustments for :				
	Depreciation & Amortisation	78,492,201		86,102,501	
	Loss / (Profit) on Sale/discard of Fixed Assets (net)	8,371,573		1,904,267	
	Loss / (Profit) on Sale of Non Current Investment	(31,411,178)		(1,520,952)	
	Interest Income	(16,892,369)		(19,482,090)	
	Finance Cost	80,977,723		79,105,066	
	Fair Valuation for Biological Assets other than bearer plants	10,574,480		3,411,990	
	Remeasurement of post-employment defined benefit obligation	12,900,000		(12,932,000)	
	Provision for Obsolescence of Stores	–		2,495,927	
	Sundry Credit bal. no longer required written back	(814,086)		(1,239,470)	
	Loss of an Associate	–		286,906	
	Provision for doubtful debts for earlier years written back	(15,197)			
	Provision for doubtful debts/Advances and Advances written off(Net)	170,179	142,353,326	6,415,655	144,547,800
	Operating Profit before working capital changes		**(20,574,069)**		**(24,001,344)**
	Adjustments for :				
	(Increase)/Decrease in Trade Receivables	(26,485,542)		7,004,715	
	(Increase)/Decrease in Inventories	66,366,778		(106,250,467)	
	(Increase)/Decrease in Loans, Other Financial Assets & Other Assets	10,309,907		20,447,177	
	Increase/(Decrease) in Trade Payables & Other Liability	222,436		20,328,406	
	Increase/(Decrease) in Provisions	4,450,839	54,864,418	12,570,695	(45,899,474)
	Cash Generated from Operations		34,290,349		(69,900,818)
	Direct Taxes (Paid)		(2,858,305)		(3,758,599)
	Net Cash from operating activities		**31,432,044**		**(73,659,417)**
B)	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchase of Property,Plant and Equipment & Intangible Assets including CWIP / Capital Advances	(52,745,932)		(249,768,491)	
	Sale of Property,Plant and Equipment Assets	788,294		(1,585,475)	
	(Purchase)/ Sale of Liquid Investments (Net)	103,194,885		31,576,905	
	(Increase)/Decrease in Other Bank Balances	(28,005)		154,111,721	
	Loans to Corporates (Net)	88,931,837		–	
	Interest Received	17,759,529		19,731,287	
	Net cash used in Investing Activities		**157,900,608**		**(45,934,053)**
			189,332,652		**(119,593,470)**

Cash Flow Statement

for the year ended 31st March, 2018

(Amount in ₹)

	Particulars	2017-2018		2016-2017	
C)	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from Non Current Borrowings	–		92,613,998	
	Repayments of Non Current Borrowings	(100,000,000)		(68,333,334)	
	(Repayments)/Proceeds from Current Borrowings	(66,038,007)		116,959,587	
	Interest paid	(76,680,364)		(76,399,088)	
	Dividend and Corporate Dividend tax paid	(4,985,457)		(4,479,503)	
	Net Cash from/(used in) Financing Activities		**(247,703,828)**		**60,361,660**
	Net Change in Cash and Cash Equivalents		**(58,371,176)**		**(59,231,810)**
	Cash and Cash Equivalents - Opening Balance	87,650,342		146,882,152	
	Cash and Cash Equivalents - Closing Balance	29,279,166		87,650,342	

Notes :

1 Cash and cash equivalents consists of cash on Hand and balances with banks in current / Cash Credit accounts as per note 16

2 Previous year's figures have been regrouped/rearranged wherever necessary

3 Cash and cash equivalents consists of:

	Particulars	2017-2018	2016-2017
	Cash on hand	1,384,947	3,306,445
	Bank Balance	27,894,219	84,343,897
	Total	**29,279,166**	**87,650,342**

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May,2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

1. CORPORATE AND GENERAL INFORMATION

The Consolidated financial statements comprise financial statements of Joonktollee Tea & Industries Limited ('the Company'), its subsidiaries (collectively the "Group") and its Associate Company for the year ended 31st March, 2018. The Company was incorporated as a Limited Company in India under the Companies Act 1956 and has its listing on the BSE Limited and CSE Limited. The registered office of the Company is at 21, Strand Road, Kolkata - 700 001. The Group's principal business are Real Estate and manufacturing of Tea, Coffee and Rubber.

2. BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENT

2.1. Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements for all periods up to and including the year ended 31st March, 2017, were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India, which includes the accounting standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other provisions of the Act (collectively referred to as "Indian GAAP"). These financial statements for the year ended 31st March, 2018 are the first Ind AS Financial Statements with comparatives, prepared under Ind AS. The Group has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet at 1st April, 2016 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101 "First Time Adoption of Indian Accounting Standards".

An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Group is provided in Note No. 48. Certain of the Group's Ind-AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2016 and accordingly the adjustments were made to restate the opening balances as per Ind-AS. The resulting adjustment arising from events and transactions before the date of transition to Ind-AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind-AS 101. The consolidated financial statements of the Group for the year ended 31st March, 2018 has been approved by the Board of Directors in their meeting held on 14th May 2018.

2.2. Basis of Measurement

The Group maintains accounts on accrual basis following the historical cost convention, except for followings:

- Certain Financial Assets and Liabilities are measured at Fair value/ Amortised cost (refer accounting policy regarding financial instruments);
- Defined Benefit Plans – plan assets measured at fair value; and
- Biological Assets – At fair value less cost to sell

2.3. Functional and Presentation Currency

The Financial Statements are presented in Indian Rupee (INR), which is the functional currency of the Group and the currency of the primary economic environment in which the Group operates. All financial information presented in INR has been rounded off to the nearest rupees as per the requirements of Schedule III, unless otherwise stated.

2.4. Use of Estimates and Judgements

The preparation of financial statements in conformity with Ind AS requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

2.5. Presentation of Financial Statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

2.6. Operating Cycle for current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1.The Group has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

An asset is classified as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current. Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2.7. Measurement of Fair Values

Some of the accounting policies and disclosures of the company require Fair Value measurement for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the group considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

2.8. Recent Accounting Pronouncement

New Standards / Amendments to Existing Standard issued but not yet effective upto the date of issuance of the Group's Financial Statement are disclosed below:

On 28th March, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contracts with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Group from 1st April 2018.

a) Ind AS 115-Revenue from Contracts with Customers

Ind AS 115 supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Ind AS 115 requires an entity to report information regarding nature, amount, timing and uncertainty of revenue and cash flows arising from contract with customers. The principle of Ind AS 115 is that an entity should recognise revenue that demonstrates the transfer of promised goods and services to the customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services.

Based on preliminary assessment performed by the Group, the impact of the application of the standard is not expected to be material.

b) Amendment to Existing issued Ind AS

i. Ind AS 12 - Income Taxes

ii. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates

iii. Ind AS 28 - Investment in Associates and Joint Ventures

iv. Ind AS 112 - Disclosure of Interests in Other Entities

The impact of the above standards on the financial statements, as assessed by the Group, is not expected to be material.

3. ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

3.1. INVENTORIES

Raw materials (including purchased tea leaves), Stores & Spare parts, Finished Goods and Stock in trade are stated at the lower of cost and estimated net realisable value. Cost comprises of expenditure incurred in the normal course of business in bringing such inventories to their present location and condition and includes appropriate overheads (in case of Finished Goods). Cost is determined on weighted average basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold are at or above cost.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

Raw material in nature of harvested tea leaves, picked cherries, latex and other minor agricultural produce raised from own gardens are measured at fair value less cost of sale at point of harvest. The same cost is used for measuring cost for the purpose of valuation of finished goods.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

3.2. CASH AND CASH EQUIVALENTS

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents includes cash on hand, term deposits and other short-term highly liquid investments, net of bank overdrafts as they are considered an integral part of the Group's cash management. Bank overdrafts are shown within short term borrowings in the balance sheet.

3.3. INCOME TAX

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 as per taxation laws under Income tax act, 1961 and under respective state Agriculture Income tax act and adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Current and deferred tax is recognised in the statement of profit & 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.

3.3.1. Current Tax:

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

3.3.2. Deferred Tax

- Deferred Tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Group reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.
- Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.
- Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

3.4. PROPERTY, PLANT AND EQUIPMENT

3.4.1. Tangible Assets (Other than Bearer Plants)

3.4.1.1.Recognition and Measurement:

- Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.
- If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.
- Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

3.4.1.2. Subsequent Measurement:

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.
- Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

3.4.1.3. Depreciation and Amortization:

- Depreciation on Property, Plant & Equipment is provided under Written Down Method at rates determined based on the useful life of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013 or as reassessed by the Group based on the technical evaluation.
- In case of asset "Fences, wells, tube wells" & "Carpeted Roads – Other than RCC", depreciation has been provided on written down value method at the rates determined considering the useful lives of 15 years which is based on assessment carried out by external valuers and the management believes that the useful lives as considered above best represent the period over which the respective assets shall be expected in use.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.4.1.4. Disposal of Assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

3.4.1.5. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

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as at and for the year ended 31st March, 2018

3.4.2. Bearer Plants

3.4.2.1. Recognition and Measurement:

Bearer Plants which are used in the production or supply of agricultural produce and expected to bear produce for more than a period of twelve months are capitalized as part of Property,Plant and Equipments and are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any). The cost of Bearer Plant includes all cost incurred till the plants are ready for commercial harvest.

3.4.2.2. Depreciation:

- Depreciation on bearer plants is recognised so as to write off its cost over useful lives, using the straight-line method.
- The residual value in case of Bearer Plants has been considered as NIL.Estimated useful life of the bearer plants has been determined as the following:

Tea Bushes	50 years to 60 years
Coffee Bushes	30 years to 80 years
Rubber plants	30 years
Minor produce	30 years

3.4.2.3. Capital Work in Progress

Young tea bushes & shade trees, including the cost incurred for procurement of new seeds and maintenance of nurseries, are carried at cost less any recognized impairment losses under capital work-in-progress. Cost includes the cost of land preparation, new planting and maintenance of newly planted bushes until maturity. On maturity, these costs are classified under bearer plants.

3.5. LEASES

3.5.1. Determining whether an arrangement contains a lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

3.5.2. Company as lessor

- **Finance Lease**

  Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognized as revenue in the period in which they are earned.

- **Operating Lease**

  Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.5.3. Company as lessee

- **Finance Lease**

  Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of profit and loss. Lease management fees, legal charges and other initial direct costs are capitalized.

If there is no reasonable certainty that the Company will obtain the ownership by the end of lease term, capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

➢ **Operating Lease**

Assets acquired on leases where a significant portion of risk and reward is retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.6. REVENUE RECOGNITION

Revenue is recognised based to the extent it is probable that the economic benefit will flow to the group and 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, taking into account contractually defined terms of payment, and excludes taxes & duties collected on behalf of the Government and is reduced for estimated customer returns, rebates and other similar allowances.

3.6.1. Sale of Products:

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group and significant risk and reward incidental to sale of products is transferred to the buyer, usually on delivery of the goods.

3.6.2. Rental Income:

Rental income from operating lease is recognized on a straight line basis over the term of the relevant lease unless the payments are structured to increase in line with expected general inflation to compensate for the group's expected inflationary cost increases.

3.6.3. Other Income:

3.6.3.1. Interest Income: For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

3.6.3.2. Dividend Income: Dividend income is accounted in the period in which the right to receive the same is established.

3.6.3.3. Other Income: Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably.

3.7. EMPLOYEE BENEFITS

3.7.1. Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

3.7.2. Other Long Term Employee Benefits

The liabilities for leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation. Remeasurements as the result of experience adjustment and changes in actuarial assumptions are recognized in statement of profit and loss.

3.7.3. Post Employment Benefits

The Group operates the following post employment schemes:

➢ **Defined Contribution Plan**

Defined contribution plans such as Provident Fund, Employee State Insurance etc. are charged to the statement of profit and loss as and when incurred.

➢ **Defined Benefit Plans**

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. 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. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

3.8. GOVERNMENT GRANTS

Government grants are recognised at their fair value, where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

The grant relating to the acquisition/ construction of an item of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on the same systematic basis as the respective assets are depreciated over their expected life and are presented within other operating income.

3.9. FOREIGN CURRENCY TRANSACTIONS

➢ Foreign currency (other than the functional currency) transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.

➢ Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in profit or loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

➢ Non monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

3.10. BORROWING COSTS

- Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also includes foreign exchange difference to the extent regarded as an adjustment to the borrowing costs.
- Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale.
- Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the statement of profit and loss in the period in which they are incurred.

3.11. PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING

Subsidiaries

The Subsidiaries are the entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are consolidated from the date on which control is transferred to the group and are deconsolidated from the date on which control ceases. The acquisition method of accounting is used to account for business combinations by the group. The group combines the financial statements of the parents and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Inter-group transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the polices adopted by the group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

Associate

Associate is an entity over which the group has significant influence but not control or joint control. Investment in associate are accounted for using the equity method of accounting, after initially being recognised at cost.

Equity Method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profit or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associate are recognised as a reduction in the carrying amount of the investment. When the group's share of losses in an equity accounted investment equals or exceeds its interest in the entity, including any other unsecured long term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

3.12. FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

3.12.1. Financial Assets

- **Recognition and Initial Measurement:**

  All financial assets are initially recognized when the group becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Notes to Consolidated Financial Statements

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- Classification and Subsequent Measurement:

  For purposes of subsequent measurement, financial assets are classified in four categories:

  - Measured at Amortized Cost;
  - Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
  - Measured at Fair Value Through Profit or Loss (FVTPL); and
  - Equity Instruments designated at Fair Value Through Other Comprehensive Income (FVTOCI).

  Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

  - Measured at Amortized Cost: A debt instrument is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting 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 (SPPI) on the principal amount outstanding.

  After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables, cash and bank balances, loans and other financial assets of the group.

  - Measured at FVTOCI: A debt instrument is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

  Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

  - Measured at FVTPL: FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. Equity instruments which are, held for trading are classified as at FVTPL.
  - Equity Instruments designated at FVTOCI: For equity instruments, which has not been classified as FVTPL as above, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

- **Derecognition:**

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

Notes to Consolidated Financial Statements

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- **Impairment of Financial Assets:**

  The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The group recognizes impairment loss for trade receivables that do not constitute a financing transaction using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

3.12.2. Financial Liabilities

- Recognition and Initial Measurement:

  Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent Measurement:

  Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

- Derecognition:

  A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

3.12.3. Offsetting financial instruments

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

3.13. Earnings Per Share

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders adjusted for the effects of potential equity shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

3.14. Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

Notes to Consolidated Financial Statements

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3.15. Provisions, Contingent Liabilities and Contingent Assets

3.15.1. Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

3.15.2. Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Group discloses the existence of contingent liabilities in Other Notes to Financial Statements.

3.15.3. Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

3.16. Non-Current Assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

3.17. Intangible Assets

3.17.1. Recognition and Measurement

Software which is not an integral part of related hardware, is treated as intangible asset and are stated at cost on initial recognition and subsequently measured at cost less accumulated amortization and accumulated impairment loss, if any.

3.17.2. Subsequent Expenditure

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Group and the cost of the item can be measured reliably. All other expenditure is recognized in the Statement of Profit & Loss.

3.17.3. Amortization

- Softwares are amortized over a period of five years.
- The amortization period and the amortization method are reviewed at least at the end of each financial year. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is changed accordingly.

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as at and for the year ended 31st March, 2018

3.18. Biological Assets and Agricultural Produce

3.18.1. Biological Assets

Biological assets of the group comprises of un-harvested green tea leaves, unpicked cherries, latex on tree, timber and other minor produce are measured at fair value less cost of sales. The gain or loss arising from a change in fair value less cost to sell of biological assets is included in Statement of Profit and Loss for the period in which it arises.

3.18.2. Agricultural Produce

Agricultural produce harvested from the Group's biological assets are valued at fair value less cost to sell at the point of harvest. A gain or loss arising on initial recognition of agricultural produce at fair value less cost to sell shall be included in Statement of Profit & Loss for the period in which it arises.

3.19. Operating Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Group is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the chief operating decision maker.

The Group has identified three reportable segment "Tea", "Coffee" and "Rubber" based on the information reviewed by the CODM.

3.20. Business Combination

Business combinations are accounted for using the acquisition accounting method as at the date of the acquisition, which is the date at which control is transferred to the Company. The consideration transferred in the acquisition and the identifiable assets acquired and liabilities assumed are recognised at fair values on their acquisition date. Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. The Company recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Consideration transferred does not include amounts related to settlement of pre-existing relationships. Such amounts are recognised in the Statement of Profit and Loss. Transaction costs are expensed as incurred, other than those incurred in relation to the issue of debt or equity securities. Any contingent consideration payable is measured at fair value at the acquisition date. Subsequent changes in the fair value of contingent consideration are recognised in the Statement of Profit and Loss.

4. SIGNIFICANT JUDGEMENTS AND KEY SOURCES OF ESTIMATION IN APPLYING ACCOUNTING POLICIES

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Information about Significant judgements and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Recognition of Deferred Tax Assets: The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Group's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.
- Useful lives of depreciable/ amortisable assets (tangible and intangible): Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- Classification of Leases: The Group enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated

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as at and for the year ended 31st March, 2018

certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

- Defined Benefit Obligation (DBO): Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Group considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.
- Provisions and Contingencies: The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.
- Impairment of Financial Assets: The Group reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- Allowances for Doubtful Debts: The Group makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.
- Fair value measurement of financial Instruments: When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models are taken from observable markets where possible, but where this not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.
- Fair Value of Biological Assets and Agricultural Produce: The fair value of Biological Assets and Agricultural Produce is determined based on recent transactions entered into with third parties or available market price. Fair valuation of Biological Asset and Agriculture Produce are based on the market rates published by the industrial body for various grades from which the fair value of Biological asset and Agriculture Produce are derived.

Notes to Consolidated Financial Statements

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(Amount in ₹)

5 PROPERTY, PLANT AND EQUIPMENT

Particulars	Year Ended 31st March 2018											
	Gross Carrying Amount					Accumulated Depreciation						
	As at 31st March 2017	Adjustment	Additions	Disposals	As at 31st March 2018	As at 31st March 2017	Adjustment	Depreciation charged during the year	Deductions	Disposals	As at 31st March 2018	Net Carrying Amount
Leasehold Land	423,443,501	-	-	-	423,443,501	-	-	-	-	-	-	423,443,501
Freehold Land	365,998,456	(112,705,959)	-	-	253,292,497	-	-	-	-	-	-	253,292,497
Buildings	353,926,245	(31,657,337)	3,715,411	2,400	325,981,919	161,632,398	(13,788,793)	16,107,276	2,247	-	163,948,634	162,033,285
Plant and Machinery	378,570,496	(955,910)	21,642,668	2,210,465	397,046,789	261,358,014	(626,045)	26,106,634	2,099,942	-	284,738,661	112,308,128
Furniture and Fittings	20,012,812	(544,529)	150,045	11,626	19,606,702	17,054,462	(419,159)	569,345	10,951	-	17,193,697	2,413,005
Vehicles	61,045,770	-	1,771,489	1,932,976	60,884,283	45,574,124	-	4,700,749	1,836,326	-	48,438,547	12,445,736
Office Equipments	7,666,544	(74,945)	567,011	81,000	8,077,610	6,064,507	(8,065)	863,267	76,950	-	6,842,759	1,234,851
Bearer Plant	644,158,799	-	-	9,429,767	634,729,032	28,864,449	-	28,761,158	516,757	-	57,108,850	577,620,182
Total	**2,254,822,623**	**(145,938,680)**	**27,846,624**	**13,668,234**	**2,123,062,333**	**520,547,954**	**(14,842,062)**	**77,108,429**	**4,543,173**	**-**	**578,271,148**	**1,544,791,185**

Particulars	Year Ended 31st March 2017											
	Gross Carrying Amount					Accumulated Depreciation						
	Ind AS cost as at 1st April 2016	Addition on a/c of Business Combination	Additions	Disposals	As at 31st March 2017	As at 1st April 2016	Adjustment	Depreciation charged during the year	Deductions	Disposals	As at 31st March 2017	Net Carrying Amount
Leasehold Land	287,546,501	135,897,000	-	-	423,443,501	-	-	-	-	-	-	423,443,501
Freehold Land	407,200,773	-	-	41,202,317	365,998,456	-	-	-	-	-	-	365,998,456
Buildings	311,776,154	38,545,999	15,831,164	12,227,072	353,926,245	150,938,063	-	19,010,512	23,614	8,292,563	161,632,398	192,293,847
Plant and Machinery	335,274,355	35,291,093	10,027,172	2,022,124	378,570,496	232,959,198	-	30,303,989	1,902,293	2,880	261,358,014	117,212,482
Furniture and Fittings	19,064,587	546,736	415,694	14,205	20,012,812	16,223,648	-	844,310	9,320	4,176	17,054,462	2,958,350
Vehicles	56,559,779	493,916	5,626,437	1,634,362	61,045,770	41,374,934	-	5,725,670	1,526,480	-	45,574,124	15,471,646
Office Equipments	6,350,032	342,685	1,141,125	167,298	7,666,544	5,204,370	-	1,016,772	156,635	-	6,064,507	1,602,037
Bearer Plant	582,768,486	61,390,313	-	-	644,158,799	-	-	28,864,449	-	-	28,864,449	615,294,350
Total	**2,006,540,667**	**272,507,742**	**33,041,592**	**57,267,378**	**2,254,822,623**	**446,700,213**	**-**	**85,765,702**	**3,618,342**	**8,299,619**	**520,547,954**	**1,734,274,669**

a) Adjustments during the year 2017 - 2018, relates to Cowcoody Builders Pvt.Ltd - Refer Note. 62

b) The Group has elected to measure bearer plants at the date of transition at its Fair Value and we treat it as its deemed cost at that date. The fair valuation has been done by external parties based on valuation technique permitted under IndAS. Other component of Property, Plant & Equipment has been valued by applying IndAS retrospectively.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

6 INTANGIBLE ASSETS

Particulars	Year Ended 31st March 2018												
	Gross Carrying Amount						Accumulated Depreciation						Net Carrying Amount
	As at 31st March 2017	Adjustment	Additions	Disposals	Other Adjustments	As at 31st March 2018	As at 31st March 2017	Adjustment	Depreciation charged during the year	Deductions	Other Adjustments	As at 31st March 2018	
Computer Software	1,506,392	–	–	–	–	1,506,392	336,799	–	336,799	–	–	673,598	832,794
Total	1,506,392	–	–	–	–	1,506,392	336,799	–	336,799	–	–	673,598	832,794

Particulars	Year Ended 31st March 2017												
	Gross Carrying Amount						Accumulated Depreciation						Net Carrying Amount
	Deemed cost as at 1st April 2016	Adjustment	Additions	Disposals	Other Adjustments	As at 31st March 2017	As at 1st April 2016	Adjustment	Depreciation charged during the year	Deductions	Other Adjustments	As at 31st March 2017	
Computer Software	507,392	999,000	–	–	–	1,506,392	–	199,800	136,999	–	–	336,799	1,169,593
Total	507,392	999,000	–	–	–	1,506,392	–	199,800	136,999	–	–	336,799	1,169,593

Deemed cost represents net carrying value as on 1st April, 2016 under previous GAAP as per the guidelines of Ind AS 101.

7 INVESTMENT ACCOUNTED FOR USING EQUITY METHOD

	Face Value (₹)	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
(Fully Paid-up unless otherwise stated)		**Qty**	**Amount**	**Qty**	**Amount**	**Qty**	**Amount**
Equity investments valued at cost							
Quoted - In trade							
Investment in Associate							
The Cochin Malabar Estates & Ind. Ltd. * #	10	437,294	–	437,294	–	437,294	286,906
Total			–		–		**286,906**
Aggregate amount of quoted investments			–		–		**286,906**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

8 NON - CURRENT INVESTMENTS

	Face Value (₹)	As at 31st March 2018 Qty	As at 31st March 2018 Amount	As at 31st March 2017 Qty	As at 31st March 2017 Amount	As at 1st April 2016 Qty	As at 1st April 2016 Amount
INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME/ PROFIT & LOSS							
Investments in Equity Instruments							
Quoted							
The Phosphate Co. Ltd. (Note 8.1)	10	138,680	3,859,645	138,680	3,859,645	138,680	3,859,645
Apeejay Tea Ltd.	10		–	–	–	200	1,030
Thirumbadi Rubber Co. Ltd	10		–	25,473	13,976,400	19,998	10,998,900
			3,859,645		**17,836,045**		**14,859,575**
UnQuoted							
Sudipta Traders Pvt Ltd			–		28,351,575		28,350,000
			–		**28,351,575**		**28,350,000**
Investment in Mutual Fund (Quoted)							
HDFC Mutual Fund			–		2,511,675		1,203,284
			–		**2,511,675**		**1,203,284**
Aggregate amount of quoted investments			3,859,645		20,347,720		16,062,859
Aggregate amount of unquoted investments			–		28,351,575		28,350,000

8.1 In absence of quoted price, the acquisition price has been assumed as fair value of the investment.

9 LOANS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Security Deposit							
Unsecured, considered good		21,125,479	19,637,633	16,293,168	–	–	–
		21,125,479	19,637,633	16,293,168	–	–	–
Other Loans and Advances, unsecured, considered good unless otherwise mentioned							
Loan to Employees		2,084,000	1,718,500	1,076,500	4,114,755	5,124,137	8,814,664
Loans to Companies/ Firm	9.1	–	–	–	–	100,000,000	107,022,770
		2,084,000	1,718,500	1,076,500	4,114,755	105,124,137	115,837,434
		23,209,479	**21,356,133**	**17,369,668**	**4,114,755**	**105,124,137**	**115,837,434**

9.1 Loans to Related parties/ Companies/ Firm are given for general business purpose and payable on demand.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

10 OTHERS FINANCIAL ASSETS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Advance against purchase of Investment		–	–	27,500,000	–	–	–
Deposit with Nabard		–	–	–	412,465	412,465	50,000
Deposit with Assam Financial Corporation		–	–	–	267,040	2,766,982	2,733,859
Interest accrued on Fixed deposit / Loan		–	–	–	2,516,544	3,383,704	3,598,656
Others Receivable		–	–	–	1,424,794	2,144,728	825,285
		–	**–**	**27,500,000**	**4,620,843**	**8,707,879**	**7,207,800**

11 NON CURRENT TAX ASSETS (NET)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Advance Income Tax & TDS		36,204,569	39,265,055	35,217,196
Income Tax Refundable		1,233,337	1,233,337	1,233,337
		37,437,906	**40,498,392**	**36,450,533**

12 OTHER ASSETS

	Refer Note No.	Non-Current As at 31st March 2018	Non-Current As at 31st March 2017	Non-Current As at 1st April 2016	Current As at 31st March 2018	Current As at 31st March 2017	Current As at 1st April 2016
Capital Advances		910,900	910,900	1,334,495	–	–	–
Advances other than Capital Advances							
Advances to Suppliers & Service Providers		2,618,356	2,618,356	–	3,600,134	11,075,753	33,584,849
Balances with Government & Statutory Authorities	12.1	–	1,783,041	1,783,041	3,841,710	379,523	294,263
Prepaid Expenses		–	17,611	512,087	2,594,742	3,239,044	3,127,393
Subsidy Receivable					6,992,832	9,092,730	8,723,586
Other Assets	12.2	23,788,678	23,788,678	23,788,678	600,525	635,331	602,260
		27,317,934	29,118,586	27,418,301	17,629,943	24,422,381	46,332,351
Less : Provision for Doubtful Advances		2,618,356	2,618,356	–	–	–	–
		24,699,578	**26,500,230**	**27,418,301**	**17,629,943**	**24,422,381**	**46,332,351**

12.1 Represents payment under protest in respect of VAT ₹ Nil (Previous Year 2017 - ₹ 1,783,041/-, Previous Year 2016 - ₹ 1,783,041/-)

12.2 Represents payment under protest in respect of lease rent and Seigniorage Charges ₹ 23,788,678/- (Previous Year 2017- ₹ 23,788,678/-, Previous Year 2016- ₹ 23,788,678/-)

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

13 INVENTORIES (As valued and certified by the Management)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Stock-in-Process		167,492	1,584,268	157,200
Finished Goods		146,120,281	203,719,976	99,081,804
Stores and Spares (net of obsolescence)		37,983,245	45,333,552	41,666,466
		184,271,018	**250,637,796**	**140,905,470**

14 BIOLOGICAL ASSET OTHER THAN BEARER PLANT

	Non-Current			Current		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Biological Asset in nature of timber, unplucked green leaf, latex, cherries and other minor produce	329,670,482	340,834,000	344,762,000	11,716,960	11,127,922	10,328,062
	329,670,482	**340,834,000**	**344,762,000**	**11,716,960**	**11,127,922**	**10,328,062**

15 TRADE RECEIVABLES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Receivables		79,863,288	58,582,526	65,587,241
		79,863,288	**58,582,526**	**65,587,241**
Less: Provision for Doubtful Receivables		363,068	363,068	363,068
Total Trade Receivables		**79,500,220**	**58,219,458**	**65,224,173**
Break Up of Security Details				
Secured, considered good				
Unsecured, considered good		79,500,220	58,219,458	65,224,173
Doubtful		363,068	363,068	363,068
		79,863,288	58,582,526	65,587,241
Less: Provision for Doubtful Receivables		363,068	363,068	363,068
		79,500,220	**58,219,458**	**65,224,173**

16 CASH AND CASH EQUVALENTS

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balances With Banks :				
In Current Account		8,089,575	84,343,897	10,376,941
In Cash Credit Account		18,927,748	–	128,250,097
Cash in Hand		1,384,947	3,306,445	3,900,204
		28,402,270	**87,650,342**	**142,527,242**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

17 BANK BALANCES (Other than note: 16)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balance in Unpaid Dividend Account		2,061,121	2,104,826	2,063,877
Fixed Deposit with Banks	17.1	197,736	301,445	154,413,167
		2,258,857	**2,406,271**	**156,477,044**

17.1 Includes deposits marked lien in favour of Govt. Authorities, deposits having maturity of more than three month but less than twelve months.	197,736	184,908	158,373

18 EQUITY SHARE CAPITAL

18.1 Authorised Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares:						
Equity Shares of ₹ 10/- each	11,249,000	112,490,000	11,249,000	112,490,000	11,249,000	112,490,000
Equity Shares of ₹ 100/- each	35,000	3,500,000	35,000	3,500,000	35,000	3,500,000
Preference Shares:						
Redeemable Cumulative Shares of ₹ 10/- each	50,000	500,000	50,000	500,000	50,000	500,000
13.5% Redeemable Cumulative Shares of ₹ 100/- each	100	10,000	100	10,000	100	10,000
		112,490,000		**112,490,000**		**112,490,000**

18.2 Issued Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of ₹ 10/- each	4,142,201	41,422,010	4,142,201	41,422,010	4,142,201	41,422,010
	4,142,201	**41,422,010**	**4,142,201**	**41,422,010**	**4,142,201**	**41,422,010**

18.3 Subscribed and Paid-up Share Capital

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of ₹ 10/- each fully paid-up	4,142,201	41,422,010	4,142,201	41,422,010	4,142,201	41,422,010
	4,142,201	**41,422,010**	**4,142,201**	**41,422,010**	**4,142,201**	**41,422,010**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

18.4 Reconciliation of the number of shares at the beginning and at the end of the year

There has been no change/ movements in number of shares outstanding at the beginning and at the end of the year.

18.5 Terms/ Rights attached to Equity Shares :

The Company has only one class of issued shares i.e. Equity Shares having par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

18.6 Shareholding Pattern with respect of Holding or Ultimate Holding Company

The Company does not have any Holding Company or Ultimate Holding Company.

18.7 Details of Equity Shareholders holding more than 5% shares in the Company

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No. of Shares	% Holding	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10/- each fully paid						
Pushpa Devi Bangur	642,928	15.52%	517,928	12.50%	970,181	23.42%
The Oriental Company Limited	593,643	14.33%	493,643	11.92%	493,643	11.92%
Kettlewell Bullen and Company Limited	538,838	13.01%	538,838	13.01%	538,838	13.01%
Hemant Bangur	426,729	10.30%	226,729	5.47%	289,070	6.98%
Madhav Trading Corporation Limited	424,130	10.24%	374,130	9.03%	54,102	1.31%
Life Insurance Corporation of India	246,493	5.95%	246,493	5.95%	246,493	5.95%
The Cambay Investment Corporation Limited	110,737	2.67%	110,737	2.67%	265,227	6.40%
Mugneeram Bangur & Co.LLP	12,500	0.30%	612,500	14.79%	12,500	0.30%

18.8 No equity shares have been reserved for issue under options and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

18.9 No equity Shares have been bought back by the Company during the period of 5 years preceding the date as at which the Balance Sheet is prepared.

18.10 No securities convertible into Equity/ Preference shares have been issued by the Company during the year.

18.11 No calls are unpaid by any Director or Officer of the Company during the year.

19 OTHER EQUITY

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Capital Reserve	19.1	788,807,004	788,807,004	788,807,004
Capital Redemption Reserve	19.2	41,600	41,600	41,600
Securities Premium	19.3	24,701,440	24,701,440	24,701,440
General Reserve	19.4	310,269,187	310,269,187	310,269,187
Retained Earnings	19.5	403,637,819	543,032,990	700,030,795
Other Comprehensive Income	19.6	–	–	–
		1,527,457,050	**1,666,852,221**	**1,823,850,026**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

a) Capital Reserve & Capital Reserve in the nature of Security Premium: During amalgamation / merger / acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

b) Capital Redemption Reserve: The Company has recognised Capital Redemption Reserve on redemption of preference shares from its retained earnings. The amount in Capital Redemption Reserve is equal to nominal amount of the preference shares redeemed.

c) Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. This reserve is utilised in accordance with the provisions of the Companies Act 2013.

d) General Reserve: The reserve arises on transfer portion of the net profit pursuant to the earlier provisions of Companies Act 1956.

e) Retained Earnings: Retained earnings represent accumulated profits earned by the Companies and remaining undistributed as on date.

f) Other Comprehensive Income (OCI) : Other Comprehensive Income (OCI) represent the balance in equity for items to be accounted under OCI and comprises of the following:

   i) Equity Instruments through OCI: The Company has elected to recognise changes in the fair value of certain investment in equity instrument in other comprehensive income.

   ii) Remeasurement of defined benefit obligations: The actuarial gains and losses arising on defined benefit obligations have been recognised in OCI

		As at 31st March 2018	As at 31st March 2017
19.1	**Capital Reserve**		
	Balance at the beginning and at the end of the year	**788,807,004**	**788,807,004**
19.2	**Capital Redemption Reserve**		
	Balance at the beginning and at the end of the year	**41,600**	**41,600**
19.3	**Securities Premium**		
	Balance at the beginning and at the end of the year	**24,701,440**	**24,701,440**
19.4	**General Reserve**		
	Balance at the beginning and at the end of the year	**310,269,187**	**310,269,187**
19.5	**Retained Earnings**		
	Balance at the beginning of the year	543,032,990	700,030,795
	Add: Other Comprehensive Income arising from remeasurement of defined benefit obligation (net of tax)	9,546,000	(8,805,769)
	Add: Profit / (Loss) for the year	(143,955,715)	(143,712,532)
		408,623,276	**547,512,493**
	Less: Appropriation		
	Final Dividend	4,142,201	4,142,201
	Dividend Distribution Tax on Final Dividend	843,256	337,302
		4,985,457	**4,479,503**
	Balance at the end of the year	**403,637,819**	**543,032,990**
	Total Reserve & Surplus	**1,527,457,050**	**1,666,852,221**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

	As at 31st March 2018	As at 31st March 2017
19.6 Other Comprehensive Income		
Remeasurement of Defined Benefit Obligations		
Balance at the beginning of the year	–	–
Add/(Less): Changes during the year (net of tax)	9,546,000	(8,805,769)
Add/(Less): Transferred to Retained Earnings	(9,546,000)	8,805,769
Balance at the end of the year	–	–
Total Reserve & Surplus	**1,527,457,050**	**1,666,852,221**

20 NON CONTROLLING INTEREST

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
For Cowcoody Builders Pvt. Ltd.				
In lien of sale of Investment		73,682,958	–	–
Profit for the period attributable to Non Contolling Interest		368,851	–	–
		74,051,809	**–**	**–**

21 BORROWINGS

	Non-Current			Current Maturities		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured						
Term Loan from banks	180,000,000	254,583,333	227,916,666	60,000,000	85,416,667	80,416,667
Total Secured Borrowings	**180,000,000**	**254,583,333**	**227,916,666**	**60,000,000**	**85,416,667**	**80,416,667**
Amount disclosed under the head "Other Financial Liability"	–	–	–	60,000,000	85,416,667	80,416,667
	180,000,000	**254,583,333**	**227,916,666**	–	–	–
Break Up of Security Details						
Secured	180,000,000	254,583,333	227,916,666	60,000,000	85,416,667	80,416,667
Unsecured	–	–	–	–	–	–
	180,000,000	**254,583,333**	**227,916,666**	**60,000,000**	**85,416,667**	**80,416,667**

21.1 Details of Security Given for Loan

a. Term Loan from a Bank amounting to ₹ 15,00,00,000/- together with working capital facility from the same Bank is secured / to be secured by exclusive charge on the title deeds of Goomankhan Tea Estate and also by way of hypothecation of Plant and Machinery of Goomankhan Tea Estate. Loan is repayable in 15 quarterly installments of ₹ 1,00,00,000/-. Interest is payable on quarterly basis at 9.85%.

b. Term Loans from a Bank amounting to ₹ 9,00,00,000/- together with working capital facility from the same Bank is secured by exclusive charge on the title deeds of Nilmoni Tea Estate, current assets of Karnataka division both present and future. Loan is repayable in 18 quarterly installments of ₹ 50,00,000/-. Interest is payable on monthly basis at 9.60%.

Notes to Consolidated Financial Statements

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(Amount in ₹)

21.2 Refer note no. 41 for information on the carrying amounts of financial and non-financial assets pledged as security for the non-current borrowings.

22 PROVISIONS

	Non-Current			Current		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for Employee Benefits						
Gratuity	37,502,957	36,157,957	–	–	–	13,185,545
Bonus	–	–	–	24,558,420	22,482,280	19,406,356
Leave	–	–	–	1,964,699	935,000	900,000
	37,502,957	**36,157,957**	–	**26,523,119**	**23,417,280**	**33,491,901**

23 DEFERRED TAX LIABILITIES (NET)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Deferred Tax Liabilities				
Arising on account of :				
Property, Plant & Equipments & Intangible Assets		163,956,086	186,227,400	175,134,731
Other temporary differences		16,117,867	9,279,404	616,946
		180,073,953	**195,506,804**	**175,751,677**
Less: Deferred Tax Assets				
Arising on account of :				
Unused tax credit		1,833,953	1,833,953	1,833,953
Section 43B of Income-tax Act		11,869,027	12,781,157	905,101
Unabsorbed Depreciation/ Carried Forward Business Losses	23.1	10,258,152	7,458,956	122,650
		23,961,132	**22,074,066**	**2,861,704**
Deferred Tax Liabilities (Net)		**156,112,821**	**173,432,738**	**172,889,973**

23.1 The recognition of deferred tax asset on unabsorbed depreciation/business losses has been restricted to the extent of reversal of deferred tax liability on account of temporary differences in respect of depreciation.

23.2 Movement in deferred tax asset and deferred tax liabilities during the year ended 31st March, 2017 and 31st March, 2018.

	As at 1st April, 2016	Charge/(Credit) in Statement of Profit & Loss	Charge/(Credit) in Other Comprehensive Income	As at 31st March, 2017
Deferred Income Tax Liabilities/(Assets)				
Property, Plant & Equipments & Intangible Assets	175,134,731	11,092,669	–	186,227,400
Other temporary differences	616,946	8,662,458	–	9,279,404
Unused tax credit	(1,833,953)	–	–	(1,833,953)
Items u/s 43B of the Income Tax Act, 1961	(905,101)	(7,749,825)	(4,126,231)	(12,781,157)
Unabsorbed Depreciation/ Carried Forward Business Losses	(122,650)	(7,336,306)	–	(7,458,956)
Deferred Tax Liabilities/(Assets)	**172,889,973**	**4,668,996**	**(4,126,231)**	**173,432,738**

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as at and for the year ended 31st March, 2018

(Amount in ₹)

	As at 31st March, 2017	Charge/(Credit) in Statement of Profit & Loss	Charge/(Credit) in Other Comprehensive Income	As at 31st March, 2018
Deferred Income Tax Liabilities/(Assets)				
Property, Plant & Equipments & Intangible Assets	186,227,400	(22,271,314)	–	163,956,086
Other temporary differences	9,279,404	6,838,463	–	16,117,867
Unused tax credit	(1,833,953)	–	–	(1,833,953)
Items u/s 43B of the Income Tax Act, 1961	(12,781,157)	(2,441,870)	3,354,000	(11,869,027)
Unabsorbed Depreciation/ Carried Forward Business Losses	(7,458,956)	(2,799,196)	–	(10,258,152)
Deferred Tax Liabilities/(Assets)	**173,432,738**	**(20,673,917)**	**3,354,000**	**156,112,821**

23.3 Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the Company has a legally enforceable right to sell off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax laibilities relate to income tax levied by the same taxation authority.

24 NON CURRENT TAX LIABILITY (NET)

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for tax (Net of Advance Tax)		2,059,938	4,984,938	4,400,938
		2,059,938	**4,984,938**	**4,400,938**

25 CURRENT BORROWINGS

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured				
Loan from Banks				
Working Capital loans repayable on demand		43,092,365	149,031,129	147,654,160
Short Term Loan		170,000,000	170,000,000	70,000,000
Unsecured				
Loan from Banks				
Short Term Loan		196,550,000	156,649,244	111,650,000
		409,642,365	**475,680,373**	**329,304,160**

25.1 Details of Security Given for Loan

a. Working Capital Loan and Short Term Loan amounting to ₹ 17,27,01,424/- is secured by way of exclusive charge on the title deeds of Nilmoni Tea Estate and the Current Assets of the Karnataka Division, both present and future.

b. Working Capital Loan from a Bank of ₹ 85,41,278/- is secured by equitable mortgage of Jamirah Tea Estate, Pullikanam Tea Estate and Azizbagh Tea Esatate and also by way of hypothecation of current assets of Kerala Division.

c. Working capital loan from Bank of ₹ 3,18,49,663/- is secured by equitable mortgage of Azizbagh Tea Estate and also by way of hypothecation of standing tea crop, tea in process, finished tea in factory etc. and book debts of the company. The same carries interest @ 9.60% p.a.

Notes to Consolidated Financial Statements

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(Amount in ₹)

25.2 Refer note no. 41 for information on the carrying amounts of financial and non-financial assets pledged as security for current borrowings.

26 TRADE PAYABLES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Payables for goods and services				
Total outstanding dues of creditors to micro enterprises and small enterprises		–	–	–
Total outstanding dues of creditor to other than micro enterprises and small enterprises		51,705,216	41,957,928	29,580,919
		51,705,216	**41,957,928**	**29,580,919**

27 OTHER CURRENT FINANCIAL LIABILITIES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Current maturities of Long Term Debt		60,000,000	85,416,667	80,416,667
Employee Related Liability		14,608,919	21,009,689	16,503,004
Interest accrued but not due on Borrowings		7,631,818	3,363,799	1,673,151
Interest accrued and due on Borrowings		3,409,288	3,379,948	2,364,618
Unpaid and unclaimed dividends	27.1	2,061,121	2,104,826	2,063,877
Security deposit		467,241	345,863	471,664
Amount payable for Capital Goods		–	321,000	1,276,398
Others		–	–	36,000
		88,178,387	**115,941,792**	**104,805,379**

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

28 OTHER CURRENT LIABILITIES

	Refer Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Statutory Dues Payable		16,258,299	17,773,659	14,584,562
Advances Received from Customers		1,997,373	4,830,335	1,991,402
Others		–	6,906,928	5,745,208
		18,255,672	**29,510,922**	**22,321,172**

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(Amount in ₹)

29 REVENUE FROM OPERATIONS

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Sale of Finished Goods		1,047,062,780	923,938,460
		1,047,062,780	**923,938,460**
Other Operating Revenues			
Sale of Minor Produce / Timber		15,894,301	13,590,829
Incentives & Subsidies		722,521	4,850,426
Insurance and Other Claims (Net)		1,289,020	3,759,247
		17,905,842	**22,200,502**
		1,064,968,622	**946,138,962**

30 OTHER INCOME

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest Income at amortised cost			
On Bank Deposits		17,745	3,136,500
On Inter Corporate Deposits and Others		16,874,624	16,876,318
Other Non Operating Income			
Rent		9,405,812	9,469,737
Excess Liabilities and Unclaimed Balances written back		814,086	1,239,470
Proceed on Maturity of Keyman Insurance Policy		–	32,747,626
Miscellaneous Income		2,271,591	3,745,864
Changes in Fair value of Biological assets		(10,574,480)	(3,411,990)
Provision for Doubtful Debts for earlier years written back		15,197	–
Profit on Sale of Non Current Investment		31,411,178	1,520,952
		50,235,753	**65,324,477**

31 COST OF MATERIALS CONSUMED

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Purchase of Green Leaf		**199,848,945**	**237,516,294**
		199,848,945	**237,516,294**

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

(Amount in ₹)

32 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Inventories at the end of the year			
Tea		84,214,118	97,710,739
Rubber		29,025,830	75,816,221
Coffee		30,794,780	30,128,825
Minor Produce		2,253,044	1,648,459
		146,287,772	**205,304,244**
Inventories at the beginning of the year			
Tea		97,710,739	51,142,078
Rubber		75,816,221	22,463,065
Coffee		30,128,825	27,857,760
Minor Produce		1,648,459	1,851,490
		205,304,244	**103,314,393**
Total changes in inventories of work-in-progress, stock-in-trade and finished goods		**59,016,472**	**(101,989,851)**

32.1 Inventories as on 1st April 2016 includes ₹ 40,75,389/- on account of business combination of Keshava Plantations Private Limited.

33 EMPLOYEE BENEFITS EXPENSE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Salaries & Wages		468,914,331	456,495,910
Contribution to Provident Funds and Others		46,699,221	46,013,041
Contribution to Gratuity Fund		14,745,000	12,332,000
Contribution to Superannuation Fund		3,894,905	3,921,210
Staff Welfare Expenses		43,282,267	41,905,834
		577,535,724	560,667,995
Less: Amount Capitalised		(16,678,410)	(17,889,764)
		560,857,314	**542,778,231**

34 FINANCE COST

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest Expenses			
To Banks on Term Loans		30,066,230	33,851,753
To Banks On Working Capital Loans		48,076,843	43,433,006
To Inter Corporate Deposits		2,585,099	–
Other Borrowing Costs			
Other Financial Charges		1,645,156	3,283,395
		82,373,328	80,568,154
Less: Amount Capitalised	34.1	(1,395,605)	(1,463,088)
		80,977,723	**79,105,066**

Notes to Consolidated Financial Statements
as at and for the year ended 31st March, 2018

(Amount in ₹)

34.1 Note: 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 borrowings during the year, in this case 10.96% (31 March 2017 – 10.75%).

35 DEPRECIATION AND AMORTIZATION EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
On Property, Plant and Equipment	35.1	78,155,402	85,765,702
On Intangible Assets		336,799	336,799
		78,492,201	**86,102,501**

35.1 For the Financial year ended 31.03.2018 depreciation includes ₹ 10,46,973/- in respect of Cowcoody Builders Pvt. Ltd.

36 OTHER EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Manufacturing Expenses			
Stores, Spare Parts & Packing Materials Consumed		19,344,554	20,280,187
Power & Fuel		88,747,610	89,125,851
Cultivations		78,044,913	89,803,534
Repairs to Buildings		11,830,024	11,338,226
Repairs to Machinery		10,148,933	12,387,196
Repairs to Other Assets		420,561	559,845
Tea Cess		437,309	3,114,252
		208,973,904	226,609,091
Less: Amount Capitalised		(7,572,341)	(8,900,544)
		201,401,563	**217,708,547**
Selling and Administration Expenses			
Freight & Cartage		16,790,406	23,363,236
Commission , Brokerage & Discount		9,052,146	15,450,461
Rent		3,112,901	3,271,835
Rates & Taxes		7,802,365	8,881,466
Insurance		5,857,899	5,621,790
Vehicle Running & Maintenance Expense		14,637,554	14,323,403
Charity & Donation		106,340	42,500
Corporate Social Responsibility Expenses		90,300	62,800
Auditors' Remuneration -			
Statutory Auditors -			
Audit Fees		1,258,760	1,262,550
Issue of Certificates		1,000,000	1,040,000
Reimbursement of Expenses		21,880	28,872
Reimbursement of Service Tax		–	336,000

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(Amount in ₹)

36 OTHER EXPENSES

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Cost Auditors' Remuneration -			
Audit Fees		150,000	150,000
Legal & Professional Fees		5,040,212	11,238,870
Advances written off		170,179	847,001
Provision for obsolescence on stores		–	2,495,927
Loss/(Profit) on Sale of Fixed Assets		8,371,573	1,904,267
Provision for doubtful advances		–	2,618,356
Travelling Expenses		1,737,619	1,558,031
Director Sitting Fees		541,000	551,000
Other Miscellaneous Expenses		21,796,418	23,456,524
		97,537,552	**118,504,889**
		298,939,115	**336,213,436**

37 TAX EXPENSE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Current Tax		1,333,792	1,430,000
Deferred Tax		(20,674,323)	(26,266,612)
		(19,340,531)	**(24,836,612)**

37.1 Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in statement of Total Comprehensive Income.

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Profit from before income tax expense		(162,927,395)	(168,549,144)
Indian Statutory Income Tax rate*		34.608%	34.608%
Estimated Income Tax Expense		**(56,385,913)**	**(58,331,488)**
Tax effect of adjustments to reconcile expected Income tax expense to reported Income tax expense			
Exempt Income		(8,231,041)	(2,594,859)
Non Deductible expenses under Income tax Act		49,652	52,886
Adjustments due to change in tax rates		24,075,395	–
Unrecognized tax credit on losses		(37,276,017)	(32,007,928)
Others		(15,663,371)	(14,975,817)
		(37,045,382)	(49,525,718)
Income tax expense in Statement of Profit & Loss		**(19,340,531)**	**(8,805,770)**

* Applicable Indian Statutory Income Tax rate for Fiscal Year 2018 & 2017 is 34.608%.

Notes to Consolidated Financial Statements

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(Amount in ₹)

38 OTHER COMPREHENSIVE INCOME

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Items that will not be reclassified to profit or loss			
Remeasurement of the defined benefit plans		12,900,000	(12,932,000)
Less: Tax expense on the above		(3,354,000)	4,126,231
		9,546,000	**(8,805,769)**

39 EARNING PER SHARE

	Refer Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Nominal Value of Equity Share (₹)		10.00	10.00
Profit attributed to the Equity shareholders of the Company		(143,586,864)	(143,712,532)
Weighted average number of equity shares		4,142,201	4,142,201
Basis and diluted earning per share (₹)		(34.66)	(34.69)

There are no dilutive equity shares in the Company

40 CONTINGENT LIABILITIES, CONTINGENT ASSETS & COMMITMENT TO THE EXTENT NOT PROVIDED FOR:

40.1 Contingent Liabilities

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
A	Claims/Disputes/Demands not acknowledged as debts -			
i.	Income Tax under appeal **[Note 1]**	33,855,215	19,847,195	15,599,345
ii.	Sales Tax under appeal (Total amount paid under protest)	–	1,783,041	1,783,041
iii.	Karnataka Agriculture Income Tax under Appeal (Advance paid ₹ 73,538/-)	2,844,818	2,765,240	4,669,274
iv.	Claims of Creditors & workers	2,227,395	1,940,429	829,945
v.	Seigniorage Charges (KERALA Forest Dept.)	17,702,033	17,702,033	17,702,033
vi.	Provident Fund Damages	5,179,844	5,689,919	4,500,608
vii.	Lease Rent **[Note 2]**	11,686,205	10,286,315	8,886,425
viii.	Other claims not acknowledged as debts	8,436,848	–	–

Note 1 ₹ 11,865,666/- (2017: ₹ 14,943,629/-, 2016: ₹ 9,239,139/-) paid under protest / adjusted for appeal.

Note 2 The Government of Kerala has increased the Lease Rent payable in respect of Chemoni and Pudukad Estates from ₹ 2/- per Acre to ₹ 1300/- per Hectare with effect from 25th November, 2009. The Parent Company filed Writ Petition before the Hon'ble Court of Kerala challenging the increase and the case is subjudice. The Parent Company has paid ₹ Nil (2017: ₹ 60,86,645/-, 2016: ₹ 60,86,645/-) on account of the increased Lease rental under protest.

In respect of above matters, future cash outflows in respect of contingent liabilities are determinable only on receipt of judgements pending at various forums/ authorities.

Notes to Consolidated Financial Statements

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(Amount in ₹)

40.2 Commitments

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
i.	Estimated amount of contracts remaining to be executed on Capital Account (net of advances)	–	140,800	2,423,901

41 ASSETS PLEDGED AS SECURITY

The carrying amounts of assets pledged as security for current and non current borrowings are as follows :

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Current			
Financial assets	**103,981,114**	**76,217,819**	**244,052,527**
Trade Receivables	79,500,221	54,063,686	65,453,677
Cash and cash equivalents	12,196,934	9,963,725	139,117,080
Other Current Assets	12,283,959	12,190,408	39,481,770
Non-financial assets	**195,551,042**	**261,525,767**	**157,211,318**
Inventories	195,551,042	261,525,767	157,211,318
Total current assets pledged as security	**299,532,156**	**337,743,586**	**401,263,845**
Non-current			
Leasehold land	135,897,000	135,897,000	135,897,000
Bearer Plant	676,365,020	677,105,193	678,324,825
Freehold buildings	138,883,598	149,757,262	150,732,967
Furniture, fittings and equipment	53,038,827	46,688,432	53,369,077
Plant & Machinery	20,622,731	26,765,457	35,291,092
Vehicles	340,840	360,810	493,916
Total non-currents assets pledged as security	**1,025,148,015**	**1,036,574,153**	**1,054,108,878**
Total assets pledged as security	**1,324,680,171**	**1,374,317,739**	**1,455,372,723**

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42. DISCLOSURE AS REQUIRED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006, TO THE EXTENT ASCERTAINED, AND AS PER NOTIFICATION NUMBER GSR 679 (E) DATED 4TH SEPTEMBER, 2015

Sl. No.	Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
i	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year.	–	–	–
ii	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	–	–	–
iii	The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	–	–	–
iv	The amount of interest accrued and remaining unpaid at the end of each accounting year.	–	–	–
v	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	–	–	–

The above information has been determined to the extent such parties identified on the basis of information available with the Group.

43. OPERATING LEASES (OTHER THAN LAND LEASES)

The Parent Company has operating lease for an office permise which is a non-cancellable lease for a period of 5 years. With respect to non-cancellable operating lease, the future minimum lease payment at the balance sheet date is as under.

43.1 Future Minimum Lease Payments

At 31st March 2018, the future minimum lease payments to be made under non-cancellable operating leases are as follows:

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Payables within one year	–	1,800,000	1,800,000
Payables later than one year but not later than five years	–	–	1,800,000
Payables later than five years	–	–	–

43.2 Amounts recognized in Profit or Loss

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Minimum lease payments	3,112,901	3,271,835
Total rental expense relating to operating leases	3,112,901	3,271,835

Notes to Consolidated Financial Statements
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44. DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD - 19 'EMPLOYEE BENEFITS'

44.1 Defined Contribution Plan:

The Group makes contribution towards provident fund and superannuation fund to a defined contribution retirement plan for qualifying employees. The Provident fund plan is operated by statutory authorities. Under the said scheme the company is required to contribute a specific percentage of pay roll costs in respect of eligible employees to the retirement benefit scheme to fund the benefits.

The Parent Company operates a superannuation scheme for certain employees and contributions by the Parent Company under the scheme, is charged against revenue every year.

The amount recognized as an expense for the Defined Contribution Plans are as under:

Sl. No.	Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
a.	Provident Fund	41,493,964	41,614,109
b.	Superannuation Fund	3,894,905	3,921,210

44.2 Defined Benefit Plan:

The following are the types of defined benefit plans

44.2.1 Gratuity Plan

The Group makes annual contribution of gratuity to gratuity funds duly constituted and administered by independent trustees and funded with Birla Sun Life Insurance Company Limited/ independent trust and Life Insurance Corporation for the qualifying employees. The scheme provides for a lump sum payment to vested employees upon retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of 5 years of continuous service.

The present value of defined obligation and related current cost are measured using the projected unit credit method with actuarial valuation being carried out at each balance sheet date.

44.2.2 Leave

The employees of the Company are also eligible for encashment of leave upon retirement up to 30 days for each year (maximum 120 days). The benefit obligation related to leave liability are funded with Life Insurance Corporation of India.

44.2.3 Risk Exposure

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

Interest rate risk	The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation with tend to increase.
Salary Inflation risk	Higher than expected increases in salary will increase the defined benefit obligation.
Demographic risk	This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compare to long service employee.

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44.2.4 Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Net defined benefit asset/(liability) at the beginning of the year	(361.58)	(246.57)
Service Cost	(121.96)	(109.26)
Net interest on net defined benefit (liability)/asset	(25.49)	(14.00)
Amount recognised in OCI	129.00	(129.38)
Employer contributions	5.00	137.63
Net defined benefit asset/(liability) at the end of the year	(375.03)	(361.58)

44.2.5 Reconciliation of Defined Benefit Obligations

The following table shows a reconciliation to defined benefits obligations:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Defined Benefit Obligation at the beginning of the year	1,957.68	1,734.34
Current Service Cost	121.96	109.26
Interest Cost on the defined benefit obligation	133.37	131.27
Actuarial (gain)/loss-experience	(39.10)	70.99
Actuarial (gain)/loss-financial assumptions	(78.22)	92.97
Benefits paid from plan assets	(158.42)	(181.15)
Defined Benefit Obligation at the end of the year	1,937.27	1,957.68

44.2.6 Reconciliation of the Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Fair Value of Plan Assets at the beginning of the year	1,596.10	1,487.77
Interest Income on Plan Assets	107.88	117.27
Return on plan assets greater/ (lesser) than discount rate	11.69	34.58
Employer Contributions	5.00	137.63
Benefits Paid	(158.42)	(181.15)
Fair Value of Plan Assets at the end of the year	1,562.25	1,596.10

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44.2.7 Expenses recognized in profit or loss (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Current Service Cost	121.96	109.26
Interest Cost	133.29	130.94
Interest Income on Plan Assets	107.88	117.27

44.2.8 Remeasuremets recognzied in other comprehensive income (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Actuarial (gain)/ Loss on defined benefit obligation	(117.32)	163.96
Return on plan assets greater/ (lesser) than discount rate	(4.13)	(39.60)

44.2.9 Major Categories of Plan Assets

The Gratuity Scheme is invested in a Group Unit Linked Gratuity Plan managed by Birla Sun Life Insurance Company Limited / the Independent Administered Gratuity Fund and Life Insurance Corporation. The information on the allocations of fund managed by Birla Sun Life Insurance Company Limited and Life Insurance Corporation into major assets classes and expected return on each major classes are not readily available. In case of company's administered trust, 100% allocation of fund has been made towards government securities. The expected rate of return on plan assets is based on the assumed rate of return provided by Company's actuary.

44.2.10 Actuarial Assumptions (₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Financial Assumptions		
Discount Rate	7.60	7.10
Salary Escalation Rate- Management	8.00	8.00
Salary Escalation Rate- Non- Management	6.00	6.00
Demographic Assumptions		
Mortality Rate	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Withdrawal Rate	Age from 20-40 : 2.00% Age from 40-60 : 1.00%	Age from 20-40 : 2.00% Age from 40-60 : 1.00%

44.2.11 The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Notes to Consolidated Financial Statements

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44.2.12 At 31st March 2018, the weighted average duration of the defined benefit obligation was 9 years (previous year 8). The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows :

(₹ in lacs)

Expected benefits payment for the year ending on	Gratuity
31st March 2019	263.42
31st March 2020	128.04
31st March 2021	156.82
31st March 2022	145.04
31st March 2023	189.61
31st March 2024 to 31st March 2028	1,226.26

44.2.13 The Group expects to contribute ₹ Nil (previous year ₹ 5,00,000) to its gratuity fund in 2018-19

44.2.14 Sensitivity Analysis

The sensitivity analyses below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occuring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

(₹ in lacs)

Particulars	Gratuity	
	2017-18	2016-17
Effect on DBO due to 1% increase in Discount Rate	(140.40)	(147.30)
Effect on DBO due to 1% decrease in Discount Rate	162.50	170.80
Effect on DBO due to 1% increase in Salary Escalation Rate	162.60	170.62
Effect on DBO due to 1% decrease in Salary Escalation Rate	(143.50)	(149.78)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

45 IN ACCORDANCE WITH THE GUIDANCE NOTE ON ACCOUNTING FOR EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES, THE REQUISITE DISCLOSURE AS AS FOLLOWS:

(₹ in lacs)

45.1 Particulars	Gratuity	
	2017-18	2016-17
Gross Amount Required to be spent by the company during the year	-	5.27
Provision made in relation to CSR expenditure	-	-

(₹ in lacs)

45.2 Particulars	2017-18		2016-17	
	In Cash	Yet to be paid in cash	In Cash	Yet to be paid in cash
Amount spent during the year on :				
Construction/ Acquisition of any asset	–	–	–	–
On purpose other than above	0.90	–	0.62	–
Unspent Amount	–		4.65	–

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46 RELATED PARTY DISCLOSURES

46.1 Name of the related parties and description of relationship

A Key Management Personnel

- Hemant Bangur- Chairman
- Pushpa Devi Bangur- Non Executive Director
- Manoj Kumar Daga-Independent Director
- Mihir Mohan Pyne-Independent Director
- Jay Kumar Surana-Independent Director
- Mr. K. C. Mohta - Executive Director & C.E.O (till 30th April,2018)
- Mr.Babulal Dhanuka - Chief Financial Officer (upto 31.03.2018)
- Mr.Sharad Bagree - Company Secretary
- Mr.Sayansiddha Das - Chief Financial Officer (w.e.f 23.03.2018)

B Enterprises/Individual having control over the Company

- Credwyn Holdings (I) Private Limited (CHPL)
- Kettlewell Bullen & Company Limited (KBCL)
- The Oriental Company Limited (TOCL)
- Madhav Trading Corporation Limited (MTCL)
- Wind Power Vinimay Private Limited (WPVPL)
- Gopal Das Bangur (HUF)
- PDGD Investment & Trading Private Limited
- Mugneeram Bangur & Company LLP (MB)
- The Cambay Investment Corporation Limited (TCICL)

C Post Employement Benefit Plan

- Bangur Superannuation Fund
- Joonktollee Tea & Industries Limited Gratuity Fund

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(Amount in ₹)

46.2 Summary of transactions with the related parties

Particulats	Associate of the Company	Entities over which Key Management Personnels are able to exercise control/joint control	Key Management Personnel	Post Employement Benefit Plan
Loan/ Advances Given	**3,500,000**	**7,500,000**	–	–
Previous Year	7,500,000	–		
Loan/ Advances Refunded	**3,500,000**	**7,500,000**	–	–
Previous Year	7,500,000			
Loan Received		**35,000,000**	–	–
Previous Year		–		
Loan Repaid		**35,000,000**	–	–
Previous Year		–		
Interest Income/ (Paid)	**185,261**	**(581,918)**	–	–
Previous Year	24,658	–		
Rent Paid	–	**1,867,500**	–	–
Previous Year		2,067,750		
Dividend Paid	–	**2,256,091**	**744,657**	–
Previous Year		1,336,063	1,379,251	
Sale of Investment	–	**48,649,500**	**43,528,500**	–
Previous Year		38,760,330		
Sitting Fees	–	–	**445,000**	–
Previous Year		–	435,000	
Remuneration	–	–	**11,108,542**	–
Previous Year			10,779,099	–
Contribution towards post employement benefit plan	–	–	–	**3,911,206**
Previous Year				4,821,210

46.3 Summary of Closing Balance Outstanding with the related parties

Particulats	Associate of the Company	Enterprises/ Individual having control over the Company	Other Companies over which the Key Management Personnel are able to exercise a significant influence	Key Management Personnel	Post Employement Benefit Plan
Loan/ Advances Receivable					
2018	–	7,500,000	–	–	–
2017	–	7,500,000	–	–	–
2016	–	7,500,000	–	–	–

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(Amount in ₹)

46.4 Key Management Personnel compensation

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Short-term employee benefits	11,108,547	10,779,099
*Post-employment benefits	1,730,769	–
*Long-term employee benefits	1,200,000	–
Sitting Fees	445,000	435,000
Total compensation	**14,484,316**	**11,214,099**

* Post-employment benefits and other long-term benefits is being disclosed based on actual payment made on retirement/resignation of services, but does not includes provision made on actuarial basis as the same is available for all the employees together.

46.5 Major terms and conditions of transactions with related parties

Transactions with related parties are carried out in the normal course of business and are made on terms equivalent to those that prevail in arm's length transactions.

47 SEGMENT REPORTING

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Based on the management approach as defined in Ind AS 108, the Chief Operating Decision Maker evaluates the Company's performance based on only three segment i.e. Tea, Coffee and Rubber which have been identified taking into account the organizational structure as well as the differing risks and returns of these segments. The segment wise revenue, assets and liabilities relate to the respective amounts directly identifiable with each other of the segments. There is no inter-segment revenue. The company does not have any secondary/geographical segments.

Particulars	2017-18	2016-17
Segment Revenue		
Tea	848,964,581	815,516,332
Coffee	43,488,720	50,091,587
Rubber	162,554,341	72,501,944
Others	9,960,980	8,029,099
Total	**1,064,968,622**	**946,138,962**
Segment Results		
Tea	(77,995,043)	(97,114,043)
Coffee	(11,684,672)	(3,301,388)
Rubber	(22,856,423)	(18,141,605)
Others	6,786,616	9,326,146
Total	**(105,749,522)**	**(109,230,890)**
Interest Expenses	80,978,724	79,105,066
Interest Income	16,892,369	20,013,089
Other Unallocated Income (net of Unallocated Expenses)	6,908,482	(226,277)
Total Profit before Tax	(162,927,395)	(168,549,144)
Less : Income Taxes	(19,340,531)	(24,836,612)
Total Profit/(Loss) after Tax	**(143,586,863)**	**(143,712,532)**

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(Amount in ₹)

Particulars	31-03-2018		31-03-2017		01-04-2016	
Segment Assets & Segment Liabilities	**Assets**	**Liabilities**	**Assets**	**Liabilities**	**Assets**	**Liabilities**
Tea	1,462,740,800	122,031,940	1,488,714,075	117,100,570	1,334,702,034	71,758,486
Coffee	377,987,806	2,802,443	382,115,542	3,558,346	387,198,037	2,688,890
Rubber	219,171,415	15,873,672	276,106,528	27,115,488	230,509,469	13,259,336
Others	2,253,044	–	1,648,459	10,287,867	1,851,490	–
Unallocable	550,758,277	179,630,053	715,356,888	181,924,617	835,776,556	199,421,345
Total	**2,612,911,342**	**320,338,108**	**2,863,941,492**	**339,986,888**	**2,790,037,586**	**287,128,057**
Capital Expenditure & Depreciation/ Amortisation	**Capital Expenditure**	**Depreciation/ Amortisation**	**Capital Expenditure**	**Depreciation/ Amortisation**	**Capital Expenditure**	**Depreciation/ Amortisation**
Tea	46,118,899	59,826,653	45,162,085	65,976,423	64,864,938	32,066,446
Coffee	4,906,980	4,794,268	11,899,912	4,721,573	1,624,240	2,395,284
Rubber	4,438,887	11,546,889	7,709,430	12,196,946	4,833,097	3,153,301
Unallocable	-	2,324,391	883,874	3,207,559	197,490	5,123,085
Total	**55,464,766**	**78,492,201**	**65,655,301**	**86,102,501**	**71,519,765**	**42,738,116**

No customer individually accounted for more than 10% of the revenues from external customers during the years.

48 TRANSITION TO IND AS

48.1 Basis for Preparation

For all period up to and including the year ended March 31, 2017, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended March 31, 2018 are the Company's first annual Ind AS financial statements and have been prepared in accordance with Ind AS.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements for the year ended 31 March 2017 and in the preparation of an opening Ind AS balance sheet at 1 April 2016 (the date of transition). This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

48.2 Exceptions and Exemptions Applied

Ind AS 101 "First-time adoption of Indian Accounting Standards" (hereinafter referred to as Ind AS 101) allows first time adopters certain exemptions from the retrospective application of certain IND AS, effective for April 1, 2016 opening balance sheet. In preparing these consolidated financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

48.2.1 Optional Exemptions Availed

a Business Combinations

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date.

The Company has not applied Ind AS 103 to acquisitions of businesses under Ind AS, that occured before the transition date i.e., 1st April 2016. Accordingly, business combinations occurring prior to the transition date have not been restated.

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b Property Plant and Equipment, Intangible Assets and Investment Properties

As permitted by para D5-D8B of Ind AS 101, the Company has elected to measure items of property, plant and equipment at cost as per Ind AS except for Bearer Plants which are measured at Fair Value at the date of transition. Intangible assets has been measured at its carrying value at the transition date.

c Determining whether an arrangement contains a Lease

Para D9-D9AA of Ind AS 101 includes an optional exemption that permits an entity to apply the relevant requirements in Appendix C of Ind As 17 "Leases" for determining whether an arrangement existing at the date of transition contains a lease by considering the facs and circumstances existing at the date of transition (rather than at the inception of the arrangement). The Company has applied the above transition provision and has assessed all the arrangements at the date of transition.

d Designation of previously recognised financial instruments

Para D19B of Ind AS 101 permits an entity to designate particular investments in equity instruments as at fair value through other comprehensive income (FVOCI) based on facts and circumstances at the date of transition to Ind AS (rather at initial recognition). The Company has opted to avail this exemption to designate its investments in equity insturments (other than investment in subsidiaries and associates) as FVOCI on the date of transition.

48.2.2 Mandatory Exceptions

a Estimates

As per para 14 of Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per para 16 of the standard, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition or at the end of the comparative period.

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statement that were not required under the previous GAAP are listed below:

-Fair Valuation of financial instruments carried at FVTPL and/ or FVOCI.

-Impairment of financial assets based on the expected credit loss model.

-Determination of the discounted value for financial instruments carried at amortized cost.

-Measurement of biological assets at fair value less cost to sell.

-Measurement of agricultural produce at fair value less cost to sell.

-Measurement of Inventory comprising agricultural produce.

b De-recognition of financial assets and liabilities

As per para B2 of Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, "Financial Instruments", prospectively for transactions occurring on or after the date of transition to Ind AS. However, para B3 gives an option to the entity to apply the derecognition requirements from a date of its choice if the information required to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the initially accounting for those transctions. The company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

c Classification and measurement of financial assets

Para B8 - B8C of Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measuremnt of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

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(Amount in ₹)

Accordingly, the company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively.

48.3 Impact of Transition to Ind AS

The following is a summary of the effects of the differences between Ind AS and Indian GAAP on the Company's total equity shareholders' funds and profit and loss for the financial periods previously reported under Indian GAAP following the date of transition to Ind AS.

48.3.1 Reconciliation of equity as at date of transition (1st April 2016)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	b	1,136,248,085	378,450,753	1,514,698,838
Capital Work-In-Progress		5,394,451	–	5,394,451
Goodwill on Consolidation		41,255,446	–	41,255,446
Intangible Assets		507,392	–	507,392
Investment Property		45,141,616	–	45,141,616
Biological Asset other than Bearer Plants		–	344,762,000	344,762,000
Investment in Subsidiaries & Associate		286,906	–	286,906
Financial Assets				
Investments		44,412,859	–	44,412,859
Loans	a	18,496,660	(1,126,992)	17,369,668
Other Financial Assets		27,500,000	–	27,500,000
Non-Current Tax Assets		36,450,533	–	36,450,533
Other Non-Current Assets	a	26,906,214	512,087	27,418,301
Total Non Current Asset		**1,382,600,162**	**722,597,848**	**2,105,198,010**
CURRENT ASSETS				
Inventories	c	139,744,191	1,161,279	140,905,470
Biological Asset other than Bearer Plants	d	–	10,328,062	10,328,062
Financial Assets				
Trade Receivables		65,224,173	–	65,224,173
Cash and Cash Equivalents		142,527,242	–	142,527,242
Bank balances other than above		156,477,044	–	156,477,044
Loans		115,837,434	–	115,837,434
Other Financial Assets		7,207,800	–	7,207,800
Other Current Assets	a	45,837,875	494,476	46,332,351
Total Current Assets		**672,855,759**	**11,983,817**	**684,839,576**
Total Assets		**2,055,455,921**	**734,581,665**	**2,790,037,586**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital		41,422,010	–	41,422,010
Other Equity	i	1,259,127,039	564,722,987	1,823,850,026
Equity attributable to the owners		**1,300,549,049**	**564,722,987**	**1,865,272,036**

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Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		227,916,666	–	227,916,666
Other financial liabilities		54,442	–	54,442
Provisions				
Deferred Tax Liabilities (Net)	f	(1,448,208)	174,338,181	172,889,973
Non-Current Tax Liabilities		4,400,938	–	4,400,938
Non Current Liability		**230,923,838**	**174,338,181**	**405,262,019**
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		329,304,160	–	329,304,160
Trade Payables		29,580,919	–	29,580,919
Other Financial Liabilities		104,805,379	–	104,805,379
Provisions	e	37,971,404	(4,479,503)	33,491,901
Other Current Liabilities		22,321,172	–	22,321,172
Current Liability		**523,983,034**	**(4,479,503)**	**519,503,531**
Total Equity and Liabilities		**2,055,455,921**	**734,581,665**	**2,790,037,586**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

48.3.2 Reconciliation of equity as at date of transition (31st March 2017)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	b	1,109,518,205	624,756,464	1,734,274,669
Capital Work-In-Progress		31,614,713	–	31,614,713
Goodwill on Consolidation		280,240,643	(209,542,362)	70,698,281
Intangible Assets		1,169,593	–	1,169,593
Biological Asset other than Bearer Plants		–	340,834,000	340,834,000
Financial Assets				
Investments		48,699,295	–	48,699,295
Loans	a	21,952,397	(596,264)	21,356,133
Other Financial Assets		–	–	–
Non-Current Tax Assets		40,498,392	–	40,498,392
Other Non-Current Assets	a	26,482,619	17,611	26,500,230
Total Non Current Asset		**1,560,175,857**	**755,469,449**	**2,315,645,306**

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(Amount in ₹)

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
CURRENT ASSETS				
Inventories	c	248,619,692	2,018,104	250,637,796
Biological Asset other than Bearer Plants	d	–	11,127,922	11,127,922
Financial Assets				
Trade Receivables		58,219,458	–	58,219,458
Cash and Cash Equivalents		87,650,342	–	87,650,342
Bank balances other than above		2,406,271	–	2,406,271
Loans		105,124,137	–	105,124,137
Other Financial Assets		8,707,879	–	8,707,879
Other Current Assets	a	23,927,898	494,483	24,422,381
Total Current Assets		**534,655,677**	**13,640,509**	**548,296,186**
Total Assets		**2,094,831,534**	**769,109,958**	**2,863,941,492**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital		41,422,010	–	41,422,010
Other Equity	i	1,081,788,968	585,063,253	1,666,852,221
Equity attributable to the owners		**1,123,210,978**	**585,063,253**	**1,708,274,231**
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		254,583,333	–	254,583,333
Provisions		36,157,957	–	36,157,957
Deferred Tax Liabilities (Net)	f	(10,613,967)	184,046,705	173,432,738
Non-Current Tax Liabilities		4,984,938	–	4,984,938
Non Current Liability		**285,112,261**	**184,046,705**	**469,158,966**
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings		475,680,373	–	475,680,373
Trade Payables		41,957,928	–	41,957,928
Other Financial Liabilities		115,941,792	–	115,941,792
Provisions		23,417,280	–	23,417,280
Other Current Liabilities		29,510,922	–	29,510,922
Current Liability		**686,508,295**	**–**	**686,508,295**
Total Equity and Liabilities		**2,094,831,534**	**769,109,958**	**2,863,941,492**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

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(Amount in ₹)

48.3.3 Reconciliation of total comprehensive income for the year ended 31 March 2017

Particulars	Refer Note No.	Previous GAAP*	Adjustment	Ind AS
INCOME				
Revenue from Operations		946,138,962	–	946,138,962
Other Income	d	68,824,738	(3,500,261)	65,324,477
Total Income (A)		**1,014,963,700**	**(3,500,261)**	**1,011,463,439**
EXPENSES				
Cost of Materials Consumed		237,516,294	–	237,516,294
Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	c	(101,634,941)	(354,910)	(101,989,851)
Employee Benefits Expense	g	554,908,899	(12,130,668)	542,778,231
Finance Costs		79,105,066	–	79,105,066
Depreciation and Amortisation Expense	b	52,334,898	33,767,603	86,102,501
Other Expenses	h	337,139,294	(925,858)	336,213,436
Total Expenses (B)		**1,159,369,510**	**20,356,167**	**1,179,725,677**
Profit / (Loss) before share of net profit / (loss) of associate and Tax		**(144,405,810)**	**(23,856,428)**	**(168,262,238)**
Add : Share of Loss in associate for the year		(286,906)	–	(286,906)
Profit / (Loss) before Tax		**(144,692,716)**	**(23,856,428)**	**(168,549,144)**
Tax Expense:				
Current Tax		1,430,000	–	1,430,000
Deferred Tax	f	(9,170,672)	(17,095,940)	(26,266,612)
Profit / (Loss) for the year		**(136,952,044)**	**(6,760,488)**	**(143,712,532)**
Other Comprehensive Income				
Items that will not be reclassified to profit or loss				
Remeasurement of defined benefit plan	g	–	(12,932,000)	(12,932,000)
Income tax relating to these items	f	–	4,126,231	4,126,231
Other Comprehensive Income for the Year (Net of Tax)		**–**	**(8,805,769)**	**(8,805,769)**
Total Comprehensive Income for the period		**(136,952,044)**	**(15,566,257)**	**(152,518,301)**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

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as at and for the year ended 31st March, 2018

(Amount in ₹)

48.3.4 Reconciliation of Total Equity

Particulars	Refer Note No.	As on 31st March, 2017	As on 1st April, 2016
Total Equity as per previous GAAP		**1,123,210,978**	**1,300,549,049**
Add/ (less): Adjustments for GAAP difference			
Effect of fair valuation of Financial Assets	a	50,016,287	(120,429)
Effect of fair valuation of Bearer Plant	b	534,269,978	378,450,753
Effect of measuring Inventory of Finished goods as per Ind AS	c	2,018,104	1,161,279
Effect of recognition of Biological Asset	d	351,961,922	355,090,062
Effect of recognition of Agriculture Produce	d	–	–
Effect of proposed dividend	e	–	4,479,503
Effect of others		(169,156,334)	–
Tax adjustment on Ind AS adjustment	f	(184,046,704)	(174,338,181)
Total Equity as per Ind AS		**1,708,274,230**	**1,865,272,036**

48.3.5 Reconciliation of total comprehensive income for the year ended 31 March 2017

Particulars	Refer Note No.	2016-17
Total Profit as per previous GAAP		**(136,952,044)**
Add/ (less): Adjustments for GAAP difference		
Effect of fair valuation of Financial Assets	a	(1,831,738)
Effect of fair valuation of Bearer Plant	b	(31,899,612)
Effect of measuring Inventory of Finished goods aa per Ind AS	c	354,910
Effect of recognition of Biological Asset	d	(3,411,990)
Effect of recognition of Agriculture Produce	d	–
Tax adjustment on Ind AS adjustment	f	21,222,172
Total Comprehensive Income as per Ind AS		**(152,518,301)**

48.3.6 Impact of Ind AS adoption on the consolidated statements of cash flows for the year ended 31 March 2017

Particulars	Notes	Previous GAAP	Adjustments	Ind AS
Net cash flow from Operating Activities	a	(73,659,417)	–	(73,659,417)
Net cash flow from Investing Activities	a	(45,934,053)	–	(45,934,053)
Net cash flow from Financing Activities		60,361,660	–	60,361,660
Net increase/(decrease) in cash and cash equivalents		**(59,231,810)**	**–**	**(59,231,810)**
Cash and cash equivalents as at 1st April 2016		146,882,152	–	146,882,152
Cash and cash equivalents as at 31st March 2017		87,650,342	–	87,650,342

48.3.7 Notes to First Time Adoption

a Fair valuation of Financial Assets

Under previous GAAP, the interest free security deposit were carried at cost. Under Ind AS the same are measured at fair value on initial recognition and subsequently measured at amortised cost.

Notes to Consolidated Financial Statements

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b Property Plant & Equipment

The Company have considered fair valuation for Bearer Plant & Land, other items of Property, Plant and Equipment are carried at cost as per Ind AS in accordance with stipulations of Ind AS 101 with the resultant impact being accounted for in the retained earnings. In the subsequent years, the same has resulted in additonal depreciation charge in the Statement of Profit & Loss.

c Inventory

Raw Materials : Under previous GAAP, no valuation was done for period end harvested tea-leaf. Under Ind AS, harvested leaf is measured at its fair value less cost to sell and is classified as Raw Materials.

Finished Goods : Under previous GAAP, tea stock has been valued at the lower of cost and net realizable value. Cost of inventories comprise all costs of purchase/production of green leaf, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Under Ind AS, cost of inventories comprise cost of purchase of green leaf, fair value of green leaf at the time of harvest less cost to sell, conversion cost and other costs incurred in bringing the inventories to their present location and condition.

d Biological Assets

Under previous GAAP, biological assets i.e. unplucked leaf on tea bushes, timber plantation, latex, cherries and other minor produce has neither been valued nor recognised in the accounts. Under Ind AS, unplucked leaf on tea bushes, timber plantation, latex, cherries and other minor produce has been measured at its fair value less cost to sell.

e Proposed Dividend

Under Indian GAAP, proposed dividends are recognized as liability in the period to which they relate irrespective of the approval by shareholders. Under Ind AS, a proposed dividend is recognised as a liability in the period in which it is declared by the entity (on approval of Shareholders in a general meeting) or paid.In the case of the entity, the declaration of dividend occurs after period end. Therefore, the liability for the year ended 31st March 2016 recorded for dividend has been derecognised against retained earnings on 1st April 2016.

f Deferred Tax

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to different temporary differences. According to the accounting policies, the group has to account for such differences. Deferred tax adjustments are recognized in correlation to the underlying transaction either in retained earnings or a separate component of equity.

g Remeasurements of post-employment benefit obligations

Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss.

h Reclassification between Previous GAAP and Ind AS

Trade discounts, rebates to customers (both primary and secondary) has been reclassifed from other expenses to revenue.

i Retained Earnings

Retained earnings as at April 1, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

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(Amount in ₹)

49 FAIR VALUE MEASUREMENT

Categories of Financial Assets & Financial Liabilities as at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Investment						
- Equity Instruments	–	3,859,645	–	–	48,699,295	–
Trade Receivables	–	–	79,500,220	–	–	58,219,458
Cash and Cash Equivalents	–	–	28,402,270	–	–	87,650,342
Bank Balance other than above	–	–	2,258,857	–	–	2,406,271
Loans to Employees	–	–	6,198,755	–	–	6,842,637
Loans to Companies/ Firm	–	–	–	–	–	100,000,000
Security Deposits	–	–	21,125,479	–	–	19,637,633
Other Financial Assets	–	–	4,620,843	–	–	8,707,879
Total Financial Assets	**–**	**3,859,645**	**142,106,424**	**–**	**48,699,295**	**283,464,220**
Financial Liabilities						
Borrowings	–	–	589,642,365	–	–	730,263,706
Trade Payables	–	–	51,705,216	–	–	41,957,928
Other Financial Libilities	–	–	88,178,387	–	–	115,941,792
Total Financial Liabilities	**–**	**–**	**729,525,968**	**–**	**–**	**888,163,426**

As at 1st April 2016

Particulars	FVTPL	FVOCI	Amortized Cost
Financial Assets			
Investment			
- Equity Instruments	–	44,412,859	–
Trade Receivables	–	–	65,224,173
Cash and Cash Equivalents	–	–	142,527,242
Bank Balance other than above	–	–	156,477,044
Loans to Employees	–	–	9,891,164
Loans to Companies/ Firm			107,022,770
Security Deposits	–	–	16,293,168
Other Financial Assets	–	–	34,707,800
Total Financial Assets	**–**	**44,412,859**	**532,143,361**
Financial Liabilities			
Borrowings	–	–	557,220,826
Trade Payables	–	–	29,580,919
Other Financial Libilities	–	–	104,805,379
Total Financial Liabilities	**–**	**–**	**691,607,124**

Notes to Consolidated Financial Statements

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(Amount in ₹)

50 FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES MEASURED AT AMORTISED COST

50.1 The following is the comparison by class of the carrying amounts and fair value of the Group financial instruments that are measured at amortized cost:

Particulars	31st March 2018		31st March 2017		1st April 2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets						
Trade Receivables	79,500,220	79,500,220	58,219,458	58,219,458	65,224,173	65,224,173
Cash and Cash Equivalents	28,402,270	28,402,270	87,650,342	87,650,342	142,527,242	142,527,242
Bank Balance other than above	2,258,857	2,258,857	2,406,271	2,406,271	156,477,044	156,477,044
Loans to Employees	6,198,755	6,198,755	6,842,637	6,842,637	9,891,164	9,891,164
Loans to Companies/ Firm	–	–	100,000,000	100,000,000	107,022,770	107,022,770
Security Deposits	21,125,479	21,125,479	19,637,633	19,637,633	16,293,168	16,293,168
Other Financial Assets	4,620,843	4,620,843	8,707,879	8,707,879	34,707,800	34,707,800
Total Financial Assets	**142,106,424**	**142,106,424**	**283,464,220**	**283,464,220**	**532,143,361**	**532,143,361**
Financial Liabilities						
Borrowings	589,642,365	589,642,365	730,263,706	730,263,706	557,220,826	557,220,826
Trade Payables	51,705,216	51,705,216	41,957,928	41,957,928	29,580,919	29,580,919
Other Financial Libilities	88,178,387	88,178,387	115,941,792	115,941,792	104,805,379	104,805,379
Total Financial Liabilities	**729,525,968**	**729,525,968**	**888,163,426**	**888,163,426**	**691,607,124**	**691,607,124**

50.2 The management assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, short term borrowings, and other financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments.

50.3 The management considers that the carrying amounts of Financial assets and Financial liabilities recognised at nominal cost/amortised cost in the Financial statements approximate their fair values.

50.4 Non current borrowings has been contracted at floating rates of interest, which are reset at short intervals. Fair value of floating interest rate borrowings approximates their carrying value subject to adjustments made for transaction cost.

51 FAIR VALUE HIERARCHY

51.1 Financial Instrument

The following are the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels of fair value measurement as prescribed under the Ind AS 113 “Fair Value Measurement”. An explanation of each level follows underneath the tables.

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(Amount in ₹)

Assets and Liabilities measured at Fair Value - recurring fair value measurements

As at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets						
Investment						
- Equity Instruments	–	–	3,859,645	–	–	48,699,295
Total Financial Assets	**–**	**–**	**3,859,645**	**–**	**–**	**48,699,295**

As at 1st April 2016

Particulars	Level 1	Level 2	Level 3
Financial Assets			
Investment			
- Equity Instruments	–	–	44,412,859
Total Financial Assets	**–**	**–**	**44,412,859**

51.2 Biological assets other than bearer plants

This section explains the judgements and estimates made in determining the fair values of the biological assets other than bearer plants that are recognised and measured at fair value in the financial statements. The Group uses a Valuation technique that is appropriate in the circumstances and for which sufficient data are available to measure the fair value, maximising the use of relevant observable inputs.

Biological Assets measured at Fair Value less cost to sell

As at 31st March 2018 and 31st March 2017

Particulars	31st March 2018			31st March 2017		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Non Financial Assets						
Biological Assets other than Bearer Plant						
- Unharvested Tea Leaf & Other Minor Produce	–	11,280,024	436,936	–	10,887,971	239,951
- Timber Plantations	–	329,670,482	–	–	340,834,000	–
Total Non Financial Assets	**–**	**340,950,506**	**436,936**	**–**	**351,721,971**	**239,951**

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(Amount in ₹)

As at 1st April 2016

Particulars	Level 1	Level 2	Level 3
Non Financial Assets			
Biological Assets other than Bearer Plant			
- Unharvested Tea Leaf & Other Minor Produce	–	10,328,062	283,850
- Timber Plantation	–	344,762,000	–
Total Non Financial Assets	**–**	**355,090,062**	**283,850**

51.2.1 Valuation Technique

Unharvested Tea Leaf: Fair value is being arrived at based on the observable market prices of made tea adjusted for manufacturing costs. The same is applied on quantity of the tea leaves unharvested using plucking averages of various estates.

Timber Plantation: Fair value is being arrived at based on the observable market prices of timber.

51.3 During the year ended March 31, 2018 and March 31, 2017 there are no transfers between level 1, level 2 and level 3.

51.4 Explanation to the fair value hierarchy

The Group measures Financial instruments, such as, equity investments and non financial instruments, such as, unharvested tea leaf and timber plantation, at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The valuation of equity instruments are based on level 3 inputs and valuation of unharvested tea leaf and timber plantation are based on level 2 inputs as per the hierarchy mentioned in the Accounting Policies.

52 FINANCIAL RISK MANAGEMENT

Financial management of the Group has been receiving attention of the top management of the Group. The management considers finance as the lifeline of the business and therefore, financial management is carried out meticulously on the basis of detailed management information systems and reports at periodical intervals extending from daily reports to long-term plans. Importance is laid on liquidity and working capital management with a view to reduce over-dependence on borrowings and reduction in interest cost. Various kinds of financial risks and their mitigation plans are as follows:

52.1 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations leading to financial loss. The Group has an established credit policy and a credit review mechanism. Credit exposure is undertaken only with large reputed business houses and with no history of default against payments. Based on the business model, macro economic enviroment of the business and past trends, the management has determined nil percentage for any class of financial asset under expected credit loss.

52.2 Liquidity Risk

The Group determines its liquidity requirement in the short, medium and long term. This is done by drawings up cash forecast for short term and long term needs.

The Group manage its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity monitoring future cash flow and liquidity on a regular basis. Surplus funds not immediately required are invested in certain mutual funds and fixed deposit which provide flexibility to liquidate. Besides, it generally has certain undrawn credit facilities which can be assessed as and when required; such credit facilities are reviewed at regular basis.

Notes to Consolidated Financial Statements

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(Amount in ₹)

52.2.1 Maturity Analysis for financial liabilities

a. The following are the remaining contractual maturities of financial liabilities as at 31st March 2018

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	30,000,000	30,000,000	180,000,000	240,000,000
Working Capital loans repayable on demand	43,092,365	–	–	–	43,092,365
Short term loan	–	366,550,000	–	–	366,550,000
Trade payables	–	51,705,216	–	–	51,705,216
Other financial liabilities	2,528,362	25,650,025	–	–	28,178,387
Total	**45,620,727**	**473,905,241**	**30,000,000**	**180,000,000**	**729,525,968**

b. The following are the remaining contractual maturities of financial liabilities as at 31st March 2017

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	40,833,334	44,583,333	254,583,333	340,000,000
Working Capital loans repayable on demand	149,031,129	–	–	–	149,031,129
Short term loan	–	326,649,244	–	–	326,649,244
Trade payables	–	41,957,928	–	–	41,957,928
Other financial liabilities	2,450,689	28,074,436	–	–	30,525,125
Total	**151,481,818**	**437,514,942**	**44,583,333**	**254,583,333**	**888,163,426**

c. The following are the remaining contractual maturities of financial liabilities as at 1st April 2016

Particulars	On Demand	Less than 6 months	6 months to 1 year	More than 1 year	Total
Borrowings					
Term loan from banks	–	29,166,667	51,250,000	227,916,666	**308,333,333**
Working Capital loans repayable on demand	147,654,160	–	–	–	**147,654,160**
Short term loan	–	181,650,000	–	–	**181,650,000**
Trade payables	–	29,580,919	–	–	**29,580,919**
Other financial liabilities	2,535,541	21,853,171	–	–	**24,388,712**
Total	**150,189,701**	**262,250,757**	**51,250,000**	**227,916,666**	**691,607,124**

d. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements (if any). The interest payments on variable interest rate loans in the tables above reflect market forward interest rates at the respective reporting dates and these amounts may change as market interest rates change. Except for these financial liabilities, it is not expected that cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts. When the amount payable is not fixed, the amount disclosed has been determined with reference to conditions existing at the reporting date.

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52.3 Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Group business primarily agricultural in nature, exposes it to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of adverse weather conditions and lack of future markets. The Company closely monitors the changes in market conditions and select the sales strategies to mitigate its exposure to risk. Market risk comprises two type of risks: Interest Rate Risk and Commodity Risk.

52.3.1 Commodity Risk

Cultivation of tea being an agricultural activity, there are certain specific financial risks. These financial risks arise mainly due to adverse weather conditions, logistic problems inherent to remote areas, and fluctuation of selling price of finished goods viz. tea, coffee and rubber due to increase in supply/availability.

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

i) Sufficient inventory levels of chemicals, fertilisers and other inputs are maintained so that timely corrective action can be taken in case of adverse weather conditions.

ii) Slightly higher level of consumable stores viz. packing materials, coal and HSD are maintained in order to mitigate financial risk arising from logistics problems.

iii) Sufficient working-capital-facility is obtained from banks in such a way that cultivation, manufacture and sale of tea is not adversely affected even in times of adverse conditions.

52.3.2 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 rates. The Parent exposure to the risk of changes in market interest rate relates primarily to Parent borrowing with floating interest rates. The Parent do not have any significant interest rate risk on its current borrowing due to their short tenure. The Parent is also exposed to interest rate risk on surplus funds parked in loans. To manage such risks, such loans are granted for short durations with fixed interest rate in line with the expected business requirements for such funds.

a Exposure to interest rate risk

Particulars	31st March 2018	31st March 2017	1st April 2016
Non Current Borrowings at floating rate	240,000,000	340,000,000	308,333,333
	240,000,000	**340,000,000**	**308,333,333**

b Sensitivity Analysis

Profit or loss is sensitive to higher/ lower interest expense from borrowings as a result of changes in interest rates. This analysis assumes that all other variables, in particular exchange rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	31st March 2018			31st March 2017		
	Sensitivity Analysis	Impact on		Sensitivity Analysis	Impact on	
		Profit before tax	Other Equity		Profit before tax	Other Equity
Interest Rate Increase by	0.50%	(1,200,000)	(829,200)	0.50%	(1,700,000)	(1,174,700)
Interest Rate Decrease by	0.50%	1,200,000	829,200	0.50%	1,700,000	1,174,700

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(Amount in ₹)

53 CAPITAL MANAGEMENT

The Group objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic Investments. Sourcing of capital is done through judicious combination of equity/internal accruals and borrowings, both short term and long term. Net debt (total borrowings less investments and cash and cash equivalents) to equity ratio is used to monitor capital.

Particulars	31st March 2018	31st March 2017	1st April 2016
Net Debt	621,240,095	728,030,031	619,331,401
Total Equity	1,568,879,060	1,708,274,231	1,865,272,036
Net Debt to Equity Ratio	0.40	0.43	0.33

54 Information pursuant to Regulation 34(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

Loan to associate company are as under :

Particulars	Balance Outstanding			Maximum Outstanding		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 1st April 2016
The Cochin Malabar Estates and Industries Ltd. (Associate)	–	–	–	3,500,000	7,500,000	4,000,000

Note: The loan was given for the general business purpose of the associate.

55 The Parent Company's entitlement of ₹ 17,560,442/- (2017: ₹ 17,560,442/-, 2016: ₹ 17,560,442/-) under section 80-IC of the Income Tax Act, 1961 in respect of income generated from facilities situated in North East states is pending before Hon'ble High Court since assessment year 2004-05 to 2013-14. The management of the Company does not foresee any additional liability of the income tax at this point.

56 Transfer of certain assets/liabilities from/to transferor companies/demerged units under the scheme of arrangement/ amalgamations carried out in earlier years are still in the process of completion.

57 The Board of Directors at its meeting held on 14th May,2018 recommended final dividend of ₹ 0.50 per equity share of face value of ₹ 10/- each for the financial year ended 31st March, 2018. The same amounts to ₹ 24.93 lacs (including dividend distribution tax of ₹ 4.22 lacs). The above is subject to approval at ensuing Annual General Meeting of the Parent Company and hence not recognised as a liability.

58 Trade Receivables, Loans, Other Financial Assets and Other Assets include certain overdue and unconfirmed balances. However, in the opinion of the management, these current assets would, in the ordinary course of business, realize the value stated in the accounts.

59 Miscellaneous Expenditure includes revenue expenditure on research and development ₹ 8,23,156/- (2017: ₹ 7,55,222/-, 2016: ₹ 4,42,783/-) incurred towards subscription to Tea Research Association.

60 During the financial year 2016 - 2017 , the Parent Company has acquired 100% equity shares of Keshava Plantations Private Limited (KPPL) on 5th April, 2016 for total consideration paid in cash amounting to ₹ 227,108,049. KPPL is in business of manufacturing of tea. The Parent Company has acquired KPPL as it operates in similar region and same industry as the parent company and expected synergies from combining operations of the company. In accordance with IND AS - 110 on "Consolidated Financial Statement", the difference between the cost of acquisition of shares over the net assets of the KPPL at the time of acquisition amounting to ₹ 2,94,42,835 has been recognised as goodwill on consolidation which is on

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account of expected synergies from combining operations of the company. The consolidation statement of profit & loss for the year includes loss of ₹ 1,06,73,055 and consolidated balance sheet includes net liability of ₹ 18,69,92,159 on account of KPPL. The Assets and Liabilities details as on date of acquisition is as follows:

Particulars	(Amount in ₹)
Assets	
Property, Plant and Equipment	272,507,742
Financial Assets	2,712,282
Non-Current Tax Assets	1,130,347
Inventories	5,977,786
Biological Asset other than Bearer Plants	283,850
Financial Assets	8,003,617
Other Current Assets	181,981
Total Assets	**290,797,605**
Liabilities	
Non Current Financial Liabilities	18,857,004
Deferred Tax Liabilities (Net)	30,930,694
Current Financial Liabilities	40,660,882
Provisions	2,041,641
Other Current Liabilities	642,170
Total Liabilities	**93,132,391**

Further during the financial year 2016 - 2017, the entire stake in Gloster Real Estates Private Limited has been disposed off and a sum of ₹ 14,63,719 has been recognised as profit on such disposal after considering the profit during the year of such subsidy amounting to ₹ 1,55,613 in the consolidated statement of profit & loss.

61 In view of approval dated 30th January, 2018 by the shareholders of the Parent Company through postal ballot, the company has disposed off 39.18% shares of Cowcoody Builders Private Limited on 30.01.2018 i.e. 10 months and a sum of ₹ 3,12,97,541 has been recognised as profit on such disposal after considering the profit upto 30.01.2018 of ₹ 47,07,133 in the consolidated statement of profit & loss.

62 Non Current Asset held for sale of Cowcoody Builders Pvt.Ltd as on 31.03.2018 :

Particulars	(Amount in ₹)	(Amount in ₹)
1 NON-CURRENT ASSETS		
a Property, Plant and Equipment	130,049,644	
b Capital Work-In-Progress	–	
c Other Intangible Assets	–	
d Investment Property	–	
e Financial Assets		
i Investments	46,738,902	
ii Loans	449,915	
iii Others	–	
Non-Current Tax Assets	5,915,405	
f Other Non-Current Assets	47,900	183,201,766

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

Particulars		(Amount in ₹)	(Amount in ₹)
2 CURRENT ASSETS			
a Financial Assets			
I Trade Receivables		5,219,977	
ii Cash & Cash equivalents		876,896	
iii Bank balances other than Note ii		131,715	
iv Loans		11,068,163	
v Others		–	
b Other Current Assets		–	17,296,751
Total Assets	**(A)**		**200,498,517**
LIABILITIES			
1 NON-CURRENT LIABILITIES			
a Financial Liabilities			
i Borrowings		–	
ii Other financial liabilities		–	
b Provisions		–	
c Deferred Tax Liabilities		–	
d Non-Current Tax Liabilities		4,255,000	4,255,000
2 CURRENT LIABILITIES			
a Financial Liabilities			
i Borrowings		–	
ii Trade Payables		–	
iii Other Financial Liabilities		–	
b Provisions		–	
c Other Current Liabilities		7,239,410	7,239,410
Total Current and Non Current Liabilities	**(B)**		**11,494,410**
Total Non Current Asset held for Sale	**(A - B)**		**189,004,107**

63 Additional Information, as required under Schedule III to the Companies Act 2013 of enterprises consolidated as Subsidiary / Associates :

Net Assets,i.e.total assets minus total liabilities

Name of Enterprise	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	As % of consolidated net assets	Amount (₹)	As % of consolidated net assets	Amount (₹)	As % of consolidated net assets	Amount (₹)
Parent						
Joonktollee Tea & Industries Limited	95.65%	1,571,545,479	98.66%	1,685,457,183	98.76%	1,842,134,249
Subsidiaries - Indian						
1. Cowcoody Builders Pvt.Ltd	11.50%	189,004,107	10.73%	183,355,548	9.58%	178,795,128
2. Pranav Infradev Co.Pvt.Ltd	12.18%	200,065,047	11.75%	200,698,131	10.81%	201,617,331
3. Gloster Real Estate	–	–	–	–	2.48%	46,236,998
4. Keshava Plantations Pvt.Ltd	10.53%	172,923,492	10.95%	186,992,159	–	–

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2018

Share in Profit & Loss

Name of Enterprise	Nature of Business	Place of Business	As at 31st March 2018 As % of consolidated profit & loss	As at 31st March 2018 Amount (₹)	As at 31st March 2017 As % of consolidated profit & loss	As at 31st March 2017 Amount (₹)
Parent						
Joonktollee Tea & Industries Limited	Cultivation & Manufacturing of Tea,Coffee & Rubber	India	(81.26%)	(108,926,247)	(99.79%)	(152,197,563)
Subsidiaries - Indian						
1. Cowcoody Builders Pvt. Ltd	Real Estate	India	–	–	2.99%	4,560,420
2. Pranav Infradev Co.Pvt. Ltd	Real Estate	India	(0.47%)	(633,084)	(0.60%)	(919,200)
3. Keshava Plantations Pvt. Ltd	Cultivation & Manufacturing of Tea	India	(10.50%)	(14,068,668)	(7.00%)	(10,673,055)
Associate (Investment as per equity method)						
The Cochin Malabar Estates And Industries Limited (24.68%)	Rubber	India	–	–	(0.19%)	(286,906)

64 Previous GAAP figures have been reclassified/regrouped to confirm the presentation requirements under IND AS and the requirements laid down in Division-II of the Schedule-III of the Companies Act, 2013.

As per our report of even date annexed.
For and on behalf of
JITENDRA K AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 318086E

Utsav Saraf
Partner
Membership No. 306932

Place : Kolkata
Dated: 14th May,2018

For and on behalf of Board of Directors

Hemant Bangur
Chairman
(DIN 00040903)

Manoj Kumar Daga
Director
(DIN 00123386)

Sayansiddha Das
Chief Financial Officer

Sharad Bagree
Manager (Finance) & Company Secretary

Information
regarding subsidiary companies

Form AOC - 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

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

Part "A" : Subsidiaries

Name of the subsidiary	**Keshava Plantations Pvt. Ltd.**	**Cowcoody Builders Pvt. Ltd.**	**Pranav Infradev Co. Pvt. Ltd.**
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	**31st March, 2018**	**31st March, 2018**	**31st March, 2018**
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INDIAN RUPEES	INDIAN RUPEES	INDIAN RUPEES
Share Capital	8,000,000	1,569,820	2,122,710
Reserves & Surplus	164,923,492	187,434,287	197,942,337
Total Assets	262,741,293	200,498,517	205,138,140
Total Liabilities	262,741,293	200,498,517	205,138,140
Investments	-	46,738,902	–
Turnover	67,343,420	11,177,358	1,187,265
Profit / (Loss) before taxation	(18,582,982)	6,978,153	(619,434)
Provision for taxation	(3,704,014)	1,329,594	13,650
Profit after taxation	(14,878,968)	5,648,559	(633,084)
Proposed Dividend	–	–	–
% of shareholding	100%	60.82%	100%

Part "B" : Associate

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies

Name of Associate		**The Cochin Malabar Estates and Industries Limited**
Latest audited Balance Sheet Date		**31st March, 2018**
Shares of Associate held by the Company on the year end		
No.		437294
Amount of Investment in Associate		₹ 42,366,029/- (net of provision for dimunition in the value of investment ₹ 1,00,06,274/-)
Extend of Holding %		24.68
Description of how there is significant influence		By virtue of holding more than 20% equity shares
Reason why the associate is not consolidated		N.A
Networth attributable to Shareholding as per latest audited Balance Sheet		(16,52,560)
Profit / (Loss) for the year		(7,18,808)
i.	Considered in Consolidation	–
ii.	Not Considered in Consolidation	(7,18,808)

Notes

If undelivered, please return to:

Joonktollee Tea & Industries Ltd.
Registered Office : 21, Strand Road, Kolkata - 700001

JOONKTOLLEE TEA & INDUSTRIES LIMITED

Regd. Office : 21, Strand Road
Kolkata - 700 001, Phone : 033 2230 9601
Website : www.joonktolleetea.in, E-mail : info@joonktolleetea.in
CIN : L01132WB1900PLC000292

NOTICE

NOTICE is hereby given that the 144th Annual General Meeting (AGM) of the Members of Joonktollee Tea & Industries Limited will be held on **Friday, the 31st August, 2018 at 10:30 A.M.** IST at Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020 to transact the following Business :

ORDINARY BUSINESS :

Item No.1 – Adoption of accounts

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018, along with the Reports of the Auditors and Directors thereon.

Item No.2 – Declaration of Dividend

To declare dividend for the financial year ended March 31, 2018.

Item No.3 – Re-appointment of Mr. Hemant Bangur

To appoint a Director in place of Mr. Hemant Bangur (DIN 00040903), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :

Item No.4 – Ratification of Cost Auditors' Remuneration

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder including any statutory enactment or modification thereof, the Company hereby accords its approval and consent for the payment of remuneration of ₹1,50,000/- (Rupees One Lac Fifty Thousand Only) plus applicable taxes and re-imbursement of travelling and out of pocket expenses payable to Messrs. D. Sabyasachi & Co., Cost Accountants (Firm Registration No. 000369) who have been appointed by the Board of Directors as the Cost Auditors of the Company, for the Financial Year ending 31st March, 2019."

May 14, 2018 By Order of the Board
Registered Office:
21, Strand Road,
Kolkata-700 001
Phone : 033 2230 9601
CIN : L01132WB1900PLC000292

S. Bagree
Company Secretary

NOTES :

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

   A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

   A PROXY CAN VOTE ONLY IF THE MEMBER HIMSELF IS NOT PRESENT AT THE MEETING. THE PROXY-HOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING. PROXIES ARE REQUESTED TO CARRY A PHOTO-IDENTIFICATION TO THE AGM VENUE.

3. **Book Closure Period :** Notice is also given under section 91 of the Companies Act, 2013 read with regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("SEBI-LODR") that the Register of Members and Share Transfer Books of the Company will remain closed from **25th August, 2018 to 31st August, 2018** (both days inclusive) to determine those Members who hold shares in physical form and who will be entitled to receive dividend which will be declared at the Annual General Meeting.

4. **Record Date :** Notice is also given under section 91 of the Companies Act, 2013 read with regulation 42 of SEBI-LODR that the Record Date will be **24th August, 2018** to determine those Members who hold shares in dematerialized form and who will be entitled to receive dividend which will be declared at the Annual General Meeting.

5. **Cut Off Date :** Notice is also given that the Cut Off Date has been fixed as **24th August, 2018** to determine the Members entitled to undertake voting electronically on the business and all resolutions set forth in this Notice by remote e-Voting.

6. Any person who is not a Member as on the cut off date should treat this notice for information purpose only.

7. Pursuant to Section 113 of the Companies Act, 2013 and Rules framed thereunder, the corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company, a certified copy of the Board Resolution and Power of Attorney, if any, authorizing their representative(s) to attend and vote on their behalf at the AGM.

8. Subject to the provisions of Section 126 of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the meeting, will be dispatched/ remitted commencing on or from 1st September, 2018.

9. **Bank Account Details :** Regulation 12 and Schedule I of SEBI-LODR require all companies to use the facilities of electronic clearing services for payment of dividend. **In compliance with these regulations, payment of dividend will be made only by electronic mode directly into the bank account of Members and no dividend warrants or demand drafts will be issued without bank particulars.**

   YOU ARE REQUESTED TO SUBMIT YOUR BANK DETAILS ALONG WITH AN ORIGINAL CANCELLED CHEQUE OR A XEROX COPY OF THE CHEQUE to our Registrars, M/s. Maheshwari Datamatics 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 dematerialized form.

10. All documents referred to in the notice requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. except Saturdays, Sundays and public holidays, from the date hereof up to the time of the Annual General Meeting.

11. In terms of the provisions of Section 124 of the Companies Act, 2013, the amount of dividend not encashed or claimed within 7 (seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund established by the Government. Accordingly, the unclaimed dividend in respect of Financial Year 2010-11 is due for transfer to the said Fund in September, 2018. The Company has transferred the unpaid or unclaimed dividend declared upto the financial year ended 31st March, 2010 to the Investor Education and Protection Fund (IEPF) established by the Central Government.

    Pursuant to the provisions of Investor Education & Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st August, 2017 (date of last AGM) on the website of the Company and also on the website of the Ministry of Corporate Affairs.

12. (a) Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more. Details of shares transferred to the IEPF Authority are available on the website of the Company.

    (b) Members are informed that once the unclaimed/ unpaid dividend is transferred to the designated account of IEPF and shares are transferred to the Demat Account of the IEPF Authority, no claim shall lie against the Company in respect of such dividend/ shares. The eligible Members are entitled to claim such unclaimed/unpaid dividend and shares including benefits, if any, accruing on such shares from the IEPF Authority by making an application in prescribed Form IEPF-5 online and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents at the Registered Office of the Company for verification of their claim.

13. Members who have neither received nor encashed their dividend warrant(s) so far, are requested to write to the Company, mentioning the relevant Folio Number or DP ID and Client ID, for issuance of duplicate/revalidated dividend warrant(s).

14. Members holding shares in physical form are requested to promptly notify in writing any changes in their address/ bank account details to the Secretarial Department of the Company at its Registered Office at 21, Strand Road, Kolkata-700 001 or the Registrar & Share Transfer Agent (RTA), M/s. Maheshwari Datamatics Pvt. Ltd. at 23, R.N.

Mukherjee Road, 5th Floor, Kolkata-700 001. Members holding shares in electronic form are requested to notify the changes in the above particulars, if any, directly to their Depository Participants (DP).

15. Equity Shares of the Company are under compulsory demat trading by all investors. The ISIN Number allotted is INE574G01013. SEBI has decided that securities of listed companies can be transferred only in dematerialized form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.

16. Members can avail the facility of nomination in respect of shares held by them in physical form in accordance with the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form SH-13 duly filled in to the Registrar & Share Transfer Agent (RTA), M/s. Maheshwari Datamatics Pvt. Ltd. at 23, R.N. Mukherjee Road, 5th Floor, Kolkata – 700 001.

17. Voting through electronic means

I. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 144th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

The instructions for e-voting are as under:

(i) The voting period begins on **28th August, 2018 at 9 A.M.** and ends on **30th August, 2018 at 5 P.M.** During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **24th August, 2018** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The Shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" tab.

(v) Now, Enter your User ID

(a) For CDSL : 16 digits beneficiary ID,

(b) For NSDL : 8 Character DP ID followed by 8 Digits Client ID,

(c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

(viii) If you are a first time user, follow the steps given below:

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

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

(x) Members holding shares in physical form will then reach directly 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 also 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.

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

(xii) Click on the EVSN for the Company.

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

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

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

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created 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 linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

II. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 24th August, 2018.

III. Any person who becomes a Member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. 24th August, 2018, may obtain the Sequence No. from RTA.

IV. Ms. Sweety Kapoor, Practicing Company Secretary, (Membership No. FCS:6410) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

V. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

VI. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website http://www.joonktolleetea.in and on the website of CDSL www.evoting.cdsl.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") and The Calcutta Stock Exchange Limited ("CSE"), where the shares of the Company are listed.

VII. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Annual General Meeting i.e. on Friday, 31st August, 2018.

18. The facility for voting, through ballot paper, will also be made available at the AGM and the Members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

19. Corporate Members are requested to send to the Company/ RTA, a duly certified copy of the Board Resolution / Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.

20. Members are requested to produce the attendance slip duly signed as per the specimen signature recorded with the Company for admission to the Meeting hall.

21. Members who hold shares in dematerialized form are requested to furnish their Client ID and DP ID Nos. for easy identification of attendance at the Meeting.

22. In all correspondence with the Company or the RTA, Members are requested to quote their Folio Number and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID Number.

23. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/RTA.

24. Members who wish to obtain any information on the Company or the Accounts for the financial year ended 31st March, 2018 may send their queries at the Registered Office of the Company at least 10 days before the Annual General Meeting.

25. Members who are holding Shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the Share Certificates for consolidating their holding into one folio. The Share Certificates will be returned to the Members after incorporating requisite changes thereon.

26. Electronic copy of the Annual Report 2018 and Notice are being sent to the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice 2018 are being sent in the permitted mode. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.

27. The Company's website is www.joonktolleetea.in. Annual Reports of the company, unclaimed dividend list, standard downloadable forms and other Shareholder Communication are made available on the Company's website.

28. A Route map showing directions to reach the venue of the 144th AGM is given at the end of this Notice for the ready reference of the Members.

Members are requested to bring their copies of Annual Report and Attendance Slip to the Meeting. Please note that duplicate Attendance Slips will not be issued.

ANNEXURE TO THE NOTICE

A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The Company is required under Section 148 of the Act to have the audit of its cost records conducted by a Cost Accountant in practice. The Board of Directors of the Company has on the recommendation of the Audit Committee, approved the appointment and remuneration of Messrs D. Sabyasachi & Co., Cost Accountants, the Cost Auditors of the Company to conduct audit of cost records of the Company for products covered under the Companies (Cost Records and Audit) Rules, 2014 for the Financial Year ending 31st March, 2019, at a remuneration of ₹ 1,50,000/- plus reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the members of the Company.

Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out at Item No.4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 31st March, 2019.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No.4 of the Notice.

The Board recommends the resolution set forth in Item No.4 for the approval of the Members.

B. INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LODR) REGULATIONS, 2015 IN RESPECT OF DIRECTORS BEING RE-APPOINTED / APPOINTED:

Details of Mr. Hemant Bangur seeking re-appointment in the Company (Item No.3)

DIRECTOR IDENTIFICATION NUMBER	00040903
DATE OF BIRTH	21st April, 1972
NATIONALITY	INDIAN
DATE OF APPOINTMENT ON BOARD	12th April, 2000
DESIGNATION	Non-Executive Chairman
QUALIFICATION	Masters in International Trade
EXPERTISE IN SPECIFIC FUNCTIONAL AREAS	He has rich and wide experience in Jute, Plantation, Fertilizer, Paper, Real Estate and Financial Services industry with expertise in operations, corporate governance and restructuring, finance, taxation and legal matters
SHAREHOLDING IN THE COMPANY	426729
DIRECTORSHIPS HELD IN OTHER LISTED COMPANIES	Gloster Ltd. The Phosphate Co. Ltd. The Cochin Malabar Estates And Industries Ltd.
MEMBERSHIPS/CHAIRMANSHIPS OF COMMITTEES IN OTHER LISTED COMPANIES *	Audit Committee Gloster Ltd. (Member) Stakeholders' Relationship Committee Gloster Ltd. (Member) The Phosphate Co. Ltd. (Member)
RELATIONSHIP BETWEEN DIRECTORS INTERSE	Related to Mrs. Pushpa Devi Bangur being her son.
NUMBER OF MEETINGS OF THE BAORD ATTENDED DURING THE FINANCIAL YEAR (2017-18)	4 out of 4

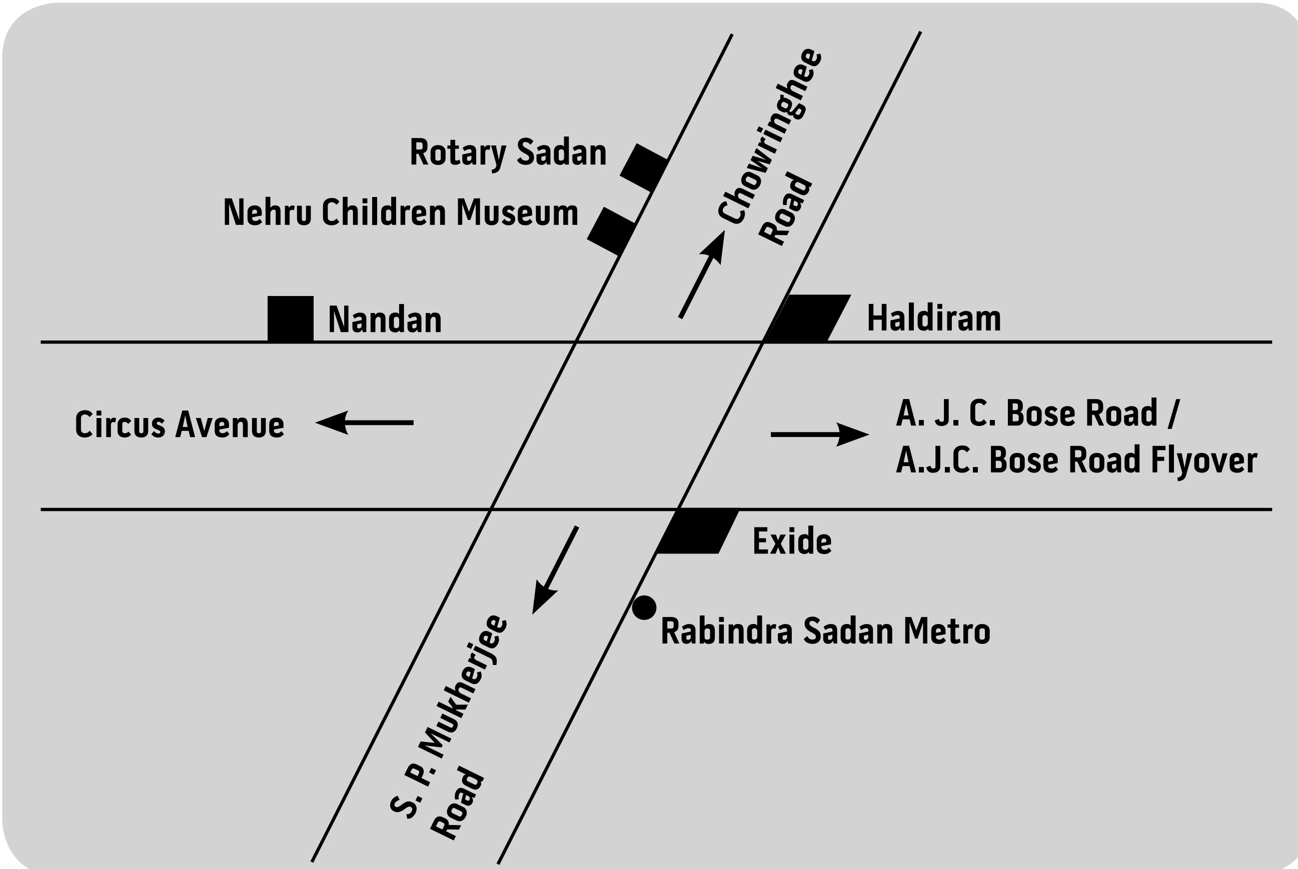
* Committee positions only of Audit Committee and Stakeholders' Relationship Committee in public companies have been considered.

May 14, 2018
Registered Office:
21, Strand Road,
Kolkata-700 001
Phone : 033 2230 9601
CIN : L01132WB1900PLC000292

By Order of the Board

S. Bagree
Company Secretary

Route Map


Chowringhee Road
Rotary Sadan
Nehru Children Museum
Nandan
Haldiram
Circus Avenue
A. J. C. Bose Road /
A.J.C. Bose Road Flyover
Exide
Rabindra Sadan Metro
S. P. Mukherjee Road

NOTES

Joonktollee Tea & Industries Limited

Corporate Identity Number (CIN): L01132WB1900PLC000292
Registered Office: 21, Strand Road, Kolkata – 700 001
Phone: (033) 2230 9601, **Fax:** (033) 2230 2105, **E-mail:** info@joonktolleetea.in, **Website:** www.joonktolleetea.in

ATTENDANCE SLIP	**Folio No/DP ID & Client ID :**
I/We hereby record my/our presence at the **144th Annual General Meeting** (AGM) of **Joonktollee Tea & Industries Limited** being held at **Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata – 700 020** on **Friday 31st August 2018** at **10.30 A.M.**	**Share Holding :**
	Serial No :
	Name :
	Name(s) of Joint Holder(s), if any :
	Address :

Proxy's Name in Block Letters

Shareholder's/Proxy's Signature

Note: Please bring the duly signed Attendance Slip at the meeting and hand it over at the Entrance of the Meeting Hall. Duplicate slips will not be issued at the venue of the AGM.

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	PAN/SEQUENCE NUMBER

The e-voting facility will be available during the following voting period:

Commencement of e-voting	From 9:00 A.M. (IST) on August 28, 2018
End of e-voting	Upto 5:00 P.M. (IST) on August 30, 2018

Note: Please refer AGM Notice for e-voting instructions.

Joonktollee Tea & Industries Limited

PROXY FORM – MGT 11

Corporate Identity Number (CIN): L01132WB1900PLC000292
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[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s): ....
Registered Address: ....
E-mail ID: ....
Folio No/DP ID & Client ID: ....
I/We, being the Member(s) of Joonktollee Tea & Industries Limited, holding..............................Equity Shares of the above named Company, hereby appoint :

1) Name : ....Address : ....
E-mail ID :..Signature : ....or failing him/her;
2) Name : ....Address : ....
E-mail ID :..Signature : ....or failing him/her;
3) Name :..Address : ....
E-mail ID :..Signature : ....

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 144th Annual General Meeting (AGM) of the Company, to be held on Friday, 31st August, 2018 at Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata – 700 020 or at any adjournment thereof in respect of following resolutions :

Resolution No.	Resolutions	Optional *	
		For	Against
Ordinary Business			
1.	Consider and adopt the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2018, Reports of the Board of Directors and Auditors thereon.		
2.	Declaration of Dividend for the Financial Year ended 31st March, 2018.		
3.	Re-appointment of Mr. Hemant Bangur (DIN : 00040903), who retires by rotation.		
Special Business			
4.	Ratification of the remuneration of the Cost Auditors for the Financial Year ending 31st March, 2019.		

Signed this ....day of 2018

Affix Revenue Stamp of ₹ 1/- here

Signature of Shareholder(s)..

Signature of Proxyholder(s)...

Notes :
1. This form of proxy in order to be effective should be duly completed and deposited at the Company's Registered Office not less than 48 hours before the commencement of the AGM.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 144th Annual General Meeting of the Company.
3. *It is optional to put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.