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Independent Auditor's Report

To the Members of
Shivphal Vinimay Private Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Shivphal Vinimay Private Limited** ('the Company') **CIN No. –U51909WB2011PTC168574**, which comprise the balance sheet as at March 31, 2019, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and 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 the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Company as at March 31, 2019, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of financial statements in accordance with the Standards on Auditing ('SAs') specified under section 143(10) of the Act. Our responsibilities under those SAs 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 (the '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 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.

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

The Company's management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, management and Board of Directors are 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.

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

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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 control relevant to the audit in order to design audit procedures that
 are appropriate in the circumstances. Under section 143(3)(i) of the Act, we 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.

Report on other legal and regulatory requirements

- As required by the Companies (Auditors' Report) Order, 2016 (the 'Order') issued by the Central Government in terms of section 143 (11) of the Act, 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 the purpose of

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- 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 Ind AS specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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, refer to our separate Report in 'Annexure B'
- g) No managerial remuneration has been paid during the year; and
- h) With respect to the other matters to be included in the Auditors' 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:
 - There are no pending litigations which would impact the financial position of the Company.
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For, AGARWAL MAHESWARI & CO.
Chartered Accountants

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Firm Reg. No.: 314030E

CA. Indrani Sarkar Partner

Membership No.305761

Place: Kolkata

Dated: 18th May 2019

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Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of M/s. Shivphal Vinimay Private Limited on the financial statements for the year ended 31st March 2019, we report that:

- (i) The Company does not have any Fixed Assets, hence clause (i) of Para 3 of Companies (Auditor's Report) Order, 2016 is not applicable to the Company.
- (ii) The Company does not have any Inventories hence clause (ii) of Para 3 of Companies (Auditor's Report) Order, 2016 is not applicable.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 and accordingly, clause (iii) of Para 3 of Companies (Auditor's Report) Order, 2016 is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not given any loans, investments, guarantees, and security with respect to the provisions of section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Company is not required to maintain cost records as specified by the Central Government under section 148 (1) of the Companies Act, 2013.
- (vii) (a) As explained to us, the Provident Fund Scheme and Employees' State Insurance Scheme are not applicable to the Company. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including income-tax, sales tax, value added tax, duty of customs, duty of excise, goods and service tax, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, value added tax, duty of customs, duty of excise, goods and service tax, service tax, cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues in respect of sales tax, service tax, duty of customs, duty of excise or value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- (viii)The Company does not have any loans or borrowings from any financial institutions, banks or government during the year. The Company does not have any outstanding debenture during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year Accordingly, paragraph 3 (ix) of the Order is not applicable.

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- (x) According to the information and explanations given to us and based on our examination of the records of the Company, no material fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided any amount for managerial remuneration. Accordingly, paragraph 3(xi) of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

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

Place: Kolkata

Date: 18th May, 2019

For Agarwal Maheswari & Co.
Chartered Accountants
Firm Reg. No. 314030E

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CA. Indrani Sarkar Partner Membership No.305761

Chartered Accountants



Annexure - B to the Auditors' Report

Report on the Internal Financial Controls with reference to the aforesaid Financial Statements 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 **Shivphal Vinimay Private Limited**("the Company") **CIN No. – U51909WB2011PTC168574**, as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control with reference to financial statements and their operating effectiveness. Our audit of internal financial control with reference to financial statements included obtaining an understanding of internal financial control 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 control with reference to financial statements.

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

Inherent Limitations of Internal Financial Controls With reference to financial statements

Because of the inherent limitations of internal financial control 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 control 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 control with reference to financial statements and such internal financial control with reference to financial statements were operating effectively as at 31 March 2019, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

Place: Kolkata

Date: 18th May, 2019

For Agarwal Maheswari & Co. Chartered Accountants Firm Reg. No. 314030E

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CA. Indrani Sarkar Partner Membership No.305761

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Financial Statements and Independent Auditors' report
Shivphal Vinimay Private Limited
31 March 2019

Shivphal Vinimay Private Limited Balance Sheet as at Mar 31, 2019

(All amount in ₹ lacs, unless otherwise stated)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Cuttent assets			
Financial Assets			
(i) Cash and Cash Equivalents	3	0.36	0.15
(ii) Other Bank Balances	4	2.60	3.46
Current tax assets (net)	5	0.04	0.02
	_	3.01	3.63
Total Assets	_	3.01	3.63
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	6	5.00	5.00
Other Equity	7	(2.17)	(1.55)
Total Equity		2.83	3.45
Current liabilities			
Financial Liability			
(i) Other financial liability	8	0.18	0.18
Total Liabilities	-	0.18	0.18
Total Equity and Liabilities		3.01	3.63
The accompanying notes 1 to 16 form an integral pa	art of these financial sta		

This is the Balance Sheet referred to in our report of even date.

For Agarwal Maheswari & Co.

Chartered Accountants

FRN - 314030E

For and behalf of the Board of Directors Shivphal Vinimay Private Limited

Indrano Sarhar

Indrani Sarkar

Partner

Membership No. 305761

Place-Kolkata Date:18/05/2019 Lumit ur Mallawat Sumit Kuamr Mallawat

Director

(DIN:06477060)

Raj Kumar Toshniwal

Director

Statement of Profit and Loss for the year ended Mar 31, 2019 (All amount in ₹ lacs, unless otherwise stated)

Particulars	Note	Year ended March 31, 2019	Year ended March 31, 2018
Income			
Other income	9	0.19	0.23
Total income		0.19	0.23
Expenses			
Other expenses	10	0.81	0.49
Total expenses		0.81	0.49
Profit before tax	8	(0.62)	(0.25)
Tax expenses			(3.20)
Current tax		=	-
Deferred tax		-	
	-		
Profit after tax		(0.62)	(0.25)
Other comprehensive income:		-	_
Total other comprehensive income for the year, net of tax	_		
Total comprehensive income for the year	-	(0.62)	(0.25)
Earnings per equity share			
(1) Basic	16	(1.24)	(0.51)
(2) Diluted		(1.24)	(0.51)
The accompanying notes 1 to 16 form an integral part of these financial	statement	s.	

This is the Statement of Profit and Loss referred to in our report of even date.

Straet

For Agarwal Maheswari & Co.

Chartered Accountants

FRN - 314030E

Indrani Sarkar

Partner

Membership No. 305761

Place-Kolkata Date:18/05/2019 For and behalf of the Board of Directors Shivphal Vinimay Private Limited

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Sumit Kuamr Mallawat

Director OIN 064770

(DIN:06477060)

Raj Kumar Toshniwal

Director

Statement of Cash Flows for the year ended 31 March 2019

(All amount in ₹ lacs, unless otherwise stated)

	Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
A.	Cash flow from operating activities:	5,554,54,560,0 11,532		TM0 T0 100000000000000000000000000000000
	Profit before tax		(0.62)	(0.25)
	Adjustment for:			33.40 S. V. 27
	Interest Income on Fixed Deposit		(0.19)	(0.23)
	Interest on Income tax Refund		2	(0.00)
	Operating Profit Before working capital changes		(0.81)	(0.49)
	Adjustment for: Increase/(Decrease) in Other Current Liabilities			(0.05)
	Cash used in operating activities		(0.81)	(0.53)
	Income tax paid (Net of Refund)		(0.02)	0.00
	Net Cash flow/(used in) Operating activities	A	(0.83)	(0.53)
В.	Cash flow from investing activities			
	Investment in Fixed Deposits		0.86	(0.21)
	Interest Income on Fixed Deposit		0.19	0.23
	Net Cash flow/(used in) Investing activities	В	1.05	0.02
C.	Cash flow from financing activities			
	Net Cash flow/(used in) Financing activities	С	-	
	Net Increase/Decrease in Cash and Cash Equivalents	(A+B+C)	0.22	(0.51)
	Cash and Cash Equivalents at the beginning of the year	1000	0.15	0.65
	Cash and Cash Equivalents at the end of the year		0.36	0.15

i) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, "Statement of Cash Flows".

	As at	As at
	31 March 2019	31 March 2018
ii) Cash and cash equivalents comprises of:		
Cash on hand	0.01	0.03
Balance with Bank		
In Current Account	0.36	0.12
	0.36	0.15

This is the Statement of cash flows referred to in our report of even date.

For AGARWAL MAHESWARI & CO.

Chartered Accountants

Firm Registration No. 314030E

Indrani Sarkar

Partner

Membership No. 305761

Place: Kolkata Dated: 18/05/2019 For and behalf of the Board of Directors Shivphal Vinimay Private Limited

Lunit in Mailawat

Sumit Kuamr Mallawat

Raj Kumar Toshniwal

Director

Director

(DIN:06477060)

(All amount in ₹ lacs, unless otherwise stated)

Corporate Information

Shivphal Vinimay Private Limited ("the Company") is a private limited company domiciled in India and registered under the provisions of the Companies Act, 1956 and governed by The Companies Act, 2013. The company is a subsidiary of The Peria Karamalai Tea & Produce Company Limited.

Note:

SIGNIFICANT ACCOUNTING POLICIES

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

(a) BASIS OF PREPARATION

(i) Compliance with Ind AS

These financial statements are separate financial statements as per Ind AS-Separate Financial Statements prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Para 3 of the Compnaies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

For all periods upto and including the year ended March 31,2017 the Company prepared its financial statement in accordance with accounting standards notified under the section 133 of the Companies Act,2013 read together with paragraph 7 of the Companies (Accounts) Rules,2014 (Previous GAAP).

The year ended march 31,2017 is the first period for which the company has prepared its financial statements in accordance with Ind AS. The previous period comparatives for the period ended March 31,2016 which were earlier prepared as per the aforesaid Companies (Accounts) Rules, 2014 have been restated as per Ind AS to make them comparable. The date of transition to Ind AS is therefore April 1, 2016 for which the Opening Balance Sheet is prepared.

The financial statements have been prepared on a historical cost convention on the acrual basis, except for certain financial instruments which are measured at fair values.

Accounting policies have been consistently applied except where a newly issed accounting standard is initially adopted a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in these financial statements have been disclosed in Note.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

(b) PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment is stated at historical cost less depreciation. Historical Cost represents direct expenses incurred on acquisition of the assets and the share of indirect expenses relating to acquisition allocated in proportion to the direct cost involved. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred.

The Company had applied for the one time transition exemption of considering the carrying cost on the transition date i.e. 1st April,2016 as the deemed cost under Ind AS. Hence regarded thereafter as historical cost

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided on 'Straight Line Method' based on useful life as prescribed under Schedule II of the Companies Act 2013. Leased vehicles are depreciated over the lives of the respective asset or over the remaining lease period from the date of capitalisation whichever is shorter. The residual values are not more than 5% of the original cost of the asset. The assets'residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Derecognition

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

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(c) INVESTMENT PROPERTY

Properties, including those under construction, held to earn rentals and/or capital appreciation are classified as investment property and measured and reported at cost, including transaction costs.

Derecognition

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognision of property is recognised in the Statement of Profit and Loss in the same period.

(d) FINANCIAL INSTRUMENTS

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

(i) FINANCIAL ASSETS:

(A) Classification:

The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

(B) Initial recognition and measurement:

A financial asset is classified as measured at

- Amortised Cost;
- FVOCI debt investment;
- FVOCI equity investment; or FVTPL

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at FVTPL, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Debt investment:

A 'debt investment' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt investment included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investment:

The Company subsequently measures all equity investments in companies other than equity investments in subsidiaries, joint ventures and associates at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

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(C) Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates' if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

(D) Impairment:

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt investments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance, Lease receivables and Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

Trade receivables which do not contain a significant financing component.

All lease receivables resulting from transactions.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

(ii) FINANCIAL LIABILITIES:

(A) Classification:

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

(B) Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to interest-bearing loans and borrowings.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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(C) Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. 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 recognised in the statement of profit or loss.

(iii) OFFSETTING FINANCIAL INSTRUMENT:

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 and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(iv) DERIVATIVE FINANCIAL INSTRUMENT:

The Company uses derivative financial instruments, such as foreign exchange forward contracts to manage its exposure to interest rate and foreign exchange risks. For contracts where hedge accounting is not followed, such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit or loss account. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

(v) INCOME RECOGNITION:

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(c) CASH AND CASH EQUIVALENTS

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments. To be classified as cash and cash equivalents, the financial asset must:

- be readily convertible into cash;
- have an insignificant risk of changes in value; and
- have a maturity period of three months or less at acquisition.

Bank overdrafts are repayable on demand and form an integral part of an entity's cash management, and are included as a component of cash and cash equivalents. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(f) REVENUE RECOGNITION

Income and Expenditure are being recognised on accrual basis except in the following cases: -

- (i) Compensation in respect of land acquired by the Government is accounted for on realization, due to uncertainty as to its realisability
- (ii) Sale of land is being considered as Sales when registration formality is completed.
- (iii) Revenue from interest is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.
- (iv) Dividend income is stated at gross and is recognized when right to receive payment is established.

Effective 01 April 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115) -'Revenue from contracts with customers' using the cumulative catch-up transition method, applied to contracts that were not completed as on the transition date i.e. 01 April 2018. The effect on adoption of Ind-AS 115 is nil.

(g) LEASES

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease payments under leases are charged or credited to the Statement of Profit and Loss on a straight-line basis over the term of the lease unless the lease payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, in which case the same are recognised as an expense in line with the contractual term.

(b) FOREIGN CURRENCY TRANSLATION

(i) Presentation Currency

These financial statements are presented in INR which is the Functional Currency of the Company.

(ii) Transactions and balances

The foreign currency balances receivable/payable as at the year end are converted at the closing rate and exchange difference has been recognized in the statement of Profit and Loss. The company classifies all its foreign operations as integral in nature.

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(i) TAXES ON INCOME

Current income tax is recognized based on the amount expected to be paid to the tax authorities, using tax rates and tax laws that have been enacted or substantially enacted on the date of balance sheet.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the separate financial statements. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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

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

(j) EARNINGS PER SHARE

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed using the weighted average number of shares and dilutive equity equivalent shares outstanding during the period, except when results will be anti-dilutive.

(k) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognised if, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

Provision in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognised when it is probable that a liability has been incurred and the amount can be estimated reliably.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed, unless the possibility of outflow of resources is remote.

Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(I) SEGMENT REPORTING

The Company is in a single business segment (primary segment). The entire revenues are billable within India and there is only one geographical segment (secondary segment).

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Statement of Changes in Equity for the year ended 31 March 2019 (All amount in ₹ lacs, unless otherwise stated)

(A) Equity

Particulars	As at 31 March 2019	As at 31 March 2018	
Balance at the beginning of the year	5.00	5.00	
Equity Share Balance at the end of the year	5.00	5.00	

(B) Other equity

	Retained Earnings	Total
As at 01 April 2017	(1.29)	(1.29)
Profits for the year	(0.25)	(0.25)
Items of other comprehensive income, net of tax:	,	
- Remeasurements of defined benefit plans	-	2
- Changes in fair value of equity instruments	-	
As at 31 March 2018	(1.55)	(1.55)
Profits for the year	(0.62)	(0.62)
Items of Other comprehensive income, net of tax:	,	()
- Remeasurements of defined benefit plans	90 -	2
- Changes in fair value of equity instruments	120 mg	_
As at 31 March 2019	(2.17)	(2.17)

This is the Statement of Change in Equity referred to in our report of even date.

For Agarwal Maheswari & Co.

Indoani Sarlar

Chartered Accountants

FRN - 314030E

For and on behalf of the board of directors Shivphal Vinimay Private Limited

Indrani Sarkar

Partner

Membership No. 305761

Place: Kolkata Date:18/05/2019 Quait in Mallawat

Sumit Kuamr Mallawat

Director

(DIN:06477060)

Raj Kumar Toshniwal

Director

Notes to financial statements for the year ended 31 March 2019 (All amount in ₹ lacs, unless otherwise stated)

	Particulars	As at March 31, 2019	As at March 31, 2018	
3	Cash & Cash Equivalents			
	Cash in hand	0.01	0.03	
	Balances with Banks			
	- Current Accounts	0.36	0.12	
	Total Cash & Cash Equivalents	0.36	0.15	
4	Other Bank Balances			
	Deposit with original maturity of 12 Months	2.57	3.42	
	Interest Accrued but not due on Fixed Deposit	0.03	0.04	
	Total Other Bank Balances	2.60	3.46	
5	Current Tax Assets (Net)			
	Tax Deducted at Source	0.04	0.02	
	Total Current Tax Assets (Net)	0.04	0.02	

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	Particulars		As at 31 March 2019		As at 31 March 2018	
- 6	Equity share capital	Number	Amount	Number	Amoun	
	Authorized share capital Equity shares of ₹ 10 each	50,000	5.00 5.00	50,000	5.0	
	Issued, subscribed and fully paid up Equity shares of ₹ 10 each	50,000	5.00 5.00	50,000	5.00 5.0 0	
(a)	Reconciliation of shares outstanding at the beginning and at the	end of the year				
	Equity Shares	Number	Amount	Number	Amount	
	Balance at the beginning of the year Add: Issued during the year Balance at the end of the year	50,000	5.00	50,000	5.00	

- (b) No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.
- (c) Details of shareholders holding more than 5% of the aggregate shares in the Company:

As at 31 March 2019		As at 31 March 2018	
Number	%	Number	%
			
50,000	100%	50,000	100%
	31 Marci Number	31 March 2019 Number %	31 March 2019 31 Marc Number % Number

(d) Terms/ rights attached to equity shares Equity Shares

The Company has only one class of equity shares having a par value of ₹10 per share and confer similar right as to dividend and voting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the

7 Other equity	As at 31 March 2019	As at 31 March 2018
Reserve & Surplus		
Retained Earnings:		
Balance as per last Account Add:- Surplus in Statement of Profit and Loss	(1.55) (0.62) (2.17)	(1.29) (0.25) (1.55)
8 Other Financial Liabilities		
Liabilities for Expenses	0.18	0.18
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Notes to financial statements for the year ended 31 March 2019

(All amount in ₹ lacs, unless otherwise stated)

	Particulars	Year ended	Year ended
		31st March , 2019	31st March, 2018
9	Other Income		
	Interest Income on Fixed Deposit	0.19	0.23
	Interest on Income tax Refund	# # # # # # # # # # # # # # # # # # #	0.00
		0.19	0.23
10	Other Expenses		
	Bank Charges	-	0.00
	Filing fees	0.01	0.07
	Rent & Electricity	0.09	0.09
	Professional fees	0.49	0.10
	Rates and Taxes	0.05	0.05
	Payment to Auditor:		
	Statutory Audit Fees	0.18	0.18
		0.81	0.49

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Notes to financial statements for the year ended 31 March 2019

(All amount in ₹ lacs, unless otherwise stated)

11 Related party disclosures

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2019.

(a) List of related parties

i) Parties where control exists (subsidiary)

Name of the Company	Country of	% of holding as on		
	incorporation	31 March 2019	31 March 2018	
Shivphal Vinimay Private Limited	India			
ii) Holding Company	The Peria karamalai Tea & Produce Co. LTd	100%	100%	
Enterprises over which KMP or relatives of KMP exercise control/significant influence:	M B Commercial Company Limited			
iv) Director	Mr. Sumit Kumar Mallawat Mr Raj Kumar Toshniwal			
	Mr Sanjeev Kumar Singh			

b) Transactions with related parties		
Particulars	Year ended	Year ended
Rental expense:	31 March 2019	31 March 2018
Rent & Electric charges paid		
M B Commercials Co. Limited	0.00	0.00

- 12 In absence of virtual certainty about availability of future taxable income, the extent of Deferred Tax Assets comprising of unabsorbed business loss and unabsorbed business depreciation which may be adjusted in the subsequent years are not ascertainable at this stage and accordingly the same has not been currently recognized in this accounts as a matter of prudence
- 13 There is no reportable amount of dues on account of principal or interest or any such payments during the year as required by Micro Small and Medium Enterprises Development Act, 2006 in respect of Micro Enterprises and Small Enterprises as defined in the Act.

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Notes to financial statements for the year ended 31 March 2019 (All amount in ₹ lacs, unless otherwise stated)

15 Financial risk management

Company's business activities are exposed to a variety of financial risks like credit risk, market risks and liquidity risk. Company's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyze potential risks faced by the Company, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Company's risk management objectives and policies need approval of it's Board of Directors.

(a) Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as other balances with banks, loans and other receivables.

Other financial instruments

Credit risks from other financial instruments includes mainly cash and cash equivalents and deposits with banks. Such risks are managed in accordance with Company's overall investment policy approved by its Board of Directors. Investments of surplus funds are made in short term debt/liquid mutual funds of rated fund houses having the highest credit rating and in short term time deposits of reputed banks with a very strong financial position. Investment limits are set for each mutual fund and bank deposits. Risk concentration is minimized by investing in a wide range of mutual funds/bank deposits. These investments are reviewed by the Board of Directors on a quarterly basis.

(b) Price risk

Price risk is the risk that the fair value or future cash flows will fluctuate due to change in market prices. The Company is exposed to price risk arising from its short term investments in debt or liquid mutual funds. Such risks are managed in accordance with Company's overall investment policy approved by its Board of Directors. Investment limit in each fund is specified. All purchase or sale of mutual funds are reviewed by the Board of Directors on a quarterly basis. Company assesses that as returns from short term debt or liquid mutual funds are steady and depends on interest rates or market yield, there is very remote chance of any significant fluctuation in their fair values which can materially impact Company's

(c) Liquidity risk:

Liquidity risk is the risk that the Company may not be able to meet its contractual obligations associated with its financial liabilities. The Company manages its liquidity risk by preparing and continuously monitoring business plans or rolling cash flow forecasts which ensures that the funds required for carrying on its business operations and meeting its financial liabilities are available in a timely manner and at an optimal cost. The Company plans to meet the contractual obligations from its internal accruals and also maintains sufficient fund based and non-fund based credit limits with banks. Additionally, surplus funds generated from operations are parked in short term debt or liquid mutual funds and bank deposits which can be readily liquidated when required.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis and includes contractual interest payments.

15 Financial risk management (cont'd)

(c) Liquidity risk: (cont'd)

Contractual maturity of financial liabilities	Upto 1 year	1 year to 3 year	3 year to 5 year	Total
As at 31 March 2019				
Borrowings (including current maturities) Other financial liabilities		-		_
	0.18	S-1		0.18
As at 31 March 2018				
Borrowings (including current maturities)		-		
Other financial liabilities	0.18	62		0.18

(d) Capital management

For the purpose of Company's capital management, capital includes issued equity share capital, other equity reserves and borrowed capital less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximise shareholder's value.

Following table summarizes the capital structure of the Company

Particulars	<u> </u>	As at 31 March 2019	As at 31 March 2018
Borrowings Less: Cash and cash equivalents	(A)		-
cash and cash equivalents		0.36	0.15
Net borrowings		(0.36)	(0.15)
Total equity			(0.13)
Total capital (equity + net borrowings)	(B)	2.83	3.45
com capital (equity + net borrowings)		2.47	3.31
Debt equity ratio	(A)/(B)	-	

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Notes to financial statements for the year ended 31 March 2019 (All amount in ₹ lacs, unless otherwise stated)

16 Earnings per Equity share

Particulars	March 31, 2019	March 31, 2018
(a) Basic earnings per share	(1.24)	(0.51)
(b) Diluted earnings per share	(1.24)	(0.51)
(a) Reconciliations of earnings used in calculating earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share:	(0.62)	(0.25)
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	(0.62)	(0.25)
(b) Weighted average number of shares used as the denominator		
Weighted average number of equity shares used as the denominator in calculating basic carnings per share	50,000	50,000
Adjustments for calculation of diluted earnings per share:		=
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share	50,000	50,000

As per our report of even date.

For Agarwal Maheswari & Co.

Chartered Accountants

FRN - 314030E

For and behalf of the Board of Directors Shivphal Vinimay Private Limited

Indrani Sarkar

Partner

Membership No. 305761

Place-Kolkata Date:18/05/2019

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Lewit in Mallawat Director

(DIN:06477060)

Raj Kumar Toshniwal

Director