

LONGVIEW TEA CO. LTD.

CIN NO. L15491WB1879PLC000377 Website: www.longviewtea.org E-mail: info@longviewtea.org

June 06, 2023

The Manager
Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street, Fort
Mumbai – 400 001

Dear Sir,

Scrip Code: 526568

Sub: Annual Report for the financial year ended 31st March, 2023

In terms of Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith please find a copy of the Annual Report of the Company for the financial year ended 31st March, 2023 together with the Notice convening the 144th Annual General Meeting of the Company to be held on 6th July, 2023.

The Annual Report of the Company for the year 2022-2023 is being sent only electronically to those shareholders whose email IDs are registered with the Company / Registrar and Share Transfer Agent and the Depositories. The aforesaid Annual Report has also been uploaded on the website of the Company viz. www.longviewtea.org.

This is for your information and records.

Thanking you, Yours faithfully, For Longview Tea Company Limited

Sujata Pandey
Company Secretary

Enclo: As above

Longview Tea Company Limited

Annual Report for the year ended 31st March, 2023

LONGVIEW TEA COMPANY LIMITED

CIN No.: L15491WB1879PLC000377

BOARD OF DIRECTORS

Sri Pradip Kumar Daga Sri Yashwant Kumar Daga Smt. Santosh Devi Mall Sri Bajrang Agarwal Smt. Hemlata Jhajharia

CHIEF EXECUTIVE OFFICER

Sri Joydeep Pattanayak

CHIEF FINANCIAL OFFICER

Sri Vikas Joshi

AUDITORS

M/s. V. Singhi & Associates Chartered Accountants

REGISTERED OFFICE

16, Hare Street Kolkata - 700 001

Phone: 033-2248-2391/2/3 Fax: 033-2248 9382

Website: www.longviewtea.org E-mail: info@longviewtea.org

REGISTRAR & SHARE TRANSFER AGENT

Maheshwari Datamatics Pvt. Ltd.

23, R. N. Mukherjee Road, Kolkata - 700 001 Phone: 033-2243-5029/5809, 033-2248-2248

Fax: 033-2248-4787

E-mail: mdpldc@yahoo.com

Board's Report

Dear Members.

We have pleasure in presenting the Annual Report together with the Financial Statements of the Company for the year ended 31st March, 2023.

Financial Results

The financial performance of the Company is summarized herein below:

(Amount in ₹ 000)

Particulars	31st March, 2023	31st March, 2022
Profit before Finance Cost, Depreciation and Amortization & Tax	1027.05	50994.15
Less: Finance Cost	41.90	282.45
Depreciation and amortization	355.27	326.65
Profit/ (Loss) before Tax	629.88	50385.05
Less: Tax Expense		
Current Tax	2613.08	9280.48
Deferred tax	(348.50)	776.89
Mat Credit Entitlement	-	2951.56
Profit/(Loss) for the year	(1634.70)	37376.12
Other Comprehensive Income	(55.80)	315.38
Total Comprehensive Income for the year	(1690.50)	37691.50

Review of Operations

Revenues with other income for financial year ended 31st March, 2023 stood at ₹ 1,37,07,472.71/- and profit/ (loss) before tax at ₹ (68,08,914.72/-) and profit/(loss) for the year after tax was ₹ (1,33,32,163.44/-).

Dividend & Reserves

Inview of loss during the year, no dividend is recommended for the Financial Year under reference and the Company has not transferred any amount to the General Reserve during the financial year ended 31st March, 2023.

Subsidiaries/Associate Companies

The Company does not have any Subsidiary or Associate Company.

Directors & KMP

The Board consists of non-executive directors including independent directors who have wide and varied experience in different disciplines of corporate functioning.

In terms of Articles of Association of the Company read with section 150, 152 of the Companies Act, 2013, Shri Pradip Kumar Daga (DIN:00040692), is retiring by rotation at the ensuing Annual General Meeting and being eligible offered himself for re-appointment. The Board recommends his re-appointment to the members of the Company in the ensuing Annual General Meeting.

Shri Manoj Kumar Agrawal (Din: 00067194) Non-Executive Independent Director, has resigned from the directorship of the Company w.e.f. January 16, 2023.

Smt. Santosh Devi Mall (Din: 07094393) Non-Executive Non-Independent Director, has resigned from the directorship of the Company w.e.f. April 06, 2023.

Smt. Nikita Puria, Company Secretary has resigned from the Company w.e.f 15th September, 2022.

Based on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on 6th April, 2023 had approved the appointment of Smt. Sujata Pandey as Company Secretary and Compliance Officer (Key Managerial Personnel) w.e.f. 6th April, 2023.

The brief resume and other details relating to the Directors, who are to be appointed/re-appointed as required under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Stanard on General Meetings (SS-2) are provided in the Notice of the Annual General Meeting forming part of the Annual Report.

Declaration from Independent Directors

All Independent directors have submitted their declaration under section 149(7) of the Companies Act, 2013 that they meet the criteria of Independence as provided under section 149(6) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Nomination & Remuneration Policy

The Company pursuant to the provisions of Section 178 of the Companies Act, 2013 and in terms of Regulation 19(4) of the SEBI Listing Regulations has formulated a policy on Nomination and Remuneration for its Directors, Key Managerial Personnel and senior management and the said policy was amended from time to time. The detail of the said policy is annexed herewith and marked as Annexure I forming part of this report. The complete policy is available at the website of the Company at http://longviewtea.org/investor/Nomination%20&%20 Remuneration%20Policy.pdf

Directors' Responsibility Statement

In accordance with the provisions of section 134(5) with respect to Directors' Responsibility Statement, the Board hereby confirms and submits that:—

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis; and
- (e) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively,
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Number of Board Meetings

During the year four Board meetings were held on 19.04.2022, 05.08.2022, 28.10.2022, 24.01.2023 in respect of which proper notices were given and the proceedings were duly recorded in the minutes book maintained for the purpose. The intervening gap between any two consecutive meetings did not exceed the gap of 120 days as prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. The details of attendance of the directors at the Board Meetings during the year 2022-2023 is given hereunder:

Name	Number of meetings attended
Pradip Kumar Daga	1
Yashwant Kumar Daga	4
Manoj Kumar Agrawal*	3
Santosh Devi Mall**	2
Bajrang Agarwal	4
Hemlata Jhajharia	4

^{*} Resigned w.e.f. 16.01.2023

Pursuant to the provisions of the Companies Act, 2013, a separate meeting of the Independent Directors was held on 24th January 2023 without the attendance of non-independent Directors and members of the management to review the performance of Non-Independent Directors 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 dues.

Board Evaluation

Pursuant to the Provisions of the Companies Act, 2013 the Board of Directors have carried out the performance evaluation for the Board, Committees of the Board, individual Directors of the Company for the Financial Year ended 31st March, 2023.

The Board of Directors expressed their satisfaction with the evaluation process. Performance Evaluation of Independent Directors were done by the entire Board excluding the Independent Director being evaluated.

Internal Financial Control and their adequacy

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The internal auditor monitors and evaluates the efficacy and adequacy of internal control systems in the Company.

Corporate Governance & Management Discussion & Analysis

The Company is having a Paid-up equity share capital not exceeding Rs. 10 crore and Networth not exceeding Rs. 25 crore and hence as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance requirements as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of

^{**} Resigned w.e.f. 06.04.2023

Regulation 46 and Para C, D and E of Schedule V of the Listing Regulations are not applicable to the Company. Thus, a report on Corporate Governance does not form part of this report.

Pursuant to SEBI Listing Regulations, report on Management Discussion and Analysis has been enclosed as part of Board's Report.

Auditors' and their Report

M/s. V Singhi & Associates (Firm Registration No.311017E), Statutory Auditors, were re-appointed as Statutory Auditor of the Company at the Annual General Meeting of the Company held on 29th June, 2022 to hold office until the conclusion of the Annual General Meeting to be held in the year 2027.

The Auditors Report does not contain any reservations, qualifications, or adverse remarks and are self-explanatory.

Secretarial Auditor

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, the Company had appointed Drolia & Co. Company Secretaries for conducting the Secretarial Audit of the Company for the financial year 2022-23. The Secretarial Audit Report, pursuant to Section 204(1) of the Companies Act, 2013, for the financial year ended 31st March, 2023 is given in Annexure II attached hereto and forms part of this report.

The Secretarial Audit report for the financial year ended 31st March, 2023 forms part of the Board's Report. The Secretarial Auditor in the said report has stated that there was delay in appointing Company Secretary (under the category of KMP) in the vacancy caused due to resignation of previous Company Secretary.

Board's Comment/Explanation — The Company was in search of suitable candidate for the post of Company Secretary (under the category of KMP) and it took longer time in recruiting the appropriate candidate causing the delay in appointment to fill the vacancy caused due to resignation of previous Company Secretary.

Cost Audit

The maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company.

Audit Committee

The Audit Committee of the Company was constituted by Board. The Committee comprises of Shri Bajrang Agarwal as Chairman, Shri Pradip Kumar Daga, & Smt. Hemlata Jhajharia as Members. Shri Manoj Kumar Agrawal resigned from the directorship of the Company with effect from January 16, 2023. Accordingly, he ceased to be the Chairman and member of the Committee with effect from January 16, 2023. Consequent upon resignation of Shri Manoj Kumar Agrawal, the Board of Directors at its meeting held on 16.01.2023 designated Shri Bajrang Agrawal as Chairman of the Audit Committee. During the year, there were no instances where the Board had not accepted the recommendations of the Audit Committee

Vigil Mechanism / Whistle Blower Policy

The Company has formulated a Vigil Mechanism / Whistle Blower Policy for the directors and employees to report genuine concerns about instance of any irregularity, unethical or improper practices and/or misconduct by means of Protected Disclosure to the Vigilance and Ethics Officer or the Chairman of the Audit Committee. The details of the vigil mechanism are also available on the Company's website at http://longviewtea.org/investor/Vigil%20 Mechanism.pdf

Risk Management

The Board has approved and implemented Risk Management Policy of the Company including identification and element of risks. Your Directors periodically reviews and identifies the element of risk, if any, which may threaten the existence of the Company. During the year no risk existed which may threaten the existence of the Company.

Corporate Social Responsibility

The Company is not falling in any of the criteria provided under the provisions of Section 135 of the Companies Act, 2013, for forming the Corporate Social Responsibility Committee, therefore, such committee has not been formed by the Company and the requirement of clause (o) of sub-section (3) of Section 134 of the said act are not applicable to the Company

Deposits

The Company has not accepted any deposit from the Public and as such there are no outstanding deposits in terms of the Chapter V of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

Loans, Guarantees & Investments

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

Related Parties Transactions

All related party transactions entered during the financial year were in ordinary course of business and on arm's length basis. There have been no transactions with the related parties during the financial year which were in conflict with the interests of the Company. There have been no materially significant related party transactions between the Company and the Directors, the management or relative except for those disclosed in the financial statements. Therefore, Form AOC-2 is not applicable. Suitable disclosures as required by the Accounting Standard (Ind AS - 24) has been made in the notes to the Financial Statements.

Change in the Nature of Business

No change has been made in nature of business carried out by the Company during the financial year 2022-23.

Material Changes Affecting Financial Position of the Company

No material Changes or commitments, affecting the financial position of the Company have occurred between the end of the financial year of the Company, to which the financial statements relate i.e. 31st March, 2023 and date of Board's Report.

Significant and Material Orders Passed By the Regulators or Courts

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

Conservation of Energy, Research and Development, Technology Absorptions and Foreign Exchange Earnings and Outgo

The Company is in the trading business and has no manufacturing unit. The information pertaining to conservation of energy, technology absorption, as required under the Companies Act, 2013, read with the Companies (Accounts) Rules 2014 is not applicable to the Company. During the year there was no Foreign exchange earnings and Outgo

Particulars of Remuneration of Managerial Personnel and Employees and Related Disclosure

The information required under section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below.

- **a.** Ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year: None of the Director is being paid remuneration except the sitting fees.
- **b.** Percentage increase in the remuneration of Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year 2022-2023:

SI. No.	Name	Designation	% increase in remuneration in the FY 2022-23
1.	Shri Joydeep Pattanayak	Chief Executive Officer	-
2.	Nikita Puria	Company Secretary	_*
3.	Shri Vikas Joshi	Chief Financial Officer	-

Nikita Puria, Company Secretary has resigned from the Company w.e.f 15th September, 2022*

- d. Percentage increase in the median remuneration of employees in the financial year : Nil
- e. Number of permanent employees on the rolls of the Company: 2
- f. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Nil because there are no other employees in the Company other than the key managerial personnel.
- g. The Company affirms that remuneration is as per the Remuneration policy of the Company.

The details as required pursuant to provisions of sub-rule (2) and (3) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment and re-enactment thereof) and forming part of this report is given in separate annexure to this Report.

The said annexure is not being sent along with this Report to the Members of the Company in line with the provisions of Section 136 of the Companies Act, 2013. Any member interested in obtaining a copy of the said statement may write to the Company Secretary at the Registered Office of the Company. The aforesaid annexure is also available for inspection by the Members at the Registered office of the Company, twenty-one days before the 144th Annual General Meeting and up to the date of the said Annual General Meeting during business hours on working days.

Further none of the employee was drawing in excess of the limits laid down in Rule 5(2) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014 which needs to be disclosed in the directors report.

Also, none of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself/herself or along with his/her spouse and dependent children) equity shares of the Company.

Internal Complaint Committee

The Company is committed to provide a safe and conducive work environment to its employees. Due to having less than 10 workers, Internal Complaint Committee has not been constituted under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Also the Company has not received any complaint under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, during the year.

Extract of the Annual Return

Pursuant to section 92(3) read with Section 134(3) (a) of the Companies Act, 2013, the Annual Return as on March 31, 2023 is available on the Company's website at http://longviewtea.org/investor/Annual%20Return_2023.pdf

Compliance with Secretarial Standards

The Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Acknowledgement

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from the Members and employees during the year under review.

For and on behalf of the Board of Directors

Place: Kolkata Dated: 20/04/2023 Pradip Kumar Daga Director (DIN: 00040692) Vashwant Kumar Daga Director (DIN: 00040632)

Annexure- I

EXTRACT FROM NOMINATION AND REMUNERATION POLICY

Objective and Purpose of the Policy:

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become
 Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key
 Managerial positions and to determine their remuneration.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director.
- To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies, in the industry to which the Company belongs.
- To carry out evaluation of the performance of Directors.
- To provide them reward, linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

Applicability:

The Policy is applicable to Directors (Executive and Non- Executive), Key Managerial Personnel (KMP) and Senior Management Personnel

Matters To Be Dealt With, Perused And Recommended To The Board By The Nomination and Remuneration Committee:

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- For every appointment of independent director, the Committee shall evaluate the balance of skills, knowledge
 and experience on the Board and on the basis of such evaluation, prepare a description of the role and
 capabilities required of an independent director. The person recommended to the Board for appointment
 as an independent director shall have the capabilities identified in such description. For the purpose of
 identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - **c.** consider the time commitments of the candidates.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy and recommend to the Board, their appointment and removal.
- Carry out the evaluation of performance of Directors.
- Recommend to the Board, a policy relating to remuneration for the directors, KMP and other employees and recommend to the Board, amendments to such policy as and when required.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.

Guiding Principles For Appointment And Removal

- Remuneration policy and arrangements for Directors, KMPs and Senior Management Personnel, shall be determined by the Committee on the basis of Company's financial position, pay and employment conditions prevailing in peer companies or elsewhere in competitive market to ensure that the remuneration and the other terms of employment shall be competitive to ensure that the Company can attract, retain and motivate competent executives.
- Remuneration packages may be composed of fixed and incentive pay depending on short and long term performance objectives appropriate to the working of the Company.
- The Committee considers that a successful remuneration policy must ensure that a significant part of the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.

Remuneration

- The remuneration / compensation / commission etc. to the Directors will be determined by the Committee.
 It shall be fixed as per the statutory provisions of the Companies Act, 2013 and the rules made there under for the time being in force and in accordance with and subject to the relevant provisions of the Articles of Association of the Company. The Committee shall recommend the remuneration / compensation / commission etc. to be paid to the Directors to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- 2. Increments to the existing remuneration / compensation structure of the Directors may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of managerial person
- 3. The Non- Executive / Independent Directors may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed such amount as may be prescribed by the Central Government from time to time.
- 4. Commission to Non-executive Directors may be paid within the monetary limit approved by shareholders, as per the applicable provisions of the Companies Act, 2013.
- 5. The remuneration / compensation / commission etc. to the KMP and Senior Management Personnel will be determined based on the Company's financial position, trends and practices on remuneration prevailing in peer companies, in the industry to which the company belongs and performance of such KMP and Senior Management Personnel
- 6. Where any insurance is taken by the Company on behalf of its Whole-time Director, Managing Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.
- 7. An Independent Director shall not be entitled to any stock option of the Company.

Annexure- II

SECRETARIAL AUDIT REPORT Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31ST DAY OF MARCH, 2023
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

The Members, **LONGVIEW TEA COMPANY LTD,** 16, HARE STREET, Kolkata-700001

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **LONGVIEW TEA COMPANY LTD** (CIN: L15491WB1879PLC000377) (hereinafter called "the Company"). The Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the LONGVIEW TEA COMPANY LTD and also the information provided by the Company, its officers, and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion the Company has, during the audit period covering the financial year ended 31st March, 2023 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2023 according to the provisions of:

- I. The Companies Act, 2013(the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- III. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and other regulations as applicable and circulars/guidelines issued 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 borrowing;
- V. The following Regulations (as amended from time to time) and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

[The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company for the financial year ended 31-03-2023, as the Company has not undertaken any activities under the said Regulations and Laws: -

- (a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; as amended till date
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (f) The Securities and Exchange Board of India (Issue and listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013
- VI. The following Industry Specific laws applicable to the Company as per management perception:
 - a. The Payment of Wages Act, 1936
 - b. The Minimum Wages Act, 1948
 - c. Employee State Insurance Act, 1948
 - d. The Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - e. The Payment of Bonus Act, 1965
 - f. The Payment of Gratuity Act, 1972
 - g. The Income Tax Act 1961
 - h. Negotiable Instruments Act, 1881
 - i. Profession tax Act

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

- Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)
 Regulations, 2015
- (ii) Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India in respect of holding of Board Meeting and Member's meeting,

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. The changes that took place during the year under review in the composition of the Board of Directors were carried out in compliance with the provisions of

the Act. During the year under review, there was delay in appointing Company Secretary (under category of KMP) in the vacancy arise due to resignation of previous Company secretary.

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.

I further report that there are adequate systems and processes in the Company commesurate with the size and opérations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines as also represented by the management. All decisions of the Board were unanimous and the same was captured and recoded as part of the Minutes. I further report that during the audit period, the Company has not made any:

- (i) Public/Right/ Preferential issue of Shares/Debentures/Sweat Equity or any other Security.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- (iv) Merger /Amalgamation/Reconstruction etc.
- (v) Foreign technical collaborations.

For **PRAVIN KUMAR DROLIA**

(Company Secretary in whole time practice)

Pravin Kumar Drolia

Proprietor FCS: 2366, CP 1362

Peer view registration: 1928/2022

UDIN:F00236E000136577

Place: Kolkata

Date: 20-04-2023

Note:

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

Annexure- A

SECRETARIAL AUDIT REPORT

To,
The Members,
LONGVIEW TEA COMPANY LTD
16, Hare Street,
Kolkata-700001

My 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. My responsibility is to express as opinion on these secretarial records based on my audit.
- 2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4. Where ever required. I 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. My examination was limited to verification of procedures on test basis. 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 **PRAVIN KUMAR DROLIA**

(Company Secretary in whole time practice)

Pravin Kumar DroliaProprietor

FCS: 2366, CP 1362

Peer view registration: 1928/2022

UDIN:F002366E000136577

Place: Kolkata Date: 20-04-2023

Management Discussion & Analysis Report

Industry Structure & Development

The Company is mainly engaged in the business of trading of Commodities (tea, ferrous and non-ferrous metals). The Company is also dealing and investing in shares and securities and has interest income from loans and advances.

Opportunities, Threats and Outlook

Geopolitical uncertainties continue unabated, a legacy of the last year, and there's wide consensus among economists now that the global economy is on the verge of entering a phase of severe slowdown. It is unlikely that India will remain insulated from these developments. But here is a bit of good news as far as India's economy goes—there are enough reasons to be optimistic about India's economic outlook in 2023. In particular, healthy domestic drivers will likely help the country post reasonably strong growth this year.

Risk and Concerns

Trading business faces risks. Risk is defined as the likelihood of an event and its consequences. Risk management is the practice of using processes, methods and tools for managing these risks. The Company believes that risk management is not a one-off exercise. Continuous monitoring and reviewing are crucial for the success of the risk management approach which ensures that risks have been correctly identified and assessed and the right controls put in place. It is also a way to learn from experience and make improvements. The Company conceives various elements and analyse the Risk involved and take effective steps to reduce the risk against the business of the Company.

Internal Control System and Adequacy

The Company implemented internal control systems to ensure that all assets are safeguarded and protected against losses and all transactions are reported correctly. The Company's internal control system and procedure is commensurate with the size and nature of business.

Financial Performance

- a) This has been covered in the Director's Report under the section on financial results and operations.
- b) Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios along with detailed explanations therefor -

Ratios	F.Y. 2022-23	F.Y. 2021-22	Change (%)
Interest Coverage Ratio	24.51	180.54	-86.42%
Current Ratio	197.81	67.71	192.13%
Operating profit margin (%)	0.05	4.13	-98.81%
Net Profit Margin (%)	-0.12	3.04	-103.92%

- Interest Coverage Ratio for the year ended 31st March, 2023 has declined due to decrease in EBITDA (Earnings before Interest, Taxes, Depreciation and Amortization) for the year ended 31st March, 2023 as against EBITDA during 31st March, 2022.
- Current Ratio for the year ended 31st March, 2023 has increased due to decrease in Current Liabilities.
- The Operating profit margin for the year ended 31st March, 2023 has declined due to decrease in earnings of the Company during the year.

- The Net profit margin for the year ended 31st March, 2023 has declined as compared to previous year due to decrease in net profit after tax in the current year.
- c) Return on Net Worth during the year is -1.01% as compared to 22.81 in the previous year. The change is mainly due to loss reported during the current year.

Human Resource Development

Employer-employee relations remained cordial during the year under review. As on 31st March, 2023 There were 2 permanent employees on the rolls of the Company.

Cautionary Statement

Statements made in this Management Discussion and Analysis Report describing the Company's objectives, estimates, expectations or predictions may be forward looking statements, within the meaning of the applicable laws and regulations and have been made in good faith. Many unforeseen factors may come into play and affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook.

Independent Auditors' Report

To the Members of Longview Tea Company Limited

Report on the Audit of the Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Key Audit Matters

Property, Plant and Equipment

There are areas where management judgement impacts the carrying value of property, plant and equipment and their respective depreciation rates. We do not consider this management judgement to be of high risk of significant misstatement or to be subject to significant level of judgment. Due to the materiality in the context of the Balance Sheet of the Company, this is considered to be an area which had the significant effect on the overall audit strategy and allocation of resources in planning and completing our audit.

Response to Key Audit Matters

We assessed the controls in place over the Property, Plant and Equipment, evaluated the appropriateness of capitalization process, performed tests of details on costs capitalized, the timeliness of the capitalization of the assets and the de-recognition criteria for assets retired from active use.

In performing these procedures, we reviewed the judgements made by management including the nature of underlying costs capitalized; determination of realizable value of the assets retired from active use; the appropriateness of assets' lives applied in the calculation of depreciation; and the useful lives of assets prescribed in Schedule II to the Act and as per significant accounting policies of the Company.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Business Responsibility Report, but does not include the financial statements and our Auditor's Report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, which we will obtain after the date of the auditor's report and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged With Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards specified under Section 133 of the Act 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that

may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act;
 - e) on the basis of the written representations received from the directors as on 31st March, 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) with respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, as required under Section 143(3)(i) of the Act, refer to our separate report in "Annexure B";
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, the Company has complied with the provisions of Section 197 read with Schedule V of the Act, relating to managerial remuneration;
 - h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - the Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 25 to the financial statements;

- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- iii. there were no amounts due which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations as provided under (a) and (b) above, contain any material misstatement.
- v. the company has not proposed/declared/paid any dividend during the year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For V. SINGHI & ASSOCIATES

Chartered Accountants
Firm Registration No.: 311017E

(Naveen Taparia)

Partner
Membership No.: 058433

UDIN: 23058433BGVZYQ8282

Place: Kolkata Date: 20th April, 2023

Annexure 'A' to the Independent Auditors' Report

Annexure referred to in Independent Auditor's Report to the members of Longview Tea Company Limited on the financial statements for the year ended 31st March, 2023:

- i. (a) (A) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.
 - (B) The Company does not have any intangible assets;
 - (b) According to the information and explanations given to us and based on our examination of the records of the Company, Property, Plant and Equipment have been physically verified by the management at regular intervals which in our opinion is reasonable having regard to the size of the company and the nature of its assets. In our opinion, no material discrepancies were noticed on such verification and the same has been properly dealt with in the books of account.
 - (c) According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not hold any immovable properties. Accordingly, clause 3(i)(c) of the order is not applicable.
 - (d) The company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. (a) According to the information and explanation given to us and based on our examination of the records of the Company, physical verification of inventory has been carried at reasonable intervals by the management and, in our opinion and to the best of our knowledge, the coverage and procedure of such verification by the management is appropriate and no discrepancies were noticed between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
 - (b) The Company has not been sanctioned working capital in excess of five crore rupees, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Accordingly, clause 3(ii)(b) of the Order is not applicable.
- iii. According to the information and explanation given to us and based on the audit procedure carried on by us, the Company has not provided, during the year, any guarantee or security or provided any advances in the nature of loans, secured or unsecured, to Companies, firms, Limited Liability Partnership or any other parties except investment made in and provided unsecured loans to Companies.
 - (a) (A) No loans or advances in the nature of loan or any security or guarantee has been provided during the year to its subsidiaries, associate and joint venture.
 - (B) According to the information and explanations given to us, during the year, the Company has provided loans to companies, aggregating to Rs. 11,600.00 (Rs. in '000), and the balance outstanding of such loans as at the balance sheet date is Rs. 92,275.61 (Rs. in '000);
 - (b) According to the information and explanations given to us and based on our examination of the records of the Company, the investments made during the year, prima facie, are not prejudicial to the

- Company's interest. Further, we are unable to comment whether the terms and conditions of the grant of all loans or advances in the nature of loans are prejudicial or not to the company's interest;
- (c) According to the information and explanations given to us and based on our examination of the records of the Company, there is no stipulation of schedule of repayment of principal and payment of interest in respect of loans and advances in the nature of loans and hence we are unable to comment whether the repayments or receipts are regular or not,
- (d) According to the information and explanations given to us and based on our examination of the records of the Company, the amount is not overdue for more than ninety days;
- (e) According to the information and explanations given to us and based on our examination of the records of the Company, there has not been any renewal, extension or grant of fresh loans to settle the overdues of existing loans given to the same parties;
- (f) According to the information and explanations given to us and based on our examination of the records of the Company, the company has granted loans without specifying any terms or period of repayment and the details are:

	Total (in Rs. '000)	Promoters (in Rs. '000)	Related Parties (in Rs. '000)
Aggregate of loans/advances in the nature of loan	Rs. 11,600	-	Rs. 11,600
- Agreement does not specify any terms or period of repayment			
Total loans granted during the year	Rs. 11,600	-	Rs. 11,600
Percentage of loans/advances in nature of loan to the total loans			
- Agreement does not specify any terms or period of repayment	100%	-	100%

- iv. According to the information and explanations given to us and based on our examination of the records, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to the loans given, guarantees provided and investments made.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act read with the Companies (Acceptance of Deposit) Rules 2014, as amended and other relevant provision of the Act. Accordingly, clause 3(v) of the order is not applicable.
- vi. In our opinion and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Act, for the business activity carried out by the Company. Accordingly, clause 3(vi) of the order is not applicable.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Custom Duty, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues applicable to it. Further, there are no undisputed amounts

payable in respect of Income Tax, Custom Duty, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues which were in arrears, as at 31st March, 2023, for a period of more than six months from the date the same became payable.

(b) According to the information and explanations given to us, there are dues outstanding on account of disputes, the details of which are as follows-

Name of the Statute	Nature of Dues	Amount (in Rs.'000)	Period to which the amount relates	Forum where dispute is pending
The Central Excise Act	Excise Duty	792.69	1999-2000	High Court, Calcutta
Sales Tax Act	Sales Tax	165.66	1977-1978, 1978-1979, 1979-1980, 1980-1981	No details were made available as to the forum where appeal is pending
Sales Tax Act	Sales Tax	308.10	1995-1996	Assistant Commissioner
Sales Tax Act	Sales Tax	1,934.61	1998-1999	Assistant Commissioner
Sales Tax Act	Sales Tax	146.09	2000-2001	Tribunal

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, clause 3(viii) of the Order is not applicable.
- ix. (a) According to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
 - (b) According to the information and explanations given to us, and based on our examination we report that the Company is not declared as willful defaulter by any bank or financial institution or other Lender.
 - (c) The company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) is not applicable.
 - (d) According to the information and explanations given to us and based on our examination, funds raised on short term basis have, prima facie, not being used during the year for long term purposes by the Company. Accordingly, clause 3(ix)(d) of the order is not applicable.
 - (e) According to the information and explanations given to us and based on our examination the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates and joint ventures. Accordingly, clause 3(ix)(e) of the order is not applicable.
 - (f) According to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, clause 3(ix)(f) of the order is not applicable.

- x. (a) According to the information and explanations given to us and based on our examination of the books and records, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the order is not applicable.
 - (b) According to the information and explanations given to us and based on our examination, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the order is not applicable.
- xi. (a) According to the information and explanations given to us and as represented by the Management and based on our examination of the books and records of the Company and in accordance with generally accepted auditing practices in India, no material case of frauds by the Company or on the Company has been noticed or reported during the year.
 - (b) No report under sub- section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.
 - (c) No whistle blower complaints have been received by the Company during the year. Accordingly clause 3(xi)(c) of the order is not applicable.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 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 books and records, in our opinion all 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 Indian Accounting Standards.
- xiv. (a) According to the information and explanations given to us and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.
 - (b) We have considered the Internal Audit Report for the year ended under audit, issued to the company during the year, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination, the Company has not entered into any non-cash transactions specified under section 192 of the Act with directors or persons connected with directors during the year. Accordingly, Clause 3(xv) of the Order is not applicable.
- xvi. (a) In our opinion during the year the Company is not required to be registered under section 45- IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
 - (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. According to the information given to us and based on our examination, the Company has incurred cash losses of Rs 471.13 (Rs. in '000) in the financial year and has not incurred cash losses in the immediately preceding financial year.

- xviii. According to the information given to us and based on our examination, there has not been any resignation of the Statutory Auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all the liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and based on our examination of the books and records, section 135 of the Companies Act, 2013 is not applicable to the company. Accordingly, Clause 3 (xx) of the Order is not applicable.

For V. SINGHI& ASSOCIATES

Chartered Accountants Firm Registration No.: 311017E

(Naveen Taparia)

Partner

Membership No. 058433 UDIN: 23058433BGVZYQ8282

Place: Kolkata

Date: 20th April, 2023

Annexure 'B' to the Independent Auditors' Report

Annexure referred to in Independent Auditor's Report of even date to the members of Longview Tea Company Limited on the Financial Statements for the year ended 31st March, 2023.

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

We have audited the internal financial controls with reference to financial statements of Longview Tea Company Limited ("the Company") as of 31st March, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls with reference to financial statements 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 with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

Opinion

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

For V. SINGHI & ASSOCIATES

Chartered Accountants
Firm Registration No. 311017E

(Naveen Taparia)

Partner Membership No. 058433

UDIN: 23058433BGVZYQ8282

Place: Kolkata Date: 20th April, 2023

Balance Sheet as at 31st March, 2023

(Amount in Rs. '000)

	Note	As at	As at
	No	31st March, 2023	31st March, 2022
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	3,451.38	2,836.72
(b) Financial Assets			
Investments	3	24,603.42	23,775.33
(c) Deferred Tax Assets (Net)	4	4,857.26	4,507.67
Total Non - Current Assets (A)		32,912.06	31,119.72
Current Assets			
(a) Financial Assets			
(i) Investments	5	36,835.68	46,797.64
(ii) Cash and Cash Equivalents	6	99.91	28.18
(iii) Bank Balances other than above	7	200.00	740.00
(iv) Loans	8	92,275.61	85,376.67
(v) Other Financial Assets	9	4.33	2.15
(b) Current Tax Assets (Net)	10	482.25	1,911.55
(c) Other Current Assets	11	805.68	712.41
Total Current Assets (B)		130,703.47	135,568.60
Total Assets (A+B)		163,615.53	166,688.31
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	30,006.50	30,006.50
(b) Other Equity	13	132,796.52	134,487.02
Total Equity (C)		162,803.02	164,493.52
Liabilities			
Non-CurrentLiabilities			
Provisions	14	151.74	192.07
Total Non- Current Liabilities (D)		151.74	192.07
Current Liabilities			
(a) Financial Liabilities			
(i) Short term borrowings	15	500.00	1,386.80
(ii) Other Financial Liabilities	16	17.53	132.02
(b) Other Current Liabilities	17	97.07	401.26
(c) Provisions	18	46.17	82.65
Total Current Liabilities (E)		660.77	2,002.73
Total Equity and Liabilities (C+D+E)		163,615.53	166,688.31
Significant Accounting Policies	1		

The accompanying notes 1 to 37 form an integral part of the Financial Statements

As per our report of even date For **V. SINGHI & ASSOCIATES** Chartered Accountants Firm Registration No. 311017E

(NAVEEN TAPARIA) (Partner) Membership No. 058433

Place :Kolkata Date : 20th April, 2023 For and on behalf of the Board

Pradip Kumar Daga (DIN: 00040692)

Yashwant Kumar Daga (DIN: 00040632)

Rairang Agarwal (DIN: 0107092)

Bajrang Agarwal (DIN: 0107092) Hemlata Jhajharia (DIN: 09438664) Directors

Joydeep Pattanayak, Chief Executive Officer Vikas Joshi, Chief Financial Officer Sujata Pandey, Company Secretary

Statement of Profit and Loss for the Year Ended 31St March, 2023

(Amount in Rs. '000)

	Particulars	Note	For the year ended	For the year ended
		No	31st March, 2023	31st March, 2022
ı	Revenue from Operations	19	13,646.36	12,276.77
Ш	Other Income	20	7,854.84	54,578.97
Ш	Total Income (I+II)		21,501.20	66,855.74
IV	Expenses			
	Purchase of Stock-in-Trade	21	13,427.04	11,763.26
	Employee Benefits Expense	22	1,804.12	2,007.71
	Finance Costs	23	41.90	282.45
	Depreciation	2	355.27	326.65
	Other Expenses	24	5,242.98	2,090.62
	Total Expenses		20,871.31	16,470.69
٧	Profit/(Loss) before Exceptional items and Tax (III-IV)		629.89	50,385.05
VI	Exceptional Items		-	-
VII	Profit before tax (V-VI)		629.89	50,385.05
VIII	Tax Expense			
	Current tax		2,613.08	9,280.48
	Deferred Tax		(348.50)	776.89
	Mat Credit Entitlement		-	2,951.56
IX	Profit/ (Loss) for the year (VII-VIII)		(1,634.69)	37,376.12
Х	Other Comprehensive Income			
	Item that will not be reclassified to profit and loss			
	Remeasurement of Defined Employee Benefits Plan		(28.02)	(22.45)
	Profit/Loss on Sale of Investment		-	311.33
	Profit/Loss on Fair Value of Investment		(28.89)	76.35
	Income Tax relating to items that will not be			
	reclassified to profit and loss			
	Current Tax		-	(37.94)
	Deferred Tax		1.11	(11.91)
	Total Other Comprehensive Income		(55.80)	315.38
ΧI	Total Comprehensive Income for the year (IX+X)		(1,690.49)	37,691.50
	Earnings per Equity Shares (Nominal value per			
	Equity Share Rs. 10/-)			
	(Refer Note No. 31)			
	Basic		(0.55)	12.47
	Diluted		(0.55)	12.47
	Significant Accounting Policies	1		

The accompanying notes 1 to 37 form an integral part of the Financial Statements

As per our report of even date For **V. SINGHI & ASSOCIATES** Chartered Accountants Firm Registration No. 311017E

(NAVEEN TAPARIA) (Partner) Membership No. 058433

Place :Kolkata Date : 20th April, 2023 For and on behalf of the Board Pradip Kumar Daga (DIN: 00040692) Yashwant Kumar Daga (DIN: 00040632) Bajrang Agarwal (DIN: 0107092)

Hemlata Jhajharia (DIN: 09438664)

Directors

Joydeep Pattanayak, Chief Executive Officer Vikas Joshi, Chief Financial Officer Sujata Pandey, Company Secretary

Statement of Cash Flows for the Year Ended 31St March, 2023

(Amount in Rs. '000)

	Particulars	As	at	As at	
	Tarteurars	31st Mar		31st Mai	
Α.	Cash flow from Operating Activities				,
	Net Loss Before Tax		629.89		50,385.05
	Adjustment for Non Cash & Non Operating Items :				
	Depreciation	355.27		326.65	
	Interest expense	41.90		281.32	
	Interest Income	(7,801.54)		(7,143.83)	
	Dividend Income	(23.35)		(22.36)	
	Liability written back	(29.96)		=	
	Fair value loss on instruments measured through FVTPL	1,186.75		(6,222.75)	
	Loss on Switch in/out of units of Mutual Fund/Redemption of Mutual Fund	2,869.44	(3,401.49)	(1,369.53)	(14,150.50)
	Operating Profit/(Loss) before Working Capital changes		(2,771.60)		36,234.55
	Adjustments for Changes in Working Capital				
	(Increase)/Decrease in Other Current Assets	(93.27)		(292.81)	
	Increase/(Decrease) in Payable to Statutory Authorities	(30.93)		47.44	
	Increase/(Decrease) in Other Payable	(9.44)		(103.00)	
	(Increase)/Decrease in Interest Receivable	-	-	0.59 78.51	
	Increase/(Decrease) in Provisions	(104.81)			
	Increase/(Decrease) in Trade Payables and Other Liabilities	-	(238.45)	-	(269.27)
	Cash generated from/(used in) Operating Activities		(3,010.05)		35,965.28
	Income Tax (Paid) (Net)		(1,085.20)		(7,487.30)
	Net Cash generated from /(used in) Operating Activities		(4,095.25)		28,477.98
В.	Cash flow from Investing Activities				
	Purchase of Property, Plant and Equipments	(969.93)		(62.99)	
	Purchase of Current Investments	(39,349.00)		(48,477.46)	
	Sale proceeds from Investments	44,397.78		17,076.80	
	Maturity of Term Deposits	540.00		2,670.00	
	Interest on Loans and Advances	7,665.49		7,088.61	
	Loans and Advances Granted	(11,600.00)		(51,500.00)	
	Loans and Advances repaid	4,701.06		42,390.25	
	Interest on Term Deposits	35.29		55.22	
	Dividend Income	23.35	5,444.04	22.36	(30,737.21)
	Net Cash flow from/(used in) Investing Activities				

Statement of Cash Flows for the Year Ended 31St March, 2023

(Amount in Rs. '000)

	Particulars		As at 31st March, 2023		at ch, 2022
c.	Cash flow from Financing Activities	3250 (Vid.)	011, 2023	5250 1010	0.1, 2022
	Loans obtained	500.00		19,800.00	
	Loan repaid	(1,386.80)		(18,295.18)	
	Interest paid	(156.39)	(1,043.19)	(163.43)	1,341.39
	Net Cash Generated from/(Used in) Financing Activities				
	Net Cash Inflows/(Outflows)		305.61		(917.84)
	Opening Cash and Cash Equivalents	(205.69)			712.15
	Closing Cash and Cash Equivalents (Net of Book Overdraft)		99.91		(205.69)

Note:

- i) The above Cash Flow Statement has been prepared using "Indirect Method" as set out in the Indian Accounting Standard 7 on Cash Flow Statement.
- ii) Figures for previous year have been regrouped/ rearranged wherever necessary.

As per our report of even date For **V. SINGHI & ASSOCIATES** Chartered Accountants Firm Registration No. 311017E

(NAVEEN TAPARIA) (Partner) Membership No. 058433

Place :Kolkata

Date: 20th April, 2023

For and on behalf of the Board Pradip Kumar Daga (DIN: 00040692) Yashwant Kumar Daga (DIN: 00040632) Bajrang Agarwal (DIN: 0107092)

Hemlata Jhajharia (DIN: 09438664)

Directors

Joydeep Pattanayak, Chief Executive Officer Vikas Joshi, Chief Financial Officer Sujata Pandey, Company Secretary

Statement of Changes in Equity for the year ended 31st March, 2023

A. Equity Share Capital

(Amount in Rs.'000)

Particulars	Balance as on 01.04.2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the year ended 31.03.2023	Balance as on 31.03.2023
Equity Share Capital	30,006.50	-	-	-	30,006.50
Particulars	Balance as on 01.04.2021	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the year ended 31.03.2022	Balance as on 31.03.2022
Equity Share Capital	30,006.50	-	-	-	30,006.50
B. Other Equity				(A	mount in Rs.'000)

Particulars	Share		Reserve a	nd Surplus		Items of Other	Total
	application money pending allotment	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	Retained Earnings	Comprehensive Income	
Balance as at April 1, 2022	-	112.00	79,895.75	2,127.40	53,948.98	(1,597.11)	134,487.02
Change in accounting policy/ prior	-	-	-	-	-	-	-
period items							
Remeasurement of the net defined	-	-	-	-	-	(28.02)	(28.02)
benefit liabilty/assets, net of tax							
Gain on Sale of Investment	-	-	-	-	-	-	-
Transferred to Retained Earnings	-	-	-	-	-	-	-
Gain on FV of Investment	-	-	-	-	-	(27.79)	(27.79)
Profit for the year	-	-	-	-	(1,634.69)	-	(1,634.69)
Balance as at 31st March, 2023	-	112.00	79,895.75	2,127.40	52,314.29	(1,652.92)	132,796.52

Particulars	Share application money pending allotment	Reserve and Surplus				Items of Other	Total
		Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	Retained Earnings	Comprehensive Income	
Balance as at April 1, 2021	-	112.00	79,895.75	2,127.40	16,299.47	(1,639.10)	96,795.52
Change in accounting policy/ prior	-	-	-	-	-	-	-
period items							
Remeasurement of the net defined	-	-	-	-	-	(22.45)	(22.45)
benefit liabilty/assets, net of tax							
Gain on Sale of Investment	-	-	-	-	-	273.39	273.39
Transferred to Retained Earnings	-	-	-	-	273.39	(273.39)	-
Gain on FV of Investment	-	-	-	-	-	64.44	64.44
Profit for the year	-	-	-	-	37,376.12	-	37,376.12
Balance as at 31st March, 2022	-	112.00	79,895.75	2,127.40	53,948.98	(1,597.11)	134,487.02

As per our report of even date For **V. SINGHI & ASSOCIATES** Chartered Accountants Firm Registration No. 311017E

(NAVEEN TAPARIA) (Partner) Membership No. 058433

Place :Kolkata Date : 20th April, 2023 For and on behalf of the Board Pradip Kumar Daga (DIN : 00040692) Yashwant Kumar Daga (DIN : 00040632) Bajrang Agarwal (DIN : 0107092) Hemlata Jhajharia (DIN : 09438664)

Directors

Joydeep Pattanayak, Chief Executive Officer Vikas Joshi, Chief Financial Officer Sujata Pandey, Company Secretary

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Note: 1 Corporate Information And Significant Accounting Policies

A. Corporate Information

The Company was incorporated in the year 1879 as a Public Limited Company domiciled in India. The Company is limited by shares and listed on Bombay Stock Exchange Limited (BSE) in India. The Company is engaged in trading of Tea, Ferrous and Non-Ferrous Metals along with earning interest and dividend.

B. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation and Statement of Compliance

1.1.1 Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act,2013 ('the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act and Rules framed there under, as amended from time to time.

These Financial Statements are prepared in Indian Rupees (INR) which is also the Company's presentation and functional currency and all the values are rounded to the nearest thousands (up to two decimals) except when otherwise indicated.

The Financial Statements for the year ended 31st March, 2023 have been approved by the Board of Directors of the Company in their meeting held on 20th April, 2023.

1.1.2 Classification of Current and Non-Current

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 IND AS 1 – Presentation of Financial Statements and Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

1.1.3 Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for certain financial assets and liabilities that are measured at fair value through Other Comprehensive Income and Statement of Profit and Loss and at amortized cost.

1.2 Revenue Recognition

Revenue is recognized when control of goods is transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods. Revenue is measured based on the consideration specified in a contract with a customer and excludes amount collected on behalf of third parties.

Revenue from the sale of products is recognized at a point in time, generally upon delivery of products. At present the Company has no existing contracts for which revenue over time is required to be recognized by the Company.

Note 1 Significant Accounting Policy (Contd.)

Goods and Services Tax (GST) is not received by the Company on its own account. Rather it is tax collected on the value added to the product by the seller on behalf of the Government. Accordingly, it is excluded from revenue.

1.3 Accounting for Taxes on Income

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 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

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

Deferred Income Tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

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

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

1.4 Cash and Cash Equivalents

Cash and Cash Equivalents in the Balance Sheet comprises 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 changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

1.5 Trade Receivables

Trade Receivables are recognised initially at fair value and subsequently measured at expected credit loss method.

1.6 Inventories

Inventories are valued at the lower of cost and net realizable value.

Costs of Inventories also include all other costs incurred in bringing the inventories to their present location and conditions.

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

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Note 1 Significant Accounting Policy (Contd.)

1.7 Investments and other Financial Assets

1.7.1 Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income
 or Profit and loss), and
- those measured at amortised cost

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

1.7.2 Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt Instruments - Subsequent measurement of debt instruments depend on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into the following categories:

- Amortised Cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost
- Fair Value through Other Comprehensive Income (FVOCI): Assets that are held for collections
 of contractual cash flows and for selling the financial assets, where the assets' cash flows
 represent solely payments of principal and interest, are measured at fair value through other
 comprehensive income (FVOCI). Interest income from these financial assets is included in other
 income using the effective interest rate method.
- Fair Value through Profit or Loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity Instruments - The Company measures all equity investments at fair value through other comprehensive income.

1.7.3 Impairment of Financial Assets

The Company assesses at each reporting date, a financial asset (or a group of financial assets) held at amortised cost and financial assets that are measured at fair value through other comprehensive income for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

1.7.4 De-recognition of Financial Assets

A financial asset is derecognised only when

- The right to receive cash flows from the asset has expired, or
- The Company has transferred the rights to receive cash flows from the financial asset, or

Note 1 Significant Accounting Policy (Contd.)

 Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred substantially all risks and rewards of ownership of the financial asset or where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

1.7.5 Income Recognition

Interest Income - Interest Income from debt instruments is recognised using the effective interest rate method.

Dividend Income - Dividend Income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

1.8 Financial liabilities

1.8.1 Initial Recognition and Measurement

The Company recognizes all the financial liabilities on initial recognition at fair value minus, in the case of a financial liability at fair value through Profit or Loss, transaction costs are directly attributable to the acquisition or issue of the financial liability, except where such transactions costs are recognized immediately in Statement of Profit and Loss.

The Company's financial liabilities include trade and other payables, loans and borrowings, bank overdrafts.

1.8.2 Subsequent Measurement

All the financial liabilities are classified as subsequently measured at amortised cost. Any discount or premium on redemption /settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

1.8.3 De-recognition of Financial Liabilities

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit & Loss.

1.9 Property, Plant and Equipment

All items of property, plant and equipment are stated at cost less depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous generally accepted accounting principles and also includes expenditure that is directly attributable to the acquisition of the items. Properties in the course of construction are carried at cost, less any impairment loss.

The cost of an item of Property, Plant and Equipment is recognized as an asset if and only if: -

it is probable that future economic benefits associated to the item will flow to the entity; and

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Note 1 Significant Accounting Policy (Contd.)

the cost of item can be measured reliably.

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 asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when above recognition criteria are met. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013. Item of Property Plant and Equipment for which related actual cost do not exceed Rs. 5,000 are fully depreciated in the year of purchase. The assets' residual value and useful life are reviewed, and adjusted if appropriate, at the end of each reporting period. Gain and Loss on disposal are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/ expenses.

1.10 Provision, Contingent Liabilities and Contingent Assets, legal or constructive

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. If the effect of time value of money is material, provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.11 Employee Benefits

1.11.1 Short-term Employee Benefits

These are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

1.1.2 Post-employment Benefit and Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

Note 1 Significant Accounting Policy (Contd.)

1.11.3 Post-employment Benefit Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

1.11.4 Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.12 Equity

Equity Shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

1.13 Earnings per Share

1.13.1 Basic Earnings per Share

Basic earnings per share are calculated by dividing the profit/loss attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year.

1.13.2 Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after-income tax effect of interest and other financing costs associated with dilutive potential Equity Shares, and
- The weighted average number of additional Equity Shares that would have been outstanding assuming the conversion of all dilutive potential Equity Shares.

1.14 Impairment of non-financial assets

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

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Note 1 Significant Accounting Policy (Contd.)

1.15 Borrowing Cost

Interest and other borrowing costs attributable to qualifying assets are capitalized. All other borrowing costs are charged to Statement of Profit and Loss.

1.16 Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business.

1.17 Use of Estimates

The Preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affects the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the periods and disclosure of contingent liabilities at the Balance Sheet date. The estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of financial statements. Actual results could differ from estimates.

1.18 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

1.18.1 Ind AS 1 - Presentation of Financial Statements -

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

1.18.2 Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors-

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

1.18.3 Ind AS 12 - Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

(Amount in Rs. '000)

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Property, Plant and Equipment

NOTE 2:

37.73 0.33 79.19 0.33 3,451.38 2,757.20 3,413.32 March 2022 March 2023 As at 31st Carrying As at 31st Carrying Amount Amount Net 6.18 6.18 51.73 646.10 93.19 745.47 332.29 **March 2023 March 2022** As at 31st As at 31st Disposals during the **Accumulated Depreciation Accumulated Depreciation** during the Disposals year year 41.46 292.96 33.70 313.81 355.27 Depreciation Depreciation for the year for the year 6.18 332.29 51.73 390.20 6.18 39.33 18.03 April 2021 **April 2022** As at 1st As at 1st 6.50 3,089.49 6.50 130.92 130.92 4,196.84 4,059.42 March 2023 **March 2022** As at 31st As at 31st Disposals during the during the Disposals year year **Gross Amount Gross Amount** 969.93 969.93 65.39 during the during the Additions Additions year year 3,089.49 130.92 6.50 3,089.49 67.93 6.50 3,226.92 April 2021 **April 2022** As at 1st As at 1st Plant & Machinery Plant & Machinery **Particulars Particulars** Computer Computer Furniture Furniture Total

2,836.72

390.20

326.66

63.54

3,226.91

62.99

3,163.92

Total

(Amount in Rs. '000)

		As at 31st March, 2023	As at 31st March, 2022
3.	Non Current Investments		
	Other than Trade Investments		
	Investments in preference shares (measured at fair value through Profit and Loss)		
	Unquoted		
	5000000 3% Redeemable Non Cumulative Preference Shares of Brua Hydrowatt Private Limited of Rs. 10/- each (Refer Note No. 29 & 34)	24,603.42	23,775.33
	Total Carrying Value	24,603.42	23,775.33
	Aggregate Book Value of Unquoted Investments	24,603.42	23,775.33

- 3.1 These preference shares will have the maximum term of 20 years from the date of allotment (i.e. from 12th December, 2012 for first 10,00,000 Preference Shares, 19th January, 2013 for next 10,00,000 Preference Shares, 22nd March, 2013 for next 10,00,000 Preference Shares, 13th June, 2013 for next 10,00,000 Preference Shares and 17th January, 2014 for the remaining 10,00,000 Preference Shares). However these shares can be redeemed earlier at the option of the issuer but not before 3 years from the date of allotment.
- 3.2 Refer Note 33 for information on Fair Value Measuremnt

		As at 31st March, 2023	As at 31st March, 2022
4.	Deferred Tax Asset (Net)		
	Deferred Tax Assets		
	Expenses allowable on payment basis and Timing difference w.r.t. fixed assets	4,857.26	4,507.67
		4,857.26	4,507.67

5	Current Investments	As at	As at 31st March, 2023			As at 31st March, 2022		
	Other than Trade Investments							
	a) In Mutual Funds	No. of Units	NAV per Unit		No. of Units	NAV per Unit		
	(measured at fair value through Profit and Loss)							
	Aditya Birla SL Digital India Fund - Growth	-	-	-	214,208.63	138.29	29,622.91	
	ICICI Prudential Technology Fund	-	-	-	77,085.26	162.59	12,533.29	
	ICICI Prudential Business Cycle Fund Growth	-	-	-	199,990	12.86	2,571.87	

(Amount in Rs.'000)

	As at	21st March	2022	Asat	21st March	2022
		31st March,		As at	31st March,	2022
Aditya Birla SL Low Duration Fund	1,819.28	561.95	1,022.33	-	-	-
Aditya Birla SL Crisil IBX AAA	38,134.01	10.51	400.70	-	-	-
Aditya Birla SL Abritrage Fund Growth Regular Plan	133,307.71	22.66	3,020.74	-	-	-
ICICI Prudential Saving Fund - Growth	5,435.15	457.49	2,486.52	-	-	-
Motilal Oswal India Excellence Fund- Mid to Mega- Series II	640,246.09	9.85	6,307.19	-	-	-
ICICI Prudential Growth Leaders Fund	146,405.56	108.10	15,826.45	-	-	1
Bandhan Mid Cap Fund Regular Plan Growth (See Note 5.1 Below)	248,941.95	9.63	2,398.56	-	-	-
PGIM Midcap Opportunities Fund	54,689.89	41.71	2,281.12	-	-	-
ICICI Prudential Transportation and Logistics Fund	110,096.09	9.55	1,051.42	-	-	-
			34,795.01			44,728.07
	As at	31st March,	2023	As at	31st March,	2022
b) In Quoted Equity Shares (fully paid up)	No. of Shares	Face Value per Share		No. of Shares	Face Value per Share	
(measured at fair value through Other Comprehensive Income)					•	
UPL Limited	100	2	71.77	100	2	76.96
Dalmia Bharat Limited	250	2	491.40	250	2	373.62
HDFC Bank Limited	300	1	482.87	300	1	441.11
Infosys Limited	200	5	285.59	200	5	381.37
Tech Mahindra Limited	50	5	55.09	100	5	74.97
Kajaria Cematrics Limited	100	1	105.43	100	1	101.93
Tata Consumers product Limited	300	1	212.66	300	1	233.22
Crompton Greaves Consumers Electricals Limited	300	2	87.90	300	2	112.20
Balkrishna Industries Limited	75	2	146.38	75	2	157.82
Computer Age Management Services Limited	50	10	101.60	50	10	116.37
			2,040.67			2,069.57
			36,835.69			46,797.64

(Amount in Rs. '000)

	As at 31st Marc	As at 31st March, 2022			
Aggregate Carrying Value of Mutual Fund		34,795.01			44,728.07
Aggregate Carrying Value of Equity Shares		2,040.67			2,069.57
Aggregate Market Value of Mutual Fund		34,795.01			44,728.07
Aggregate Market Value of Equity Shares		2,040.67			2,069.57

5.1 Investment in IDFC Mid Cap Fund Regular Plan Growth has been renamed to Bandhan Mid Cap Fund Regular Growth

		As at 31st March, 2023	As at 31st March, 2022
6.	Cash and Cash Equivalents		
	Balance with Banks		
	- In Current Accounts	98.45	27.93
	Cash in hand	1.46	0.25
	(as certified by the management)		
		99.91	28.18

		As at 31st March, 2023	As at 31st March, 2022
7.	Bank Balances other than above		
	Term Deposit with Banks (maturity between 3-12 months)	200.00	740.00
		200.00	740.00

8.	Loans		
	(Unsecured, considered good by the management)		
	To Body Corporates (Refer Note 8.1 & 29)*	92,275.61	85,376.67
		92,275.61	85,376.67

8.1 Details Of Loans to parties covered U/S 186 (4) of The Companies Act, 2013:

Name of the Company	Purpose	Rate of	As at	As at
		interest	31st March, 2023	31st March, 2022
Jalpaiguri Holdings Private Limited	General Corporate Purpose	9.00%	29,157.93	32,605.92
Brua Hydrowatt Private Limited	General Corporate Purpose	9.00%	63,117.68	52,770.75

(Amount in Rs. '000)

- 8.2 Details of loans and advances in the nature of loans granted to promoters, directors, KMPs and related parties either severally or jointly with any other person, that are
 - i) repayable on demand
 - ii) without specifying any terms or period of repayment

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
Promoters	29,157.93	31.60
Directors	-	-
KMPs	-	-
Related Parties	63,117.68	68.40

8.3 Refer Note No 28 - Related Party Disclosures

		As at 31st March, 2023	As at 31st March, 2022
9.	Other Financial Assets		
	Interest receivable	4.33	2.15
		4.33	2.15

		As at 31st March, 2023	As at 31st March, 2022
10.	Current Tax Asset (Net)		
	Advance Tax and TDS	482.25	1,911.55
	(Net of Provision of ₹ 2,613.08 (includes Rs. 1,203.08 relating to prior years) and Previous year ₹ 9,324.70)		
		482.25	1,911.55

		As at 31st March, 2023	As at 31st March, 2022
11.	Other Current Assets		
	Advances to Employees	100.00	100.00
	Prepaid Expenses	0.20	-
	Goods and Service Tax	705.48	612.41
		805.68	712.41

(Amount in Rs. '000)

		As at 31st March, 2023	As at 31st March, 2022
12.	Share Capital		
	a) Authorised		
	Equity Shares of Rs. 10 each		
	35,00,000 (35,00,000 31st March, 2022) equity shares	35,000.00	35,000.00
	7% Redeemable Preference Shares of Rs. 100/- each		
	50,000 (50,000 31 March, 2022) equity shares	5,000.00	5,000.00
		40,000.00	40,000.00
	Issued, Subscribed Share Capital		
	Equity Shares of Rs. 10/- each		
	30,04,800 (30,04,800 31 March, 2022) equity shares	30,048.00	30,048.00
		30,048.00	30,048.00
	Paid up Share Capital		
	Equity Shares of Rs. 10/- each		
	29,96,500 (29,96,500 31 March, 2022) equity shares fully paid up	29,965.00	29,965.00
	Add: Amount forfeited on shares	41.50	41.50
		30,006.50	30,006.50

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year	As at 31st March, 2023	As at 31st March, 2022
Equity Shares		
At the beginning of the year	2,996,500	2,996,500
Issued during the year	-	-
At the end of the year	2,996,500	2,996,500

c) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the company, after distribution of all prefrential amounts, in proportion of their shareholdings.

(Amount in Rs. '000)

d) The details of shareholders holding more than 5% shares.

Name of the shareholder	As at 31st March, 2023		As at 31st March, 2022	
Equity Shares	No. of	% held	No. of	% held
	Shares		Shares	
Pradip Kumar Daga	416,609	13.90	416,609	13.90
Asha Devi Daga	321,750	10.74	321,750	10.74
Luxmi Kant Gupta	257,788	8.60	257,788	8.60
Jalpaiguri Holdings Private Limited	165,200	5.51	165,200	5.51

e) Details of shares held by promoters

Promoter Name	As at 31st March, 2023		As at 31st March, 2022	
	No of	% of	No of	% of
	Shares	total	Shares	total
		shares		shares
Pradip Kumar Daga	416,609	13.90	416,609	13.90
Asha Devi Daga	321,750	10.74	321,750	10.74
Yashwant Kumar Daga	132,195	4.41	132,195	4.41
Nandini Daga	88,707	2.96	88,707	2.96
Santanu Daga	75,000	2.50	75,000	2.50
Pradip Kumar Daga (Partner of Bansidhar Daga and Co.)	45,700	1.53	45,700	1.53
Pradip Kumar Daga HUF	31,950	1.07	31,950	1.07
Jalpaiguri Holdings Private Limited	165,200	5.51	165,200	5.51
Mangalam Engineering Projects Limited	52,500	1.75	52,500	1.75

		As	at	As	at
		31st Mai	rch, 2023	31st Mar	ch, 2022
13	Other Equity				
	Capital Reserve		112.00		112.00
	Securities Premium Reserve		79,895.75		79,895.75
	Capital Redemption Reserve		2,127.40		2,127.40
	Retained Earning	53,948.98		16,299.47	
	Add: Gain/ Loss on Sale of Investment (Net of Tax)	-		273.39	
	Add: Profit during the year	(1,634.69)	52,314.29	37,376.12	53,948.98
	Other Comprehensive Income				
	As per Last Account	(1,597.11)		(1,639.10)	
	Less: Remeasurement of defined benefit plan	(28.02)		(22.45)	
	Add: Gain/ Loss on Sale of Investment (Net of Tax)	-		273.39	
	Add: Gain/ Loss on Fair Value of Investment (Net of Tax)	(27.79)		64.44	
		(1,652.92)		(1,323.72)	
	Less: Transferred to Retained Earnings	-	(1,652.92)	(273.39)	(1,597.11)
			132,796.52		134,487.02

(Amount in Rs. '000)

		As at 31st March, 2023	As at 31st March, 2022
14.	Provisions (Non-current)		
	Provision for Employee Benefits		
	- Gratuity	151.74	192.07
		151.74	192.07

		As at 31st March, 2023	As at 31st March, 2022
15.	Short Term Borrowings		
	Loan from Directors	500.00	1,386.80
		500.00	1,386.80

- 15.1 Details of loans and advances in the nature of loans borrowed from promoters, directors, KMPs and related parties either severally or jointly with any other person, that are
 - i) repayable on demand
 - ii) without specifying any terms or period of repayment

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
Promoters	500.00	100%
Directors	-	-
KMPs	-	-
Related Parties	-	-

15.2 Refer Note No 29 - Related party disclosures

		As at 31st March, 2023	As at 31st March, 2022
16.	Other Financial Liabilities		
	Interest Accrued and due on borrowings	17.53	132.02
		17.53	132.02

		As at 31st March, 2023	As at 31st March, 2022
17.	Other Current Liabilities		
	Payable to Statutory Authorities	26.06	56.98
	Book Overdraft	-	233.87
	Others payable	71.01	110.41
		97.07	401.26

(Amount in Rs. '000)

		As at 31st March, 2023	As at 31st March, 2022
18.	Current Provisions		
	Gratuity	4.17	0.65
	Bonus	42.00	82.00
		46.17	82.65

		For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
19.	Revenue From Operations		
	Sale of Stock in Trade	13,646.36	12,276.77
		13,646.36	12,276.77

		For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
20.	Other Income		
	Interest (Gross)		
	- on Loan & Advances (TDS Rs 766.54, Previous Year Rs 708.86)	7,665.48	7,088.61
	- on Term Deposits (TDS Rs 1.02, Previous Year Rs 4.01)	37.48	55.22
	- on Income Tax Refund	98.58	-
	Dividend Income	23.35	22.36
	Maturity Proceeds of Keyman Insurance Policy	-	39,750.00
	Profit on redemption of units of Mutual Fund	-	1,369.53
	Fair value gain on current investments (Net)	-	6,222.75
	Liabilities written back	29.96	-
	Other Income	0.00	70.50
		7,854.84	54,578.97

20.1 Refer Note No 29 - Related Party Disclosures for Interest on Loans & Advances

		For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
21.	Purhcase of Stock In Trade		
	Purchases	13,427.04	11,763.26
		13,427.04	11,763.26

(Amount in Rs. '000)

		For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
22.	Employee Benefits Expense		
	Salaries and Wages (Refer Note No 29 - Related Party	1,592.78	1,933.20
	Disclosures)		
	Contributions to Provident and Other Funds	50.56	62.51
	Staff Welfare Expenses	160.78	12.00
		1,804.12	2,007.71

		For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
23.	Finance Costs		
	Interest Expense		
	on Loan Taken (Refer Note No 28 - Related Party Disclosures)	41.90	281.32
	on Income Tax Matters	-	1.13
		41.90	282.45

		For the Year ended	For the Year ended
		31st March, 2023	31st March, 2022
24.	Other Expenses		
	Legal & Professional Fees	242.84	432.22
	Listing Fees	332.06	330.57
	Postage & Telegram	36.42	67.29
	Printing & Stationery	96.97	158.74
	Repair and Maintenance	113.26	127.25
	Registrar Expenses	120.00	120.00
	Director Sitting Fees	72.00	84.00
	Mark to Market Expense	-	419.54
	Loss on Redemption of Mutual Funds	2,869.44	-
	Travelling Expenses	-	109.64
	Rates & taxes	4.30	4.40
	Fair value loss on instruments measured at Fair Value through Profit and Loss	1,186.75	-
	Miscellaneous Expenses	111.94	180.67
	Auditor Remuneration		
	(a) as Audit Fee	37.00	36.30
	(b) for other services - certification, etc	20.00	20.00
		5,242.98	2,090.62

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(Amount in Rs.'000)

25. Contingent Liabilities

Claims against the Company not acknowledged as debt which are disputed and/or pending appeals:

(Amount in Rs.'000)

S. No.	Particulars	Year	As on 31.03.2023	As on 31.03.2022
1	Central Excise Duty	1999-2000	792.69	792.69
2	Central Sales Tax	1977-78,78-79,79-80 &80-81	165.66	165.66
3	Central Sales Tax	1995-96	308.10	308.10
4	Central Sales Tax	1998-99	1,934.61	1,934.61
5	Central Sales Tax	2000-01	146.09	146.09

Note: The Company's pending litigations comprise of claims against the Company and proceedings pending with statutory/Government Authorities. The Company has reviewed all its pending litigation proceedings, made adequate provisions, and disclosed the contingent liabilities wherever applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows in respect of above are determinable only on receipt of judgement/decision pending with various forums/authorities.

- 26. No amount is due to Micro, Small and Medium enterprises (identified on the basis of information made available during the year by such enterprises to the Company). No interest in terms of Micro, Small and Medium Enterprises Development Act, 2006 has been either paid or accrued during the year.
- 27. The Company does not have any Trade Receivable and Trade Payable as at 31st March, 2023 and as at 31st March, 2022. Hence ageing schedule is not required.

28. Employment Benefits:

The disclosures required under Ind AS 19 "Employee Benefits" are given below:

Defined Contribution Scheme:

Contributions to Defined Contribution Plan, recognized for the year are as under:

(Amount in Rs.'000)

	2022-23	2021-22
Employer's Contribution to Provident Fund	-	-

Defined Benefit Scheme:

The employee's gratuity scheme is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

(Amount in Rs. '000)

28. Employment Benefits (cont'd)

Gratuity (Unfunded)

(Amount in Rs.'000)

		2022-23	2021-22
i.	Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:		
	Liability at the beginning of the year	192.72	107.76
	Interest cost	13.68	7.44
	Current Service Cost	36.87	55.07
	Actuarial (Gain)/Loss on obligations	28.02	22.45
	Benefits paid	(115.38)	-
	Liability at the end of the year	155.91	192.72
ii.	Amount Recognized in Balance Sheet		
	Liability at the end of the year	155.91	192.72
	Fair value of Plan Assets at the end of the year	-	-
	Amount recognized in the Balance Sheet	155.91	192.72
iii.	Expenses recognized in the Income Statement		
	Current service cost	36.87	55.07
	Interest cost	13.68	7.44
	Expected Return on Plan Assets	-	-
	Net Actuarial (gain)/loss to be recognized	28.02	22.45
	Benefit Payments	-	-
	Expenses Recognized in Profit& Loss Account	78.57	84.96
iv.	Balance Sheet Reconciliation		
	Opening Net Liability	77.34	107.76
	Expenses as above	78.57	84.96
	Benefits Paid	-	-
	Amount recognized in the Balance Sheet	155.91	192.72
v.	Principal Actuarial assumption at the Balance Sheet		
	Discount Rate	7.40%	7.10%
	Salary Escalation Rate	6.00%	6.00%

Amount for the current and previous four years are as follows:

Particulars	2021-22	2021-22	2020-21	2019-20	2018-19
Present value of benefit obligation	155.91	192.72	107.76	59.08	2022.20
Fair value of plan assets at the end of the year	-	-	-	-	-
Liability recognized in the Balance Sheet	155.91	192.72	107.76	59.08	2022.20

(Amount in Rs. '000)

Assumptions relating to future salary increases, attrition, interest rate for discount & overall expected rate of return on Assets have been considered based on relevant economic factors such as inflation, market growth & other factors applicable to the period over which the obligation is expected to be settled.

29. "Related Party Disclosures" in compliance with Ind AS 24, are given below:

Key Managerial Personnel & their Relatives

Mr. Yashwant Kumar Daga (Director)

Mr. Pradip Kumar Daga (Director)

Mrs. Santosh Devi Mall (Director)

Mrs. Hemlata Jhajaria (Independent Director)

Mr. Bajrang Agarwal (Independent Director)

Mr. Manoj Kumar Agrawal (Independent Director) (Resigned w.e.f. 16.01.2023)

Mr. Joydeep Pattanayak (Chief Executive Officer)

Mr. Vikas Joshi (Chief Financial Officer)

Ms. Nikita Puria (Company Secretary) (Resigned w.e.f. 15.09.2022)

Jalpaiguri Holdings Private Limited (Promoter Group)

Brua Hydrowatt Private Limited (Entity in which director has significant influence)

(A) The following transactions were carried out with the related parties in the ordinary course of business.

(Amount in Rs.'000)

Key Managerial Personnel	Nature of Transaction	2022-23	2021-22
Mr. Joydeep Pattanayak (Chief Executive Officer)	Remuneration	448.20	448.20
Mr. Vikas Joshi (Chief Financial Officer)	Remuneration	715.00	715.00
Ms. Nikita Puria (Company Secretary)	Remuneration	504.97	670.00
Mrs. Santosh Devi Mall (Director)	Sitting Fees	5.00	19.00
Mr. Manoj Kumar Agrawal (Independent Director)	Sitting Fees	14.00	24.00
Mr. Yashwant Kumar Daga	Sitting Fees	14.00	19.00
(Director)	Loan Taken	-	15,300.00
	Loan Repayment	1540.91	13,962.23
	Interest Exp	22.09	171.47
Mr. Pradip Kumar Daga (Director)	Sitting Fees	3.00	8.00
	Loan Taken	500.00	4,500.00
	Loan Repaid	1.95	4,500.00
	Interest Exp	19.48	109.85

(Amount in Rs. '000)

Key Managerial Personnel	Nature of Transaction	2022-23	2021-22
Mrs. Hemlata Jhajaria (Independent Director)	Sitting Fees	18. 00	7.00
Mr. Bajrang Agarwal (Independent Director)	Sitting Fees	18.00	7.00
Jalpaiguri Holdings Private Limited	Loan Given	5,800.00	-
	Loan Repayment	11,861.34	47,671.00
	Interest Received	2,613.34	4010.00
Brua Hydrowatt Private Limited	Loan Given	5,800.00	51,500.00
	Loan Repayment	505.51	1,807.86
	Interest Received	5,052.14	3,078.62

(B) Details of balances with related parties at the year end

Key Managerial Personnel	Nature of Transaction	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Mr. Yashwant Kumar Daga	Loan Outstanding	-	1,400.00
Mr. Yashwant Kumar Daga	Interest Payable	-	118.81
Mr. Pradip Kumar Daga	Loan Outstanding	500.00	-
Mr. Pradip Kumar Daga	Interest Payable	17.53	-
Jalpaiguri Holdings Private Limited	Loan Granted	29,157.93	32,605.92
Brua Hydrowatt Private Limited	Loan Granted	63,117.68	52,770.75
Brua Hydrowatt Private Limited	Investment in Preference Shares	24,603.42	23,775.33

30. Financial Risk Management

Business risks exist for any enterprise having national and international exposure. The Company also faces some such risks, the key ones being:

- Operational Risk
- Market Risk
- Financial Risk
- Liquidity Risk
- Compliance Risk

The Company is having a system of risk management commensurate with its size and nature of activities to address the consequent vulnerability. Quarterly reports are placed before the Audit Committee and the Board of Directors of the Company. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. A risk management process is in place to identify and mitigate risks that arise from time to time.

31. Earnings per share (EPS)

Calculation of Earnings per Share is as follows:

(Amount in Rs.'000)

Particulars	2022-23	2021-22
Profit/(loss) after tax (in Rs. '000)	(1,634.69)	37,376.12
Net Profit/(loss) for calculation of basic and diluted EPS (A) (in Rs. '000)	(1,634.69)	37,376.12
No of equity shares outstanding as on 31st March (in '000)	2,996.50	2,996.50
Weighted average number of equity shares in calculating basic and diluted EPS (B) (in '000)	2,996.50	2,996.50
Basic and Diluted EPS (A)/(B) (in Rs)	(0.55)	12.47

32. Financial Instruments

The accounting classification of each category of financial instrument, their carrying amount and fair value are as follows: -

(Amount in Rs.'000)

Particulars	As at March 31, 2023 As at March 31, 202			ch 31, 2022
Financial Assets (Current and Non-Current)	Carrying	Fair	Carrying	Fair
	Amount	Value	Amount	Value
Financial Assets measured at Amortised Cost				
Investment	36,835.69	36,835.69	46,797.64	46,797.64
Cash & Cash Equivalents	99.91	99.91	28.18	28.18
Other Bank Balances	200.00	200.00	740.00	740.00
Loans	92,275.61	92,275.61	85,376.67	85,376.67
Other Financial Assets	4.33	4.33	2.15	2.15

Particulars	As at Marc	th 31, 2022	As at March 31, 2021		
Financial Liabilities (Current and Non-Current)	Carrying	Fair	Carrying	Fair	
	Amount	Value	Amount	Value	
Financial Liabilities measured at Amortised Cost					
Short Term Borrowings	500.00	500.00	1400.00	1400.00	
Other Financial Liabilities	17.53	17.53	118.81	118.81	

33. Income Tax Expense

Reconciliation of tax expense and the accumulated profit/ (loss) multiplied by India's domestic rate:

(Amount in Rs.'000)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
Profit/(loss) before tax from Continuing Operations	629.89	50,385.05
-Indian tax rate	26.00%	27.82%
Tax at an average rate	163.78	14,017.12
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:	-	-
Tax effect of income that are not taxable in determining taxable profit	-	(2,205.22)
Tax effect of expenses that are not deductible in determining taxable profit	1,080.57	132.34
Tax effect on recognition of previously unrecognised allowances/disallowances	(51.32)	-
Tax Effect of previously not taxed	-	-
Tax Effect of Items that will not be allowed in future years (net)	-	776.89
Tax effect of income chargeable to tax at special rates	212.48	325.73
Total Tax Expense	1,405.51	13,046.86

34. Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, along with the fair value measurement hierarchy:

(Amount in Rs.'000)

	Carrying Value		Fair \	/alue	Fair Value
	March 31, 2023 March 31,		March 31, 2023	March 31, 2022	Measurement hierarchy level
Financial Assets					
A. FVTOCI Financial Instruments					
Quoted Equity Shares	2,040.67	2069.57	2,069.57	2069.57	1
B. FVTPL Financial Instruments					
Mutual Funds	34,795.01	44,728.07	34,795.01	44,728.07	1
Non-Convertible Redeemable Preference Shares	24,603.42	23,775.33	24,603.42	23,775.33	3

Notes:

- 1. The management assessed that fair value of Trade Receivables, Cash and Cash Equivalents, Bank Balances/Deposits and Advances approximate their carrying amounts.
- The fair value of the financial assets is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as decided below:

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

Level 2 - Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3 - Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Methods and assumptions

The following methods and assumptions were used to estimate the fair values at the reporting date:

- i. Quoted Equity Shares: Closing quoted price (unadjusted) in National Stock Exchange of India Limited
- ii. Mutual Funds: Closing quoted price (unadjusted) in Central Depository Services (India) Limited
- iii. Non-Convertible Preference Shares: Fair value of preference shares is estimated by discounting cash flows. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the table below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

Description	Valuation Technique	Significant Unobservable Inputs	Range (weighted average)	Sensitivity of the input of fair value
Non-Convertible Redeemable Preference Shares	DCF Method	Discount Rate (Post tax)	March 31, 2023: 7.315	0.5% increase/ (decrease) in discount rate would result in increase/ (decrease) in fair value by: March 31, 2023: Rs (11.22) lakhs/ Rs 11.81 Lakhs

Reconciliation of fair value measurement of Assets under Level 3 hierarchy of Fair Value measurement:

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(Amount in Rs.'000)

Description	FVTPL Assets
	Non-Convertible redeemable preference shares
Balance as at 31st March, 2022	23,775.33
Addition	-
Redemption/Sales	-
Fair Value Changes	828.09
Exchange Difference	-
Balance as at 31st March, 2023	24,603.42

35. Disclosure of Ratios

SI No	Particulars	As at 3	As at 31st March, 2023			As at 31st N	/larch, 2022	% Change in Ratios	Reason when difference > 25%
a)	Current Ratio (Times)			197.81			67.71	192.13%	Decrease in current
	[Current Assets (excluding assets held for sale)/ Current Liabilities]								liabilities
	Current Assets	1,30,	708			1,35,569			
	Current Liabilities		661			2,002			
b)	Debt - Equity Ratio			0.00			0.01	-63.57%	Decrease in current
	[(Non-Current Borrowings + Current Borrowings)/ Total Equity (including OCI)]								borrowings
	Non-Current Borrowings + Current Borrowings		500			1,387			
	Total Equity	1,62,	808			1,64,494			
c)	Debt Service Coverage Ratio (Times)			-0.81			2.02	140.34%	Decrease in profit after tax
	[Profit after Tax+ Finance Cost+ Depreciation]/ [Finance Costs+ Principal Repayment]								
	Profit after Tax+ Finance Cost+ Depreciation	-1,	238			37,985			
	Finance Costs+ Principal Repayment	1,	519			18,781			
d)	Return on Equity Ratio			-1.00%			22.72%	-104.41%	Decrease in net profit
	[Net Income/Shareholders Equity]								after tax
	Net Profit after Tax	-1.	630			37,376			
	Shareholders Equity	1,62,				1,64,494			

(Amount in Rs.'000)

SI	Particulars	As at 31st N	March, 2023	As at 31st N	/larch, 2022	% Change	Reason when
No							difference > 25%
e)	Inventory Turnover Ratio		-		-	NIL	-
	[Cost of Goods Sold/Average						
	Inventory]						
	Cost of Goods sold	13,427		11,763			
	Average Inventory	-		-			
f)	Trade Receivables Turnover Ratio		-		-	NIL	-
	[Net Credit Sales/Average Trade Receivable]						
	Net Credit Sales	13,646		12,277			
	Average Trade Receivables	-		-			
g)	Trade Payables Turnover Ratio		-		-	NIL	-
	[Net Credit Purchases/Average Trade Payable]						
	Net Credit Purchases	13,427		11,763			
	Average Trade Payables	-		-			
h)	Net Capital Turnover Ratio		0.10		0.09	14.16%	-
	[Net Sales / Working Capital]						
	Net Sales	13,646		12,277			
	Working Capital	1,30,047		1,33,567			
i)	Net Profit Ratio (%)		-11.95%		304.45%	-103.92%	Decrease in net profit
	[Net Profit after tax/Revenue from Operations]						after tax and revenue from operations
	Net Profit after tax	-1,630		37,376			
	Revenue from Operations	1,346		12,277			
j)	Return on Capital employed		0.41%		30.77%	-98.66%	Decrease in EBIT
	[EBIT/Capital Employed]						
	EBIT	672		50,067			
	Capital Employed	1,62,808		1,64,494			
k)	Return on investment		-1.00%		22.42%	-104.44%	Decrease in net profit
	[Net profit after tax/ Total Assets]						after tax
	Net Profit after tax	-1,630		37,376			
	Total Assets	1,63,620		1,66,688			

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(Amount in Rs. '000)

36. The Company is mainly engaged in the business of trading of Commodities (tea, ferrous and non-ferrous metals). The Company is also dealing and investing in shares and securities and has interest income from loans and advances. The relevant information about the Segment is given in following table:

Particulars	Trading /	Activities	Financial	Activities	Total		
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022	
Revenue	13,646.36	12,276.77	7,854.84	54,578.97	21,501.20	66,855.74	
Results							
Segment Results	(3,168.76)	(3,774.38)	3,798.65	54,159.43	629.89	50,385.05	
Unallocated Expenses							
Operating Profit					629.89	50,385.05	
Income Tax					2,264.58	13,008.93	
Profit/(Loss) for the year					(1,634.69)	37,376.12	
Other Comprehensive Income (OCI)					(55.80)	315.38	
Total Comprehensive Income for the year					(1,690.49)	37,691.50	
Information							
Segment Assets	4,556.97	4,317.31	1,53,719.05	1,55,951.79	1,58,276.02	1,60,269.10	
Unallocated Assets					5,339.51	6,419.22	
Total					1,63,615.53	1,66,688.32	
Segment Liabilities	812.51	2,194.80			812.51	2,194.80	
Unallocated Liabilities					1,62,803.02	1,64,493.52	
Total					1,63,615.53	1,66,688.32	

37. Previous year figures have been regrouped / rearranged wherever necessary.

As per our report of even date For **V. SINGHI & ASSOCIATES** Chartered Accountants Firm Registration No. 311017E

(NAVEEN TAPARIA) (Partner) Membership No. 058433

Place :Kolkata

Date: 20th April, 2023

For and on behalf of the Board **Pradip Kumar Daga** (DIN: 00040692) **Yashwant Kumar Daga** (DIN: 00040632)

Bajrang Agarwal (DIN: 0107092) Hemlata Jhajharia (DIN: 09438664)

Joydeep Pattanayak, Chief Executive Officer Vikas Joshi, Chief Financial Officer

Sujata Pandey, Company Secretary

LONGVIEW TEA COMPANY LIMITED

CIN No.: L15491WB1879PLC000377
Notes

If undelivered, please return to:

LONGVIEW TEA COMPANY LIMITED

16, HARE STREET, KOLKATA - 700 001

LONGVIEW TEA COMPANY LIMITED

CIN No.: L15491WB1879PLC000377 Registered Office: 16, Hare Street, Kolkata - 700 001 Phone: 033-2248-2391/2/3 • Fax: 033-2248 9382 Website: www.longviewtea.org • E-mail: info@longviewtea.org

NOTICE

Notice is hereby given that the 144th Annual General Meeting ('AGM') of the shareholders of the Longview Tea Company Limited will be held on Thursday, the 6th July, 2023 at 12.30 p.m. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility, to transact the following businesses:-

Ordinary Business:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the reports of the Board of Directors and Auditors thereon.
- 2. To appoint a Director in place of Mr. Pradip Kumar Daga (DIN: 00040692) who retires by rotation and being eligible offers himself for re-appointment.

By Order of the Board Sujata Pandey Company Secretary ACS: 28499

Place: Kolkata

Date: 20th April, 2023

- In terms of Section 152 of the Act, Mr. Pradip Kumar Daga (DIN 00040692) retires by rotation at this meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. The Relevant details of the Director proposed to be re-appointed, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) is annexed to this notice.
- 2. The Register of Members and the Share Transfer books of the Company will remain closed from 30.06.2023 to 06.07.2023 (both days inclusive).
- 3. The Ministry of Corporate Affairs (MCA) vide its Circular dated 28th December, 2022 read together with circulars dated 14th December, 2021, 13th January, 2021, 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ("SEBI") vide its Circulars dated 5th January, 2023 read together with circulars dated 13th May, 2022, 15th January, 2021 and 12th May, 2020 ('SEBI Circulars') has also granted certain relaxations regarding related provisions of the LODR. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM will be the registered office of the Company at 16, Hare Street, Kolkata- 700001. Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum for the AGM as per section 103 of the Companies Act, 2013
- In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories. Members may note that the Notice will also be available on the Company's website at www.longviewtea.org, website of the Stock Exchange i.e. BSE Limited at www.

bseindia.com and on website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com

- 5. Pursuant to the provisions of the Act, a ,member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to MCA circulars on AGM through VC/OAVM, the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Attendance Slip, Route Map and Proxy Form are not annexed to this Notice.
- 6. Corporate members intending to authorize their representatives to attend the Meeting are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the CDSL by email at helpdesk.evoting@cdslindia.com. with a copy marked to info@longviewtea.org.
- 7. Members are requested to send all their correspondence to the Company's Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, 5th Floor, Kolkata 700 001. For any communication, the shareholders may also send requests to email ids: mdpldc@yahoo.com and info@longviewtea.org
- 8. REGISTRATION OF EMAIL ADDRESSES Eligible members who have not registered their e-mail addresses are requested to register the same with their Depository Participant ('DP'), if the shares are held in demat form and members holding shares in physical form are requested to provide the same to the Registrar and Transfer Agent by visiting this link www.mdpl.in
- 9. Nomination: As per the provisions of Section 72 of the Companies Act, 2013 the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are advised to register the same by submitting Form No. SH13. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's Registrar and Transfer Agent ('RTA') in case the shares are held by them in physical form, quoting their folio number.
- 10. Members are requested to notify change in address, email address etc. if any, to the Company's Registrar and Share Transfer Agent by visiting this link- www.mdpl.in for shares held in physical form and to their respective Depository Participant (DP) for shares held in electronic form.
- 11. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- 12. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialized form. In view of this, members are advised to dematerialize shares held by them in physical form
- 13. The Securities and Exchange Board of India ("SEBI") has mandated furnishing of PAN, KYC details (i.e., Postal Address with Pin Code, email address, mobile number, bank account details) and nomination details by holders of securities. Effective from 1 January 2022, any service requests or complaints received from the member, will not be processed by RTA till the aforesaid details/ documents are provided to RTA. On or after 1 October 2023, in case any of the above cited documents/ details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s). Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at http://www.longviewtea.org/investor.html.

14. Members seeking any information about the financial accounts or any other matter to be placed at the AGM are requested to write to the Company at least 10 days before the Meeting. The same will be replied by the Company suitably.

- 15. Shri Pravin Kumar Drolia, Practicing Company Secretary (Membership No. FCS 2366 and Certificate of Practice No. 1362) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.
- 16. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested maintained under Section 189 of the Act, shall be available for electronic inspection by the members during the AGM. All other documents referred to in the Notice shall also be made available for inspection in electronic mode.

VOTING THROUGH ELECTRONIC MEANS

- 1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the circulars issued by MCA and SEBI and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing its members, the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system ("remote e-voting") as well as e-voting during the AGM will be provided by Central Depository Services (India) Limited (CDSL).
- 2. The facility for E-voting through electronic voting system shall also be made available at the venue of the AGM and the members attending the meeting, who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting prior to the AGM may attend the AGM but shall not be able to cast their vote again at the AGM.
- 3. Shri Pravin Kumar Drolia, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.
- 4. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, would unblock the votes cast through remote e-voting and through e-voting at the AGM in the presence of at least two witnesses not in employment of the Company and submit, not later than three days of conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the meeting or a person authorised by him in writing who shall countersign the same.
- 5. The results declared along with the Scrutinizer's Report shall be placed on the Company's website (www. longviewtea.org) and on the website of CDSL (www.evotingindia.com) after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") where the shares of the Company are listed.
- 6. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 29.06.2023.
- 7. The instructions for shareholders voting electronically are as under:
 - (i) The remote E-voting period commences on 02.07.2023 at 9.00 A.M. and ends on 05.07.2023 at 5.00 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) of 29.06.2023 may cast their vote by remote

- e-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) As per circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, all individual shareholders holding securities in demat mode can cast their vote by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.
- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (a) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.
	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.
	3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual		
Shareholders		
holding securities		
in demat mode		
with NSDL		

- If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
- 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Individual
Shareholders
(holding securities
in demat mode)
login through
their Depository
Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

(b) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form and shareholders holding securities in physical mode:

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

- (i) Click on "Shareholders" module.
- (ii) 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,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iii) Next enter the Image Verification as displayed and Click on Login.

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.

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

	For Shareholders holding shares in Demat Form other than individual 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)
	Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
	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 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 (b)

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be 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.
- (vii) For Shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for "Longview Tea Company Limited" on which you choose to vote.
- (ix) 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.

- (x) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take out print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Facility for Non Individual Shareholders and Custodians- Remote Voting
 - Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - 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.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz info@ longviewtea.org if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

8. Process for those shareholders whose email / mobile no. are not registered with the Company/ Depositories

- i) For physical shareholders please provide necessary details like Folio No., Name of shareholder scanned copy of the share certificate (front and back), PAN (self- attested scanned copy of PAN card), AADHAR (self -attested scanned copy of Aadhar Card) by email to Company/RTA email address at info@longviewtea.org and mdpldc@yahoo.com
- ii) For Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP).
- iii) For individual Demat shareholders- please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

INSTRUCTION FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM:

- Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the CDSL
 e-Voting system. The procedure for attending the meeting & e-voting on the day of the AGM is same as the
 instructions mentioned above for Remote e-voting.
- 2. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 3. Facility of joining the AGM through the VC/ OAVM mode shall open 15 minutes before the scheduled time of commencement of the Meeting and will be available for members on 'first come first serve' basis.
- 4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
- 5. Further shareholders will be required to switch on the video facility and use Internet connection with a good speed to avoid any disturbance during the meeting.
- 6. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@longviewtea.org. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9. If you have any queries or issues regarding attending AGM & e-voting form the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.
- 10. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

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

OTHER GUIDELINES/INSTRUCTIONS

- Any person, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and is holding shares as on the cut-off date, may follow the same instructions/steps as mentioned above for e-voting.
- ii. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting. Any person who is not a member as on the cut-off date shall treat this Notice for information purpose only.
- iii. If you have any queries or issues regarding attending AGM & e-voting form the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.
- iv. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board

Sujata Pandey
Company Secretary

ACS: 28499

Place: Kolkata

Date: 20th April, 2023

Details of Director seeking appointment/ re-appointment at the ensuing Annual General Meeting fixed on 06.07.2023 as required under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are given hereunder:

Name of Director	Mr. Pradip Kumar Daga
Director Identification Number (DIN)	00040692
Date of Birth	24.04.1937
Age	86
Date of Appointment on the Board	08.05.1954
Qualification & Experience in specific functional areas	B.Com (Hon's), An Industrialist with rich and varied business experience in the field of textiles, engineering, tea etc.
No. of meetings of the Board attended during the year	1
Directorship in other Companies	 Deepak Spinners Limited Deepak Industries Limited.
Chairmanship/ Membership of Committees of other Companies in which he is a Director#	Longview Tea Company Limited Audit Committee – Member
Listed entities from which the person has resigned in the past three years	Nil
No. of shares held in the Company	4,16,609
Relationship between Directors interse (as per Companies Act, 2013)	Related to Mr. Yashwant Kumar Daga being his Son
Terms and conditions of appointment / reappointment along with details of remuneration last drawn by such person	Eligible for sitting fees

[#] Committee positions only of Audit Committee and Stakeholders Relationship Committee in Public Companies have been considered.

By Order of the Board Sujata Pandey Company Secretary

ACS: 28499

Place: Kolkata

Date: 20th April, 2023