

ANNUAL REPORT & ACCOUNTS 2018-2019



THE RAMESHWARA JUTE MILLS LIMITED

THE RAMESHWARA JUTE MILLS LIMITED

CIN : L17119WB1935PLC046111

Board of Directors :

R. P. Pansari, Chairman	<i>DIN : 00869222</i>
H. C. Daga	<i>DIN : 00441914</i>
K. P. Chaudhary	<i>DIN : 00369615</i>
S. S. Jajodia	<i>DIN : 00065195</i>
U. C. Jain	<i>DIN : 00008980</i>
G. Ganguli	<i>DIN : 00871416</i>
Smt. S. P. Patjoshi	<i>DIN : 06620290</i>
P. K. Chhawchharia	<i>DIN : 00200547</i>

Chief Executive Officer :

Suresh Kumar Sharma

Chief Financial Officer :

Kishor Kumar Sharma

Company Secretary :

Amit Dhanuka

Auditors :

A. Singhi & Co.
Chartered Accountants

Bankers :

CITI Bank
UCO Bank
State Bank of India
Axis Bank

Registered Office :

"Birla Building", 8th Floor,
9/1, R. N. Mukherjee Road,
Kolkata - 700 001
Phone No. 033-22624413 (Extn. 860)
E-mail : rjm.ho@rjm.co.in
Website : <http://www.rameshwarajute.com>

Share Department :

"Birla Building", 8th Floor,
9/1, R. N. Mukherjee Road,
Kolkata - 700 001

NOTICE to the Members

NOTICE is hereby given that the Annual General Meeting of **THE RAMESHWARA JUTE MILLS LIMITED** will be held at 3:00 P.M. on Friday, the 27th September, 2019 at 16th Floor, Birla Building, 9/1 R N Mukherjee Road, Kolkata -700001, to transact the following business :

General Business

1. To consider and adopt the Audited Financial Statement consisting of the Balance Sheet as at 31st March, 2019, Statement of Profit & Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date, the Report of the Auditors thereon and the Report of the Board of Directors of the Company for the year ended 31st March, 2019.
2. To appoint a Director in place of Shri Shyam Sundar Jajodia (DIN 00065195), who retires by rotation and being eligible, offers himself for re-election.

Special Business:

To consider and, if thought fit, to pass with or without modification(s), the following as Special Resolutions :

3. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act) and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Rajendra Prasad Pansari (DIN: 00869222), be and is hereby re-appointed to the Board of Directors as an Independent Director of the Company for a second term of 5 (Five) years effective 25th September, 2019 upto 24th September, 2024.
4. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act) and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Kashi Prasad Chaudhary (DIN: 00369615), be and is hereby re-appointed to the Board of Directors as an Independent Director of the Company for a second term of 5 (Five) years effective 25th September, 2019 upto 24th September, 2024.
5. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act) and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Hukam Chand Daga (DIN: 00441914), be and is hereby re-appointed to the Board of Directors as an Independent Director of the Company for a second term of 5 (Five) years effective 25th September, 2019 upto 24th September, 2024.
6. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act) and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Umrao Chand Jain (DIN: 00008980), be and is hereby re-appointed to the Board of Directors as an Independent Director of the Company for a second term of 5 (Five) years from effective 25th September, 2019 upto 24th September, 2024.
7. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act) and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Gautam Ganguli (DIN: 00871416), be and is hereby re-appointed to the Board of Directors as an Independent Director of the Company for a second term of 5 (Five) years effective 25th September, 2019 upto 24th September, 2024.

Registered Office :
“Birla Building”, 8th Floor,
9/1 R N Mukherjee Road,
Kolkata – 700001
Dated : 29th day of May, 2019

By Order of the Board

Amit Dhanuka
Company Secretary

Notes:

1. **A Member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to attend and vote instead of himself / herself and a proxy need not be a Member of the Company. The Instrument of Proxy to be effective, must be lodged with the Company not less than 48 hours before the commencement of Meeting.**
A person can act as a Proxy on behalf of Members not exceeding fifty and holding in aggregate shares not more than 10 percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person to act as proxy and such person shall not act as proxy for any other person or shareholder.
2. The Register of Members shall remain closed from 21st September, 2019 to 27th September, 2019 (both days inclusive).
3. The relevant Statement, pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) in respect of the items of Special Business is annexed hereto.
4. (i) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the **cut-off date i.e. 20th September, 2019** only shall be entitled to avail the facility of either remote e-Voting or voting at the AGM through Ballot Paper. A person who is not a Member as on the **cut-off date** should treat this Notice for information purpose only.
(ii) Persons, who have acquired Shares and become Members of the Company after the dispatch of the Notice for the AGM, but before the **cut-off date**, will follow instructions given under Note No. 17.
5. The Notice of the AGM will also be available on the Company’s website www.rameshwarajute.com and the website of Central Depository Services (India) Limited (“CDSL”) at www.evotingindia.com
6. **Members are requested to notify change of address**, if any, along with a copy of the address proof i.e. Voter Identity Card, or Electric/Telephone Bill or Driving License or Passport or Aadhaar Card or Bank Statement to the **Share Department of the Company**.
7. In case the mailing address mentioned on the envelope of this Annual Report is either without Pin Code or with incorrect Pin Code, Members are urged to advise the correct Pin Code to the **Share Department of the Company** immediately, for speedier delivery in future.
8. (a) Members desirous of receiving Notices and/or documents from the Company through the **electronic mode** are urged to update their email addresses with the **Share Department of the Company**.
(b) Email addresses of Members as advised to **the Share Department of the Company** will be deemed to be the Member’s registered Email address for serving Company’s documents/notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/update their email addresses should do so as soon as possible.
9. Members holding Shares in identical order of names in more than one Folio, are requested to write to the **Share Department of the Company** enclosing the relevant Share Certificates requesting consolidation of such Folios into one Folio for your own convenience.
10. Physical copy of the Annual Report 2018-19, Notice of the AGM along with Attendance Slip, Electronic Voting Particulars and Proxy Form are being sent to all the Members at their registered addresses as none of the Members have so far registered their e-mail IDs with the Company.
11. Corporate Members/AOPs are required to send to the Company a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representative to attend and vote at the Annual General Meeting.
12. As per the provisions of the Act, the facility for making /varying/ cancelling nominations is available to individuals holding shares in the Company. Nominations can be made in **Form SH.13** and any variation/ cancellation thereof can be made by giving notice in **Form SH.14**, prescribed under the Companies (Share Capital and Debentures) Rules, 2014 for the purpose. The Forms can be obtained from the **Share Department of the Company** or downloaded from the website of **Ministry of Corporate Affairs** at www.mca.gov.in.

13. **Members desirous of getting any information in relation to the Company's Annual Report 2018-19 are requested to address their query (ies) well in advance, i.e. at least 10 days before the Meeting date, to the Company Secretary to enable the Management to keep the information readily available at the Meeting.**
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) for all securities market transactions. Thereafter it was clarified vide Circular no. MRD/DOP/Cir-05/2009 dated May 20, 2009 that for securities market transactions and off market transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish a copy of PAN Card to the **Company** for registration of such transfer of shares. Members holding shares in physical form should submit their PAN details to the **Share Department of the Company**. SEBI on March 28, 2018, decided that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. This measure was to come into effect from December 5, 2018 but the deadline was extended and the aforesaid requirement of transfer of securities only in demat form has come into force from April 1, 2019. The Company is in process of obtaining the ISIN and once the same is created Members holding shares in physical form are requested to get their shares dematerialised and submitted their PANs to their Depository Participant(s) with whom they maintain their Demat Accounts.
15. Members are requested to claim their unclaimed shares lying with the Company by sending proper documentary evidence to establish their bona fides. Till such claim, as per Para E in Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting rights on such shares shall remain frozen.
16. As per Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2014 as amended vide Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
- the items of business set out in the attached Notice may be transacted also through the electronic voting system from a place other than the venue of the Meeting ("remote e-Voting") under an arrangement with Central Depository Services (India) Limited ("CDSL") as specified more fully in the instructions under serial number 17, provided that once the vote on a Resolution is cast, a Member shall not be allowed to change it subsequently or cast the vote again.
 - the facility for voting through Ballot Paper shall also be made available at the Annual General Meeting and members attending the Meeting, who have not already cast their vote by remote e-Voting, shall be able to exercise their right at the Meeting.
 - the members who have cast their vote by remote e-Voting prior to the Meeting may also attend and participate in the Meeting but shall not be entitled to cast their vote again.
17. **The instructions for members to vote electronically are as under :-**
- The voting period begins at **9:00 A.M. on 24th September, 2019** and ends at **5:00 P.M. on 26th September, 2019**. During this period, Members of the Company as on the **cut-off date i.e. 20th September, 2019** may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. The facility for voting through Ballot Paper shall be made available at the Meeting to the Members as on the **"cut-off date" i.e. record date**, attending the Meeting and who have not cast their vote by remote e-Voting shall be able to exercise their right to vote at the Meeting through Ballot Paper.
 - The shareholders should log on to the e-Voting website www.evotingindia.com during the voting period
 - Click on "SHAREHOLDERS" tab.
 - Now Enter your USER ID :
 - For CDSL: 16 digits beneficiary ID,
 - 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.

- (v) Next enter the Image Verification as displayed and Click on LOGIN.
 (vi) If you are a first time user follow the steps given below :

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in the company records for the said Folio in dd/mm/yyyy format.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in the company records for the said Folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the Company please enter the Member Id / Folio Number in the Dividend Bank details field as mentioned in instruction (iv).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
 (viii) Members will then directly reach the Company selection screen.
 (ix) For Members, the details can be used only for e-Voting on the Resolutions contained in this Notice.
 (x) Click on the EVSN for “**THE RAMESHWARA JUTE MILLS LIMITED**” on which you choose to vote.
 (xi) 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.
 (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 (xiii) After selecting the Resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 (xiv) Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.
 (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the voting page.
 (xvi) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
 (xvii) Note for Institutional Shareholders:
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a Compliance User using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

THE RAMESHWARA JUTE MILLS LIMITED

- 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.
- Institutional Shareholders (i.e., other than individual, HUF, NRI) are required also to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution / Authority Letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote through email at rjm.ho@rjm.co.in with a copy marked to helpdesk.evoting@cdslindia.com.

(xviii) In case you have any queries or issues regarding e-Voting, you may refer the Frequently Asked Questions("FAQs") and e-Voting manual available at www.evotingindia.com under "Help" section or write an email to helpdesk.evoting@cdslindia.com. For any query relating to the Resolutions proposed to be passed at the ensuing Annual General Meeting (AGM), it may be addressed to Shri Amit Dhanuka, Company Secretary at the Registered Office or at email: rjm.ho@rjm.co.in or at 033-22435453/22429454.

18. The voting rights of Members shall be in proportion to their shares of the Paid-Up Equity Share Capital of the Company as on the cut-off date.
19. Shri Kamal Kumar Sharma, (FCS 3337 and CP Registration No 4057), Practicing Company Secretary has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
20. The Chairman shall, at the AGM, at the end of discussion on the Resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer by use of Ballot Paper for all those Members who are present at the AGM and have not cast their votes by availing the remote e-Voting facility.
21. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
22. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be simultaneously communicated to The Calcutta Stock Exchange Ltd.
23. On receipt of the requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the Annual General Meeting.
24. The landmark and route map of the venue of the AGM is given on the backside of the Attendance Slip in the Annual Report 2018-19.

Registered Office :
"Birla Building", 8th Floor,
9/1 R N Mukherjee Road,
Kolkata – 700001
Dated : 29th day of May, 2019

By Order of the Board

Amit Dhanuka
Company Secretary

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item Nos. 3 to 7

Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary, Shri Hukam Chand Daga, Shri Umrao Chand Jain and Shri Gautam Ganguli were appointed as Independent Directors of the Company by the members at the Annual General Meeting (AGM) of the Company held on 25th September, 2014 for a period of five years upto 24th September, 2019.

As per Section 149(10) of the Companies Act, 2013 ("the Act") an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a Special Resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the LODR") Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary, Shri Hukam Chand Daga, Shri Umrao Chand Jain and Shri Gautam Ganguli, being eligible for re-appointment as Independent Directors and have offered themselves for re-appointment, are proposed to be re-appointed as Independent Directors for second term of five consecutive years effective 25th September, 2019 upto 24th September, 2024.

The Company has received requisite declarations from them stating that they meet the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the LODR. They have also given their consent to continue to act as Directors of the Company, if so appointed by the members.

In the opinion of the Board, all the five Directors Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary, Shri Hukam Chand Daga, Shri Umrao Chand Jain and Shri Gautam Ganguli fulfill the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the LODR for their re-appointment as Independent Directors of the Company and are independent of the management. The requisite notices u/s 160 of the Act from Shareholders have been received proposing the aforesaid persons as Directors.

The Board considers that the continued association of all the five Directors would be of immense benefit to the Company and it is desirable to continue to avail their services as Independent Directors.

Brief particulars of the aforesaid Directors are given below.

Shri Rajendra Prasad Pansari (72), a Chartered Accountant, has over four decades of experience in working at various senior positions handling financial, legal, secretarial, taxation and capital market related matters. He is presently the Chief Executive Officer of Pileri Investment & Industries Corporation Ltd. and a Member of its ALM Committee, Investment & Finance Committee & Risk Management Committee and also a Director in Jute Investment Co. Ltd. and PIC Realcon Ltd.

Shri Kashi Prasad Chaudhary (78), is a qualified Company Secretary, Chartered Accountant as well as a Cost Accountant with a degree in Law. He has nearly five decades of experience in the areas of Finance, Taxation, Corporate Law and Valuation. He was the Company Secretary of National Engineering Industries Limited. He is also a Director in GMMCO Ltd., India Silica Magnesite Works Ltd and Ashok Investment Corporation Ltd.

Shri Hukam Chand Daga (69), is an Advisor to Bhubaneswari Coal Mining Limited. Having passed out from the Institute of Chartered Accountants of India and the Institute of Company Secretaries of India, also holds a degree in Law. His professional experience spans over four decades in various Companies with diverse nature of work and responsibilities. He is presently the Chief Executive Officer of HGI Industries Ltd.

Shri Umrao Chand Jain (83), is a Legal Advisor for Company Law & Legal matters. Other than a Master's Degree in Commerce, he is a qualified Lawyer and a Fellow of the Institute of Company Secretaries of India. He is currently a Director of VTL Electronics Ltd., Xpro Global Ltd., Ipro Capital Ltd., Central India General Agents Ltd, Ajax Business Services Ltd., Intellipro Aviatech Ltd., Janardhan Trading Co Ltd., Birla Holdings Ltd. and Diamond Realty Ltd.

THE RAMESHWARA JUTE MILLS LIMITED

Shri Gautam Ganguli (66), is a Member of the Institute of Company Secretaries of India as well as of the Institute of Chartered Accountants of India. He is currently holding the position of Company Secretary in Kesoram Industries Limited and Directorship in Birla Tyres Ltd., Precious Services & Consultancy Ltd., Jute Investment Co Ltd., Aditya Marketing & Manufacturing Ltd., Manav Investment and Trading Company Ltd., PIC Realcon Ltd and Cygnet Industries Ltd.

None of the Directors are related to each other, further they do not hold any shares in the Company.

The Company and the Independent Directors shall abide by the provisions specified in Schedule IV of the Act, and shall be governed and guided by the guidelines of professional conduct, role and functions, duties, re-appointment, resignation or removal, separate meetings and evaluation mechanism as provided therein. Their appointment once made at the Meeting shall be formalised through a letter of appointment and the terms and conditions of the re-appointment shall be open for inspection at the Registered Office of the Company by any Member during normal business hours, and shall also be posted on the Company's website.

Accordingly, the Board recommends passing of the Special Resolutions as referred under serial number 3 to 7 in relation to re-appointment of Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary, Shri Hukam Chand Daga, Shri Umrao Chand Jain and Shri Gautam Ganguli as Independent Directors for another term of five consecutive years with effect from 25th September, 2019 for the approval by the shareholders of the Company.

Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary, Shri Hukam Chand Daga, Shri Umrao Chand Jain and Shri Gautam Ganguli should be deemed concerned or interested in the particular Resolutions seeking re-appointment as Independent Directors. No other Director / Key Managerial Personnel or any relative of the Directors or the Key Managerial Personnel have any concern or interest in the aforesaid Resolutions. The passing of aforesaid Resolutions also do not relate to or affect any other Company.

Registered Office :
"Birla Building", 8th Floor,
9/1 R N Mukherjee Road,
Kolkata – 700001
Dated : 29th day of May, 2019

By Order of the Board

Amit Dhanuka
Company Secretary

DIRECTORS' REPORT

Your Directors present the Annual Report together with the Audited Financial Statement of the Company for the year ended 31st March, 2019.

FINANCIAL RESULTS :

	(` in Lakh)	
	<u>31st March, 2019</u>	<u>31st March, 2018</u>
Total Revenue	8488.14	981.55
Profit/(Loss) before Interest, Depreciation and Tax	3828.64	(4525.26)
Less: Depreciation	749.20	616.62
Finance Cost	661.46	297.89
Tax Expenses	542.47	(1.20)
	1953.13	913.31
Profit/(Loss) for the year	1875.51	(5438.57)
Other Comprehensive Income (net of tax expense)	(479.56)	(96.85)
Total Comprehensive Income/(Loss) for the year	1395.95	(5535.42)

BUSINESS OPERATIONS & REVIEW

Mining division operations were in full swing during the year under reference. The division has raised 5,94,260 MT of Iron Ore (ROM) in FY 2018-19 as against 1,43,883 MT of Iron Ore (ROM) production in FY 2017-18 and sold 3,43,809 MT of Iron Ore (ROM) during the FY 2018-19 as against 21,560 MT in FY 2017-18.

The division earned operational profit of ` 2,438.23 Lakh as against a loss of ` 5403.79 Lakhs in FY 2017-18.

The outlook of the division is very challenging, considering the limited time in hand before the mining lease expires on 31st March, 2020. Moreover, iron ore prices may remain under pressure as overall supply is anticipated to be more than demand.

In regard to eviction proceedings initiated by the landlord pertaining to office premises at Delhi, negotiations are on with the landlord for arriving at a mutual settlement and the Company is quite hopeful in this regard.

DIVIDEND

To conserve the resources, neither dividend nor transfer to Reserves is recommended for the Financial Year under reference.

SHARE CAPITAL

The Paid-up Equity Share Capital as on 31st March, 2019 continued to be ` 26.61 Lakhs. No shares with or without differential voting rights, stock options or sweat equity shares, were issued by the Company during the year.

DIRECTORS

The requisite declarations from all Independent Directors that they meet the independence criteria, as laid down under Section 149(6) of the Companies Act, 2013 ("the Act") as well as SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, were received.

Upon a favourable recommendation from the Board's Nomination and Remuneration Committee, the Board re-appointed Shri Rajendra Prasad Pansari (DIN : 00869222), Shri Kashi Prasad Chaudhary (DIN: 00369615), Shri Hukam Chand Daga (DIN: 00441914), Shri Umrao Chand Jain (DIN: 00008980) and Shri Gautam

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Ganguli (DIN: 00871416) as Independent Directors of the Company for a second term of five years effective 25th September, 2019 upto 24th September, 2024.

Appropriate Special Resolutions, to this effect, are being proposed at the ensuing AGM.

Shri Shyam Sundar Jajodia (DIN: 00065195), Director of your Company, retires from the Board by rotation and being eligible, offers himself for re-appointment and an appropriate Resolution has also been included as a part of the Notice convening the ensuing Annual General Meeting for his re-appointment. Shri Jajodia is a Commerce graduate with a degree in Law. His experience in handling legal and administrative matters spans over four decades. Other than being a major partner in Krishna Kunj, he holds Directorships in India Silica Magnesite Works Limited and Bengal Stores Limited. He does not hold any shares in the Company.

KEY MANAGERIAL PERSONNEL (KMP)

There was no change in Key Managerial Personnel (KMPs) during the year. The following persons functioned as Key Managerial Personnel during the year under section 203 of the Act.

Suresh Kumar Sharma	CEO
Kishor Kumar Sharma	CFO
Amit Dhanuka	Company Secretary

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of clause (c) of sub-section (3) read with sub-section (5) of section 134 of the Act, the Board, to the best of its knowledge and belief, confirms that:

- (a) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures; if any;
- (b) such accounting policies had been selected and applied consistently and such judgments and estimates had been made that were 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 ended 31st March, 2019 and of the profit of the Company for that period;
- (c) proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities, if any;
- (d) the Annual Accounts had been prepared on a going concern basis;
- (e) internal financial controls had been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) proper systems had been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EVALUATION OF BOARD PERFORMANCE

In compliance with the provisions of Section 178(2) of the Act, the Board evaluated its own performance during the year under report along with its various Committees and its individual Directors on the basis of criteria specified in the Nomination and Remuneration Policy. The Independent Directors also reviewed the performance of the Non-Independent Director, Board and Chairman of the Company.

NUMBER OF BOARD MEETINGS

The Board met four times during the Financial Year 2018-19 on 28th May, 2018 (which was adjourned to 29th May, 2018); 14th August, 2018; 2nd November, 2018 and 24th January, 2019.

NOMINATION AND REMUNERATION POLICY

The Company has in place a formal Nomination and Remuneration Policy formulated as per the provisions of Section 178 of the Act. The text of the Policy is available at the website of the Company www.rameshwarajute.com.

AUDIT COMMITTEE

Shri Rajendra Prasad Pansari is the Chairman of the Committee. The Board's Audit Committee comprises of Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary and Shri Gautam Ganguli. There was no disagreement between the Audit Committee and the Board during the year under Report.

RELATED PARTY TRANSACTIONS

All Related Party transactions that were entered into during the Financial Year were on an arm's length basis and in the ordinary course of business as such the provisions of Section 188 of the Act were not applicable. Hence, no disclosure in Form AOC-2 is mandated.

There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel, except the arms' length transactions disclosed under **Note No. 33** of the Notes to the Financial Statements, which could conflict with the interest of the Company at large.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not given any loans or corporate guarantees or made any other investment covered under Section 186 of the Act during the year under report.

DEPOSITS

No deposits within the meaning of section 73 of the Act, were accepted by the Company during the year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Corporate Social Responsibility Committee is comprised of three Directors, Shri Rajendra Prasad Pansari, Shri Kashi Prasad Chaudhary and Shri Umrao Chand Jain. Shri Rajendra Prasad Pansari is the Chairman of the Committee.

In terms of the commitment of the Company towards corporate social responsibility, various programmes in the past to benefit the society in general have consistently been implemented over the years for persons living in the vicinity of its operations in particular.

However, the Company was required to spend a total of ` 33 Lakhs towards the CSR activities during the Financial Year 2017-18, including a sum of ` 13 Lakhs for the Financial Year 2016-17, however, due to liquidity constraint resulting from long suspension of the Mining operations only ` 0.30 Lakh was spent in February, 2018 for purchases of Tribal drum for celebration of mega festival in village at Tatiba against the same.

In the financial year 2018-19, the Company was not mandated under section 135 of the Act to spend any amount on CSR activities as the Company had not made any profit in the preceding three financial years.

Since the Mining operations have resumed w.e.f. 9th November, 2017, the liquidity constraints eased a bit, as such, the Company has fulfilled its liabilities towards the CSR activities in the Financial Year 2018-19 details of which is given in Corporate Social Responsibility (CSR) activities Report of the Company.

The text of the Corporate Social Responsibility Policy of the Company under section 135 of the Act is available on www.rameshwarajute.com.

The Corporate Social Responsibility (CSR) activities Report under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is given in **Annexure I** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report is attached as **Annexure II** to this Report

THE RAMESHWARA JUTE MILLS LIMITED

VIGIL MECHANISM

In compliance of Section 177(9) of the Companies Act, 2013, the Company's Vigil Mechanism is hosted on its website www.rameshwarajute.com.

STATUTORY AUDITORS & REPORT

Messrs. A. Singhi & Company, Chartered Accountants, having Firm Registration No. 319226E, appointed as Statutory Auditors of the Company for a term of five years at the Annual General Meeting held on 13th September, 2017, continue to be the Statutory Auditors of the Company.

The Statutory Auditor's Report is self-explanatory and there being no qualification, requires no explanation.

SECRETARIAL AUDIT

Shri Kamal Kumar Sharma, Practising Company Secretary (ICSI CP Registration No. 4057) was appointed by the Board in terms of Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, to audit the secretarial records of the Company in respect of the year under reference.

There is no qualification in the Report and it needs no further explanation. The Report of the Secretarial Auditor is given as **Annexure III** to this Report.

COST AUDIT

The Company is not mandated to maintain Cost Records or have audited its records by a cost auditor under section 148 of the Act.

RISK MANAGEMENT

Identification and evaluation of the perceived business risks are evaluated continuously by the Management in terms of the perceived risks and rewards attached thereto.

SIGNIFICANT AND MATERIAL ORDERS

There were no orders passed by the Regulators or Courts or Tribunals impacting the Company's going concern status and its future operations during the financial year under reference.

MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments between the end of the financial year and the date of report, which would have effect on the financial position of the Company.

INTERNAL CONTROL SYSTEMS

The Company has adequate system of internal control commensurate with the size and nature of its business. The internal control system is monitored and evaluated periodically by the Audit Committee, by means of periodical Internal Audit Reports etc.

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

The provisions of Section 134(3) (m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with regard to conservation of energy, technology absorption, foreign exchange earnings and outgo during the year under reference, are not applicable to the Company.

PARTICULARS OF REMUNERATION

Details as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as **Annexure IV** of this Report.

However, the provisions of Section 197 of the Act read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable as no employee or Director of the Company was in receipt of such remuneration as prescribed under the aforesaid Rule.

COMPLIANCE OF SECRETARIAL STANDARDS ON BOARD AND MEMBERS MEETINGS (SS-1 & SS-2)

The Company had complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India throughout the financial year under reference.

DISCLOSURE UNDER SEXUAL HARRASSMENT OF WOMEN AT WORK PLACE

The Company has an internal committee under Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

There was no complaint during the financial year under reference on the issues covered under the said Act.

DISCLOSURES WITH RESPECT TO UNCLAIMED SUSPENSE ACCOUNT

Disclosure with respect to Unclaimed Suspense Account are not applicable to the Company as there is no such case of Unclaimed Dividend in the Company.

EXTRACT FROM ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT 9 as required under section 92 of the Act are hosted on the website of the Company www.rameshwarajute.com.

ANNEXURES FORMING PART OF THIS REPORT

Annexure	Particulars
I	Report on Corporate Social Responsibility (CSR) activities
II	Management Discussion and Analysis Report
III	Secretarial Audit Report
IV	Details under Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

ACKNOWLEDGEMENT

The Board acknowledges the support and co-operation received from the employees of the Company and all stakeholders. It places on record its gratitude for the continuing support received from the State Government, Banks and other Stakeholders during the year.

R. P. PANSARI *Chairman*

H. C. DAGA K. P. CHAUDHARY S. S. JAJODIA U. C. JAIN G. GANGULI Smt. S. P. PATJOSHI P. K. CHHAWCHHARIA		<i>Directors</i>
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Place : Kolkata
Date : 29th day of May, 2019

Annual Report on Corporate Social Responsibility (CSR) Activities

1. A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs:
To fulfill its commitment towards the society as a responsible corporate citizen, the Company has made Corporate Social Responsibility (CSR) activities as an integral part of its business. The Company is aware of and recognizes its commitment and obligations to discharge this responsibility towards society at large.
The Company's CSR Policy has been hosted on its website www.rameshwarajute.com.
2. The composition of the CSR Committee: The Committee is chaired by Shri Rajendra Prasad Pansari with Shri Kashi Prasad Chaudhary and Shri Umrao Chand Jain as Members.
3. Average net profit of the company for last three financial years: Nil. As the average net profit for last three financial years (preceding the financial year under review) was in negative
4. Prescribed CSR Expenditure (2% of the amount as in item 3 above): The prescribed CSR expenditure required to be spent during the financial year 2018-19 was Nil since the average net profit for last three financial years (preceding the financial year under review) was in negative
5. Details of CSR spent during the financial year
 - (a) Total amount to be spent for the financial year: Nil
 - (b) Amount unspent, if any: Not Applicable
 - (c) Manner in which the amount spent during the financial year as its liability for earlier years are detailed below :

Sl. No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (i) Local area or others; (ii) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise (Rs.)	Amount spent on the projects or programs Sub – heads : (1) Direct expenditure on projects or programs (2) Overheads (Rs.)	Cumulative expenditure up to the reporting period (Rs.)	Amount spent: Direct or through implementing agency
(i)	Promoting Health Care	Promoting Health Care	Praygraj in the State of Uttar Pradesh, District-Allahabad	15,00,000	15,00,000	15,00,000	Direct
(ii)	Promoting Health Care	Promoting Health care	Swargashram Trust, in the State of Uttarakhand, District-Dehradun	15,00,000	15,00,000	15,00,000	Direct
(ii)	Promoting Health Care	Promoting Health care	Shree Kalyan Arogya Sadan, in Sanwali, State- Rajasthan, District-Sikar	3,00,000	3,00,000	3,00,000	Direct

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report : Not Applicable
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company:
Keeping the CSR objectives and Policy of the Company in mind, implementation and monitoring of CSR Policy is in compliance/ will be in compliance.

For and on behalf of the Board of Directors

Place : Kolkata
Date : 29th day of May, 2019

Suresh Kumar Sharma
Chief Executive Officer

R. P. Pansari
Chairman of CSR Committee

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The following operating and financial review is intended to convey the management's perspective on the financial condition and on the operating performance of the Company as at the end of the Financial Year 2018-19 and this should be read in conjunction with its Financial Statement, Schedules and Notes thereto and the other information included elsewhere in the Annual Report.

INDUSTRY STRUCTURE DEVELOPMENT

Iron Ore Mining Industry Overview

The iron ore industry is a high volume industry. It is characterized by high barriers to entry, due to its highly capital intensive nature, in terms of upfront investment required for heavy earthmoving equipment, buildings, vehicles, transport networks and long production start-up lead times. These barriers reward players with huge financial muscle and scale and deter new entrants.

India ranks 4th in terms of iron ore production globally. In Financial Year 2017-18, production of iron ore stood at 210 million tonnes. India has around 8 per cent of World's deposits of iron ore.

The Mining Industry in India is a major economic activity which contributes significantly to the economy of India.

Rise in infrastructure development and automotive production are driving growth in the metals and mining sector in India. India has vast mineral potential with mining leases granted for longer durations of 20 to 30 years.

Iron ore production in the Country increased from 129.32 million tonnes in Financial Year 2015 to 200.96 million tonnes in Financial Year 2018. It is forecasted to grow at the rate of 5 per cent in Financial Year 2019. In April 2019 exports of iron and steel stood at US\$ 7.15 billion.

The Government of India has allowed 100 per cent Foreign Direct Investment (FDI) in the Mining sector and exploration of metal and non-metal ores under the automatic route, which will propel growth in the sector. Power and Cement Industries also aiding growth in the metals and mining sector.

Opportunities & Threats

There are opportunities for mining equipment players. Even for open cast mining, companies are increasing capacity. Some are expanding underground activities as these do not involve land acquisition or forest clearance. Also, given the growing trends in power demand and per capita consumption of metals in the medium-long term, there are sizeable opportunities for mining and suppliers.

As the long-term demand for iron, other metals and energy in India is intact, demand growth for minerals is assured. The State Governments have started getting ambitious in revenue generation from the sector and are certain that if these headwinds abate, mining in India can gradually ramp up. On the other hand, if the policy challenges remain and no clear direction is provided, India may have to increasingly resort to imports to meet its domestic demand. That will be a huge loss of opportunity.

The mining and metals industry is recovering from one of its most difficult periods in decades. Market volatility and a downturn in commodity prices have created a new norm where cost cuts, automation and operational efficiency are vitally important.

Meanwhile, industry-specific issues related to regulation, geopolitical risk, legal limits on natural resource use, shareholder activism and public scrutiny have created additional challenges.

Product Performance of the Company

Mining operations were continued during the year under reference with full swing. The division has raised 5,94,260 MT of Iron Ore in Financial Year 2018-19 as against 1,43,883 MT of Iron Ore production in Financial Year 2017-18 and sold 3,43,809 MT of Iron Ore during the Financial Year 2018-19 as against 21,560 MT in FY 2017-18.

THE RAMESHWARA JUTE MILLS LIMITED

The division earned operational profit of ₹ 2,438.23 Lakhs as against a loss of ₹ 5403.79 Lakhs in Financial Year 2017-18.

The financial performance during the year of the Company is as under :

FINANCIAL RESULTS :

(₹ in Lakh)

	<u>31st March, 2019</u>	<u>31st March, 2018</u>
Sale of Product	8326.73	823.64
Sale of Services	128.78	136.66
Other Income	32.63	21.25
Total Revenue	<u>8488.14</u>	<u>981.55</u>
Profit/(Loss) before Interest, Depreciation and Tax	3828.64	(4525.26)
Less: Depreciation	749.20	616.62
Finance Cost	661.46	297.89
Tax Expenses	542.47	(1.20)
	<u>1953.13</u>	<u>913.31</u>
Profit/(Loss) for the year	1875.51	(5438.57)
Other Comprehensive Income (net of tax expense)	(479.56)	(96.85)
Total Comprehensive Income/(Loss) for the year	<u>1395.95</u>	<u>(5535.42)</u>

As would be evident from the above, the performance of the Company showed distinct improvement.

However, the finance cost increased significantly by ₹ 363.57 Lakhs and constituted a concern.

Outlook

Going forward, the outlook of the division is very challenging, considering the limited time in hand before the mining lease expires on 31st March, 2020. Moreover, iron ore prices may remain under pressure as overall supply is anticipated to be more than demand.

Risks and Concerns

The very nature of mining natural resources means that many businesses will have operations in some of the most remote and inhospitable areas in the Country and very often coupled with a high susceptibility to natural catastrophe.

In addition to the traditional risk factors, the mining industry now faces an even wider range of challenges, factors such as climate change, new technologies, economic uncertainties and secure supply of key consumables like electricity, water, gas and other fuels are all difficult to predict and bring additional complications to securing appropriate balance sheet protection.

Safety and environmental control of mining activity remain key drivers, but expectations of sustainable development require the provision of electricity, water, healthcare and education to the local communities where mining operations are based.

As a number of mining companies were financing operational expansion on the back of debt, many have been significantly affected by the tight financial conditions in the Country. Credit markets seized up, requiring balance sheets to be shored up to prevent a funding crisis. Drastic measures had to be taken including suspending operations, divestment of noncore assets and other cost-cutting measures to protect earnings.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2019

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

To,
The Members,
The Rameshwara Jute Mills Limited
'Birla Building', 8th Floor,
9/1, R. N. Mukherjee Road,
Kolkata – 700001

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by The Rameshwara Jute Mills Limited (hereinafter called the company). Secretarial 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 the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 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 Rameshwara Jute Mills Limited (the Company) for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (Not Applicable to the Company during the Audit Period);
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not Applicable to the Company during the Audit Period);
- (v) The following Regulations 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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable to the Company during the Audit Period);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act and dealing with client (Not Applicable to the Company during the Audit Period);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;(Not Applicable to the Company during the Audit Period); and

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the Company during the Audit Period);
- (vi) Following other laws specifically applicable to the Company:
 1. The Mines and Minerals (Development and Regulation) Act, 1957.
 2. The Mines Act, 1952
 3. The Water (Prevention and Control of Pollution) Act, 1974
 4. The Water (Prevention and Control of Pollution) Cess Act, 1977
 5. The Environment (Protection) Act, 1986
 6. Air (Prevention and Control of Pollution) Act, 1981
 7. The Forest (Conservation) Act, 1980

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India:

I have examined compliances with the applicable clauses of Secretarial Standards(SS-1 and SS-2) issued by the Institute of Company Secretaries of India with effect from 1st July 2015 and revised on 1st October 2017 and the Company has complied with the same to the extent possible.

- (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Limited:

I further report that during the period under review the Company has complied with the Listing Agreement entered into by the Company with The Calcutta Stock Exchange Limited and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

During the period under review the Company has complied with the provisions of the Act, 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 Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.

Adequate notices were 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.

There is no disagreement of the Audit Committee with the Board requiring any notice of and/or disclosure by the Company in relation to any matter.

All decisions of the board were unanimous and the same were captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period there were no instances of:

- (i) Issue of Public/Right/Preferential issue of shares/debentures/sweat equity, etc.
- (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

(CS KAMAL KUMAR SHARMA)

Place : Kolkata

FCS No. 3337

Date : 28th May, 2019

C P No.: 4057

Note : This report is to be read with “Annexure-I” attached herewith and forms an integral part of this report.

To
The Members
The Rameshwara Jute Mills Limited
'Birla Building', 8th Floor,
9/1, R. N. Mukherjee Road,
Kolkata – 700001.

My report of even date for the financial year ended 31st March, 2019 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 an 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 the random test basis to ensure that correct facts are reflected in secretarial records and other relevant records. I believe that the processes and practices followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company as it is a part of financial audit as per the provisions of the Companies Act, 2013.
4. Wherever 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 the management. My examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata
Date : 28th May, 2019

(CS KAMAL KUMAR SHARMA)
FCS No. 3337
C P No.: 4057

ANNEXURE -IV

Details as required under Sections 134(3)(q) and 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2019.

Sl No.	Requirement	Details
(i)	The ratio of the remuneration of each Director to the median of remuneration of employees of the Company for the Financial Year.	Shri Rajendra Prasad Pansari - 0.03:1 Shri Umrao Chand Jain - 0.02:1 Shri Shyam Sundar Jajodia - 0.01:1 Shri Kashi Prasad Chaudhary - 0.03:1 Shri Hukam Chand Daga - 0.01:1 Shri Gautam Ganguli - 0.02:1 Shri Pawan Kumar Chhawchharia - 0.02:1 Smt Sarat Priya Patjoshi - 0.02:1
(ii)	The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in Financial Year.	Directors : Shri Rajendra Prasad Pansari - 50.00% Shri Umrao Chand Jain - 57.14% Shri Shyam Sundar Jajodia - 0.00% Shri Kashi Prasad Chaudhary - 0.00% Shri Hukam Chand Daga - (42.86)% Shri Gautam Ganguli - 27.27% Shri Pawan Kumar Chhawchharia - 28.57% Smt Sarat Priya Patjoshi - 28.57% Key Managerial Personnel : Shri Suresh Kumar Sharma, CEO - 0.00% Shri Amit Dhanuka, CS - 0.00% Shri Kishor Kumar Sharma, CFO - 0.00%
(iii)	The percentage increase in median remuneration of employees in the Financial Year.	44.45%
(iv)	The number of permanent employees on the rolls of Company.	42
(v)	a) Average percentile increase already made in salaries of employees other than the managerial personnel in the last Financial Year	a) 49.46%
	b) its comparison with the percentile increase in the managerial remuneration.	b) 0.00%
	c) justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	c) The average percentage of increase in salary of Managerial Personnel is nil, requires no justification.
(vi)	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes.

R. P. PANSARI *Chairman*

H. C. DAGA
K. P. CHAUDHARY
S. S. JAJODIA
U. C. JAIN
G. GANGULI
Smt. S. P. PATJOSHI

Directors

P. K. CHHAWCHHARIA

Place : Kolkata
Date : 29th day of May, 2019



A.SINGHI & CO.
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Members of The Rameshwara Jute Mills Limited

Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of **The Rameshwara Jute Mills Limited ('the Company')**, which comprise the Balance Sheet as at **31st March, 2019**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

Opinion

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 **31st March 2019**, and its profit (financial performance including other comprehensive income), its Cash Flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that in our professional judgement were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

KEY Audit Matters	How our Audit addressed the Key Audit Matters
<p>Property, Plant & Equipment and Intangible Assets There are areas where management judgement impacts the carrying value of property, plant & equipment, intangible assets and their respective depreciation/amortisation rates. These include the decision to capitalise or expense costs; the annual asset life review; the timeliness of the capitalisation of assets and the use of management assumptions and estimates for the determination or the measurement and recognition criteria for assets retired from active use. Due to the materiality in the context of the balance sheet of the Company and the level of judgement</p>	<p>We assessed the controls in place over the fixed asset cycle, evaluated the appropriateness of capitalisation process, performed tests of details on costs capitalised, the timeliness of capitalisation 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 capitalised; determination of realisable value of the assets retired from active use; the appropriateness of asset lives applied in the calculation of depreciation; the useful lives of assets prescribed</p>

KEY Audit Matters	How our Audit addressed the Key Audit Matters
and estimates required, we consider this to be as area of significance.	in the Schedule II of the Companies Act, 2013 and the useful lives of certain assets as per the technical assessment of the management. We have observed that the management has regularly reviewed the aforesaid judgements and there are no material changes.
<p>Fair value measurement of Financial Instruments Due to the significance of financial instruments measured at fair value, and a high degree of judgement related to their valuation, we consider this as a key audit matter.</p>	<p>We assessed the design followed by the management and tested the operating effectiveness of internal control over the valuation, data integrity, independent price verification and model approval.</p> <p>For area of higher risk and estimation, our audit procedure focused on the comparison of judgement made to market practice and reperformance of valuations over a selection of instruments, assessing the key inputs, assumptions and models used in the valuation process. We compared our results with the Company's valuation.</p>
<p>Provisions and Contingent Liabilities The Company is involved in various taxes and other disputes for which final outcomes cannot be easily predicted and which could potentially result in significant liabilities. The assessment of the risks associated with the litigations is based on complex assumptions, which require the use of judgement and such judgement relates, primarily, to the assessment of the uncertainties connected to the prediction of the outcome of the proceedings and to the adequacy of the disclosures in the financial statements. Because of the judgement required, the materiality of such litigations and the complexity of the assessment process, the area is a key matter for our audit.</p>	<p>Our audit procedure in response to this key audit matter included, among others,-</p> <ul style="list-style-type: none"> • Assessment of the process and relevant controls implemented to identify legal and tax litigations, and pending administrative proceedings. • Assessment of assumptions used in the evaluation of potential legal and tax risks performed by the accounts department of the Company considering the legal precedence and other ruling in similar cases. • Inquiry with the relevant departments regarding the status of the most significant disputes and inspection of the key relevant documentation. • Review of the adequacy of the disclosures in the notes to the financial statements.

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

The Company's Board of Directors is responsible for preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussions and Analysis, Corporate Social Responsibility Report and Details under rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, 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 conclusion thereon.

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

We, based on the work we have performed, have not come across any material misstatement of this other information and consequently have nothing to report in this regard.

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 state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when in extremely rare circumstances we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 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. Further, 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 financial statements dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2015, as amended;
 - e. On the basis of the written representations received from the directors as on **31st March, 2019** taken on record by the Board of Directors, none of the directors is disqualified as on **31st March, 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g. With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - 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:
 - i. The Company has disclosed the impact of pending litigations on its financial position in the financial statements.
 - ii. The Company did not have any long term contracts including derivatives contracts for which there where any material foreseeable losses.
 - iii. There are no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For A. SINGHI & Co.
Chartered Accountants
ICAI FRN : 319226E
(SUNIL SINGHI)
Partner
Membership No.053088

1, R. N. Mukherjee Road, Kolkata
Kolkata, the 29th day of May, 2019

Annexure ‘A’ to the Independent Auditor’s Report referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date of The Rameshwara Jute Mills Limited.

We report that :

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The fixed assets of the company have been physically verified by the management at reasonable intervals. As informed, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable property are held in the name of the Company.
- (ii) We have been explained by the management that the inventory have been physically verified at reasonable intervals during the year. As far as we can ascertain and according to information and explanations given to us, the discrepancies, whenever material noticed on such verification of inventory as compared to book records were properly dealt within the books of accounts.
- (iii) As informed to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act. Accordingly, paragraph 3(iii) of the order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and making investments and providing guarantees as applicable and the Company has not granted any security in terms of Section 185 & 186 of the Companies Act, 2013.
- (v) The company has not accepted any deposits against any directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.
- (vi) According to the information and explanations given to us, maintenance of cost records has not been prescribed by the Central Government under sub section (1) of section 148 of the Companies Act, 2013. Hence matters relating to this clause are not applicable
- (vii) (a) According to information and explanations given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income-tax, service tax, goods & services tax, service tax, value added tax, cess and other material statutory dues to the extent applicable to it.
According to information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at **31.03.2019** for a period of more than six months from the date they became payable.
- (b) According to information and explanations given to us, the dues on account of Sales Tax, Demand under MMDR Act and Surface rent have not been paid for dispute, vis-a-vis forums where such disputes are pending are mentioned below :

Name of Statute	Amount in Lakhs (Rs.)	Period to which the amount relates	Forum where dispute is pending
Sales Tax	358.97	2009-10 2010-11 2011-12	Commercial Tax Office, Chaibasa, Jharkhand
Surface Rent	1103.11	Since 2005-06	Apex Court
Metals & Minerals (Development and Regulation) Act, 1957	34.53	2017-18	District Mining Officer, West Singhbhum, Chaibasa

- (viii) According to information and explanations given to us and on the basis of our examination of the records, the company has not defaulted in repayment of dues to any banks, financial institutions and debenture holders during the year. The Company did not have any outstanding loans or borrowings from government during the year.
- (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.
- (x) To best of our knowledge and belief and according to the information and explanations given to us, neither any fraud on or by the company was noticed or reported during the year nor have we been informed of such cases by the Management.
- (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 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 Ind AS.
- (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. Accordingly, paragraph 3 (xiv) of the Order is not applicable.
- (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 them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) To best of our knowledge and belief and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

1, R. N. Mukherjee Road, Kolkata
Kolkata, the 29th day of May, 2019

For A. SINGHI & Co.
Chartered Accountants
ICAI FRN : 319226E
(SUNIL SINGHI)
Partner
Membership No.053088

Annexure - B to the Independent Auditor's Report referred to in paragraph 2 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date of The Rameshwara Jute Mills Limited

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

We have audited the internal financial controls over financial reporting of **The Rameshwara Jute Mills Limited ("the Company")** as on **31 March 2019** in conjunction with our audit of the financial statements of the Company for the year ended as 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 over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Auditor Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind-AS 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 Ind-AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31 March 2019**, 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.

1, R. N. Mukherjee Road, Kolkata
Kolkata, the 29th day of May, 2019

For A. SINGHI & Co.
Chartered Accountants
ICAI FRN : 319226E
(SUNIL SINGHI)
Partner
Membership No.053088

THE RAMESHWARA JUTE MILLS LIMITED

BALANCE SHEET AS AT 31st MARCH, 2019

	<u>Notes</u>	<u>As at</u> <u>31st March</u> <u>2019</u>	(` in lacs) <u>As at</u> <u>31st March</u> <u>2018</u>
ASSETS			
1) Non-Current Assets			
(a) Property, plant and equipment	3.1	67.90	60.86
(b) Capital Work in Progress	3.2	502.97	502.97
(c) Intangible Assets	3.3	734.84	1,467.60
(d) Financial Assets			
Investments	4	5,965.52	6,446.51
Loans and Advances	5	0.06	0.06
Other Financial Assets	6	192.02	192.02
(e) Other Non-Current Assets	7	-	18.16
Total : Non Current Assets		<u>7,463.31</u>	<u>8,688.18</u>
2) Current Assets			
(a) Inventories	8	1,091.82	629.79
(b) Financial Assets			
Trade Recievables	9	289.17	2.32
Cash and Cash Equivalents	10	200.33	97.33
Other Financial Assets	11	23.28	11.54
(c) Other Current Assets	12	1,236.76	407.49
Total: Current Assets		<u>2,841.36</u>	<u>1,148.47</u>
TOTAL:		<u>10,304.67</u>	<u>9,836.65</u>
EQUITY AND LIABILITIES			
1) Equity			
(a) Equity Share Capital	13	26.61	26.61
(b) Other Equity	13	2,818.70	1,422.75
Total Equity		<u>2,845.31</u>	<u>1,449.36</u>
2) Non-Current Liabilities			
(a) Provisions	14	24.49	23.99
Total: Non Current Liabilities		<u>24.49</u>	<u>23.99</u>
3) Current Liabilities			
(a) Financial Liabilities			
Short Term Borrowings	15	4,650.00	6,785.00
Trade Payables	16	634.90	312.43
i. Total outstanding due to Micro Entp. & Small Entp	Nil		
ii. Total outstanding due to Others	<u>634.90</u>		
Other Financial Liabilities	17	1,344.56	1,056.44
(b) Other Current Liabilities	18	802.05	206.37
(c) Short Term Provisions	19	3.36	3.06
Total: Current Liabilities		<u>7,434.87</u>	<u>8,363.30</u>
TOTAL:		<u>10,304.67</u>	<u>9,836.65</u>

The accompanying note 1 to 39 form an integral part of the financial statements

As per our report of even date:

For **A. SINGHI & CO.**
Chartered Accountants
Firm Regn. No. 319226E
(SUNIL SINGHI)
Partner
(M. No. 053088)

SURESH KUMAR SHARMA
Chief Executive Officer

KISHOR KUMAR SHARMA
Chief Finance Officer

AMIT DHANUKA
Company Secretary

Place : Kolkata
Date : 29th day of May, 2019

For and on behalf of the Board of Directors.

R. P. PANSARI, DIN : 00869222 Chairman

H. C. DAGA, DIN : 00441914
K. P. CHAUDHARY, DIN : 00369615
S. S. JAJODIA, DIN : 00065195
U. C. JAIN, DIN : 00008980
G. GANGULI, DIN : 00871416
Smt. S. P. PATJOSHI, DIN : 06620290
P. K. CHHAWCHHARIA, DIN : 00200547

Directors

THE RAMESHWARA JUTE MILLS LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2019

(` in lacs)

	<u>Notes</u>	<u>For the Year Ended</u> <u>31st March, 2019</u>	<u>For the Year Ended</u> <u>31st March, 2018</u>
INCOME :			
Revenue from Operations	20	8,455.51	960.30
Other Income	21	32.63	21.25
Total Revenue		8,488.14	981.55
EXPENSES			
Changes in Inventories of Finished Goods, Work In Progress and Stock In Trade	22	(462.03)	(309.85)
Employee Benefits Expense	23	336.00	194.13
Finance Cost	24	661.46	297.89
Depreciation and Amortization Expense	25	749.20	616.62
Other Expenses	26	4,785.53	5,622.53
Total Expenses		6,070.16	6,421.32
Profit / (Loss) before Tax		2,417.98	(5,439.77)
Tax Expense:			
Current tax		509.79	-
Tax Expenses for earlier years		32.68	(1.20)
Deferred Tax		-	-
Total Tax Expense		542.47	(1.20)
Profit / (Loss) for the year		1,875.51	(5,438.57)
Other Comprehensive Income			
(i) Items that will not be reclassified to Profit & Loss			
– Actuarial gain/ loss, net of tax		0.82	(9.05)
– Fair value of investment routed through other Comprehensive income, net of tax		(480.38)	(87.80)
Total Other Comprehensive Income		(479.56)	(96.85)
Total Comprehensive Income for the year		1,395.95	(5,535.42)
Earning Per Share (`)			
Basic- Par Value of Rs.10/- per share	27	704.93	(2,044.14)
Diluted- Par value of Rs.10/- per share		704.93	(2,044.14)

The accompanying note 1 to 39 form an integral part of the financial statements

As per our report of even date:

For **A. SINGHI & CO.**
Chartered Accountants
Firm Regn. No. 319226E
(SUNIL SINGHI)
Partner
(M. No. 053088)

SURESH KUMAR SHARMA
Chief Executive Officer

KISHOR KUMAR SHARMA
Chief Finance Officer

AMIT DHANUKA
Company Secretary

Place : Kolkata
Date : 29th day of May, 2019

For and on behalf of the Board of Directors.

R. P. PANSARI, DIN : 00869222 Chairman

H. C. DAGA, DIN : 00441914 K. P. CHAUDHARY, DIN : 00369615 S. S. JAJODIA, DIN : 00065195 U. C. JAIN, DIN : 00008980 G. GANGULI, DIN : 00871416 Smt. S. P. PATJOSHI, DIN : 06620290 P. K. CHHAWCHHARIA, DIN : 00200547	Directors
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CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

	<u>For the year ended</u> <u>31st March, 2019</u>	<u>For the year ended</u> <u>31st March, 2018</u>
		(` in lacs)
A. CASH FLOW FROM THE OPERATING ACTIVITIES		
Net Profit before Tax	2,417.98	(5,439.77)
Non Cash Adjustments to reconcile net cash flow		
Adjustments for :		
Other Comprehensive Income	(479.56)	(96.85)
Depreciation & Amortisation	749.20	616.62
Loss/ (Profit) on Sale of Property, Plant & Equipment	(1.46)	-
Provision for Expected Credit Loss	9.74	-
Effect of Fair Valuation of Non Current Investment	480.38	87.80
Loss /(Profit) on Sale of Non Current Investment	0.02	(1.55)
Provision no longer required Written Back	(0.25)	(0.86)
Dividend Received on Investment	(7.57)	(6.81)
Interest Received	(21.44)	(11.94)
Interest Expenses	661.46	297.89
Operating Profit before Working Capital changes	3,808.50	(4,555.47)
Adjustments for :		
(Increase)/Decrease in Trade Receivables	(296.59)	(0.95)
(Increase)/Decrease in Inventories	(462.03)	(309.85)
(Increase)/Decrease in Other Financial Current Assets	(11.74)	(10.20)
(Increase)/Decrease in Other Current Assets	(732.09)	(196.87)
(Increase)/Decrease in Other Non Current Financial Assets	-	0.01
(Increase)/Decrease in Other Financial Non Current Assets	-	(165.00)
(Increase)/Decrease in Other Non Current Assets	18.16	1,052.74
Increase/(Decrease) in Long Term Provisions	0.50	8.41
Increase/(Decrease) in Trade Payables	322.47	266.27
Increase/(Decrease) in Other Financial Current Liabilities	288.13	83.25
Increase/(Decrease) in Other Current Liabilities	595.93	182.99
Increase/(Decrease) in Short Term Provisions	0.30	0.07
Cash (used in) /generated from operations	3,531.54	(3,644.60)
Direct taxes Paid (net of refunds)	(639.65)	(1.39)
Cash Flow before extraordinary items	2,891.89	(3,645.99)
Extra Ordinary Items	-	-
Net Cash (used in)/from Operating Activities	2,891.89	(3,645.99)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

(₹ in lacs)

	<u>For the year ended</u> <u>31st March, 2019</u>	<u>For the year ended</u> <u>31st March, 2018</u>
B CASH FLOW FROM THE INVESTING ACTIVITIES		
Purchase of Tangible Fixed Assets (PPE)	(26.36)	(5.49)
Sale of Tangible Fixed Assets (PPE)	4.34	
Purchase of Intangible Fixed Assets	-	(2,066.17)
Purchase of Long Term Investments	-	(300.00)
Sale of Non Current Investments	0.58	301.55
Interest Received	21.44	11.94
Dividend Received	7.57	6.81
Net Cash Flow from/(Used in) Investing Activities	7.57	(2,051.36)
C CASH FLOW FROM THE FINANCING ACTIVITIES		
Proceed from Short Term Borrowings (net)	(2,135.00)	6,060.00
Interest paid	(661.46)	(297.89)
Net Cash Flow from/(used in) Financial Activities	(2,796.46)	5,762.11
D Net Increase/(Decrease) in Cash & Cash Equivalent	103.00	64.76
Cash & Cash Equivalent (Opening)	97.33	32.57
Cash & Cash Equivalent (Closing)	200.33	97.33
E Cash & Cash Equivalent		
Cash on Hand	0.21	0.80
Current Accounts (bank)	200.12	96.53
Cash & Cash Equivalent at the end of the year	200.33	97.33

Note : a) The above cash flow statement has been prepared under the indirect Method as set out in Ind AS -7 "Statement of Cash Flows".

b) Previous years figures have been regrouped/rearranged wherever considered necessary.

c) This is the Cash Flow statement referred to in our report of even date.

As per our report of even date:

For **A. SINGHI & CO.**
Chartered Accountants
Firm Regn. No. 319226E
(SUNIL SINGHI)
Partner
(M. No. 053088)

Place : Kolkata
Date : 29th day of May, 2019

SURESH KUMAR SHARMA
Chief Executive Officer

KISHOR KUMAR SHARMA
Chief Finance Officer

AMIT DHANUKA
Company Secretary

For and on behalf of the Board of Directors.

R. P. PANSARI, DIN : 00869222 Chairman

H. C. DAGA, DIN : 00441914	Directors
K. P. CHAUDHARY, DIN : 00369615	
S. S. JAJODIA, DIN : 00065195	
U. C. JAIN, DIN : 00008980	
G. GANGULI, DIN : 00871416	

Smt. S. P. PATJOSHI, DIN : 06620290
P. K. CHHAWCHHARIA, DIN : 00200547

THE RAMESHWARA JUTE MILLS LIMITED

Statement of Changes In Equity

A. EQUITY SHARE CAPITAL

(` in lacs)

Particulars	As At March 31, 2019	As At March 31, 2018
Balance at the beginning of the reporting period	26.61	26.61
Changes in the equity share capital during the year	—	—
Balance at the closing of the reported period	26.61	26.61

B. OTHER EQUITY

Particulars	Reserves & Surplus				Other Compreh- ensive Income	Total
	Capital Reserve (surplus on amalgamation)	Pref.Share Capital Redemption Reserve	General Reserve	Retained Earnings	Fair Valuation of Investment	
Balance as at April 1, 2017	26.25	7.00	25.76	405.75	6,493.41	6,958.17
Profit for the Year	—	—	—	(5,438.57)	—	(5,438.57)
Other Comprehensive Income for the Year	—	—	—	(9.05)	(87.80)	(96.85)
Total Comprehensive Income for the Year	—	—	—	(5,447.62)	(87.80)	(5,535.42)
Balance as at March 31, 2018	26.25	7.00	25.76	(5,041.87)	6,405.61	1,422.75
Less: adjustment on account on sale of non current investment	—	—	—	0.40	(0.40)	—
Profit for the Year	—	—	—	1,875.51	—	1,875.51
Other Comprehensive Income for the Year	—	—	—	0.82	(480.38)	(479.56)
Total Comprehensive Income for the Year	—	—	—	1,876.73	(480.78)	1,395.95
Balance as at March 31, 2019	26.25	7.00	25.76	(3,165.14)	5,924.83	2,818.70

The accompanying note 1 to 39 form an integral part of the financial statements

For and on behalf of the Board of Directors.

As per our report of even date:

For **A. SINGHI & CO.**
Chartered Accountants
Firm Regn. No. 319226E
(SUNIL SINGHI)
Partner
(M. No. 053088)

SURESH KUMAR SHARMA
Chief Executive Officer

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Smt. S. P. PATJOSHI, DIN : 06620290

P. K. CHHAWCHHARIA, DIN : 00200547

Directors

Place : Kolkata

Date : 29th day of May, 2019

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE : 1

I) CORPORATE INFORMATION

The Rameshwara Jute Mills Limited (the Company) is a public company domiciled and incorporated under the Act VII of the legislative Council of India entitled "The Companies Act, 1913". The Company is in the business of Mining and business support services. Its' shares are listed in India at the Calcutta Stock Exchange Limited.

II) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Statement of Compliance

The Financial Statement have been prepared in accordance with Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

b) Historical cost convention

The financial statement have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be at fair value by Ind AS.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) Basis of Preparation

i) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements are presented in INR and all values are rounded to the nearest INR lakhs, except when otherwise indicated.

ii) Use of estimate

The preparation of the financial statements in conformity with Ind-AS requires management to make estimates, judgments and assumptions. These estimates, judgments 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 judgments and the use of assumptions in these financial statements have been disclosed in note 35.

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.

iii) Classification of Assets and Liabilities as Current and Non Current

All Assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of product & Activities of the Company and their realization in cash and cash equivalent, the Company has determined its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

NOTE: 2

SIGNIFICANT ACCOUNTING POLICIES

a) Property, Plant & Equipment

Property, Plant & Equipment including Capital Work In Progress are Stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase cost, borrowing cost, if capitalized criteria are met and other directly attributable cost of bringing the assets to its working condition for intended use.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. No decommissioning liabilities are expected to be incurred on the assets of plant and equipment.

Depreciation is calculated on a straight line basis over the estimated useful lives of the assets in accordance with and in the manner specified under Schedule II of the Companies Act, 2013 except the assets costing Rs. 5000/- or below on which depreciation is charged @ 100% per annum on proportionate basis.

Advance paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non current assets and the cost of asset not put to use before such date are disclosed under "Capital work in Progress". Subsequent expenditure relating to Property, Plant & Equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the statement of profit & loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows :

Class of Assets	Estimated useful life (in years)
Building	60 years
Plant and Equipment	40 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	10 years
Electrical Equipment	10 years
Computer Accessories	3 years

Intangible Assets

Mining Rights are initially recognised at cost and subsequently at cost less accumulated amortization and accumulated impairment loss, if any.

Acquisition cost i.e. cost associated with acquisition of licences, and rights to explore including related professional fees, payment towards statutory forestry clearances, as and when incurred, are treated as addition to Mining Right.

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

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

Mining rights are amortized over their respective individual estimated useful lives on a straight line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, known technological advances and other economic factors. The amortization method and useful lives are reviewed periodically at each financial year.

Class of Assets	Estimated useful life (in years)
Computer Software	5 years
Mining Right	Amortized over the period of mining right

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

b) Inventories

Inventories are valued as under:

- a. Raw Materials: At lower of Cost or Net Realisable Value
- b. Finished Products: At lower of Cost or Net Realisable Value
- c. Stores, Spares and Components: At Cost
- d. Stock in process: At lower of Raw material Cost plus estimated cost of conversion up to the stage of completion or Net Realisable Value

Cost includes all direct cost and applicable manufacturing and administrative overheads. Inventories are valued on FIFO basis. Variation, if any, between books and physical stocks detected on physical verification, obsolete & slow moving stocks are adjusted in accounts as found appropriate.

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

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and revenue can be reliably measured

i. In respect of Sales:

When the significant risks and rewards of ownership of goods have been passed on to the buyer, which generally coincides with delivery/shipment of goods to customers.

ii. In respect of Interest Income :

On time proportion basis taking into account the amount outstanding and the rate applicable.

iii. In respect of Service Income :

When the services are performed as per contract.

iv. In respect of Dividend Income :

When right to receive payment is established.

v. In respect of Insurance Claims :

On Settlement of Claims

vi. In respect of Guarantee Commission :

When right to receive payment is established.

Under Ind-AS 18, Excise duty will not be netted from revenue and shown as a part of expenses. Revenue from product sales is recognized exclusive of Excise Duty, Sales Tax/Value added Tax (VAT) and net of returns, Sales Discount etc. Sales Returns are accounted for when goods are returned.

d) Cash & Cash Equivalents

Cash & cash equivalents comprise cash on hand, cash at banks and deemed deposits with banks with an original maturity of three months or less which are subject to an insignificant risk of change in value.

e) Impairment of Assets

i. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

ii. Non-financial assets

Intangible assets and Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years

f) Investments

Long term investments being Investment in Listed Equity Shares are stated at fair value through other comprehensive income. Provision is made when diminution in the value of investments is considered other than temporary in nature. Current investments are stated at lower of cost and market value.

g) Financial instruments

1. Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date

2. Subsequent measurement

Non-derivative financial instruments

(i) Financial assets carried at amortized cost

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

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3. Derecognition of financial instruments

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind-AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

h) Income Taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiaries and branches where it is expected that the earnings of the subsidiary or branch will not be distributed in the foreseeable future. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i) Employee benefits

i) Short Term Employment Benefits

Employee benefits of short-term nature are recognized as expense on an undiscounted basis in the statement of profit & loss of the year in which the related service is rendered.

ii) Post-Employment Benefits

Post employment defined benefits plan are recognized as expenses based on actuarial valuation at year end, which takes into account actuarial gains and losses.

The company provides for gratuity for eligible employees at year end. The Company recognizes the net obligation and re-measurements comprising of actuarial gains and losses in the other comprehensive income which are not reclassified to profit & loss in subsequent periods.

Post employment defined contribution plans are charged as an expenses as they call due or paid, whichever earlier.

j) Provisions, Contingent Liabilities and Contingent Assets

The Company makes a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent Assets are disclosed when an inflow of economic benefit is probable and/or certain.

k) Borrowing Costs

Borrowing Costs that are attributable to the acquisition and constructions of qualifying assets are capitalized as a part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

for its intended use. Other borrowing costs of the Year are charged to revenue in the period in which they are incurred.

l) Leases

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the company is classified as a finance lease.

Finance leases are capitalized at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Finance charges are recognized in finance costs in the statement of profit and loss. Contingent rentals are recognized as expenses in the periods in which they are incurred.

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

m) Earnings per equity share

The basic earnings per share ("EPS") is computed by dividing the net profit after tax for the Year by the weighted average number of equity shares outstanding during the Year. For the purpose of calculating diluted earnings per share, net profit after tax for the Year and the weighted average number of shares outstanding during the Year are adjusted with the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the Year, unless they have been issued at a later date.

n) Cash Flow Statements

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

o) Segment Reporting

Identification of Segments

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offer different products and serves different markets. The analysis of geographical segment is based on the areas in which the customers of the company are located.

Allocation of Common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenues and Expenses, which relate to the enterprise as a whole and which are not allocable to any segment on a reasonable basis, have been included under the head "Unallocated".

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Refer note 32 for segment information presented.

p) In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgments which have significant effect on the amounts recognised in the financial statement:

i. Contingencies

Judgment of the Management is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claims/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

ii. Allowance for Uncollected Accounts Receivable and Advances

Trade Receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not collectible. Impairment is made on ECL, which are present value of the cash shortfall over the expected life of the financial assets.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

iii. Defined Benefit Plans

The cost of the defined benefit plan and other post employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in future. These includes the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv. Fair Value Measurement of Financial Instruments

When fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of input such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

q) Recent Accounting Pronouncements

New Standards/ Amendments to Standards Issued but not yet effective

Ind AS 116 Leases: The Ministry of Corporate Affairs (MCA) has notified the Companies (Indian Accounting Standards) Amendment Rules, 2019 on 30th March, 2019. Ind AS 116 will replace the existing Leases Standard, Ind AS 17 Leases, and related interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of Leases for both parties to a contract i.e. the Lessee and the Lessor. The standard contains enhanced disclosure requirements for lessees.

Amendments to Ind AS 12, Appendix C, uncertainty over Income Tax Treatments:

On 30-03-2019, Ministry of Corporate Affairs (MCA) has notified the Ind As 12 Appendix C, uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind As 12.

All these amendments are effective from financial year beginning on or after April 1, 2019.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 3.1

(` in lacs)

Tangible Assets

Property, Plant & Equipment

Particulars	Building	Plant & Equip-ment	Furniture & Fixture	Office Equip-ments	Electrical Equip-ments	Vehicles	Other: Computer Accessories	Total
Gross carrying Value								
As At April 1, 2017	47.77	15.44	2.06	6.06	16.47	3.95	1.98	93.73
Additions	-	-	0.54	2.52	-	-	2.43	5.49
Disposals	-	-	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-	-	-
As At March 31, 2018	47.77	15.44	2.60	8.58	16.47	3.95	4.41	99.22
Additions	3.35	16.70	0.48	3.24	-	-	2.59	26.36
Disposals	-	-	(0.51)	(2.51)	-	-	(0.06)	(3.08)
Other Adjustments	-	-	-	-	-	-	-	-
As At March 31, 2019	51.12	32.14	2.57	9.31	16.47	3.95	6.94	122.50
Depreciation								
As At April 1, 2017	9.45	4.29	0.41	2.33	1.96	0.87	1.00	20.31
Charges for the year	9.45	2.50	0.17	2.35	1.96	0.87	0.75	18.05
Disposals	-	-	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-	-	-
As At March 31, 2018	18.90	6.79	0.58	4.68	3.92	1.74	1.75	38.36
Charges for the year	8.55	2.63	0.21	1.56	1.96	0.87	0.66	16.44
Disposals	-	-	(0.03)	(0.17)	-	-	-	(0.20)
Other Adjustments	-	-	-	-	-	-	-	-
As At March 31, 2019	27.45	9.42	0.76	6.07	5.88	2.61	2.41	54.60
Net Carrying Value								
As At March 31, 2018	28.87	8.65	2.02	3.90	12.55	2.21	2.66	60.86
As At March 31, 2019	23.67	22.72	1.81	3.24	10.59	1.34	4.53	67.90

NOTE: 3.2

Capital Work In Progress**

Particulars	Amount
Gross carrying Value	
As At April 1, 2017	502.97
Additions	-
Amount transferred from CWIP	-
Other Adjustments	-
As At March 31, 2018	502.97
Additions	-
Amount transferred from CWIP	-
Other Adjustments	-
As At March 31, 2019	502.97

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 3.3

(` in lacs)

Other Intangible Assets

Particulars	Computer Softwares	Mining Rights	Total
Gross carrying Value			
As At April 1, 2017	-	5.43	5.43
Additions	0.80	2,065.37	2,066.17
Disposals	-	-	-
Other Adjustments	-	-	-
As At March 31, 2018	0.80	2,070.80	2,071.60
Additions	-	-	-
Disposals	-	-	-
Other Adjustments	-	-	-
As At March 31, 2019	0.80	2,070.80	2,071.60
Depreciation			
As At April 1, 2017	-	5.43	5.43
Charges for the year	0.20	598.37	598.57
Disposals	-	-	-
Other Adjustments	-	-	-
As At March 31, 2018	0.20	603.80	604.00
Charges for the year	0.26	732.50	732.76
Disposals	-	-	-
Other Adjustments	-	-	-
As At March 31, 2019	0.46	1,336.30	1,336.76
Net Carrying Value			
As At March 31, 2018	0.60	1,467.00	1,467.60
As At March 31, 2019	0.34	734.50	734.84

Note : *1. Company obtained mining right from the Divisional Forest Office, Chaibasa on 30.06.2011 for 23.233 hectare of land against which Rs. 169.60 lacs paid earlier were capitalised and amortised by 31/03/2017. The balance amount of NPV Rs. 1534.04 lacs for non-broken up area of 111.759 hectare and Rs. 531.33 lacs for stamp duty on Mining Right agreement upto 31/03/2020 paid and capitalised on receipt of permission for mining allowed by the District Mining Officer, Singhbhum, Chaibasa, Jhankhand in earlier years is to be written off by 31.03.2020.

**2. Company has purchased 411.92 acres of land for compensatory afforestation mandated for allotment of mining rights. The above land stand registered in the name of the company but mutation & pillar work are under process. Ownership right in land stand marked for afforestation is expiring during the tenure of mining right.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 4

(` in lacs)

Investments (Non Current Financial Assets)

Particulars	As At 31 st March, 2019		As At 31 st March, 2018	
	Qty.	Amount	Qty.	Amount

Financial Assets measured at fair value through Other Comprehensive Income

Quoted (fully paid)

In Equity Instruments

Century Enka Ltd	82,810	208.89	82,810	249.55
Chambal Fertilizers Ltd	1,650	2.76	1,650	2.72
Birla Corporation Ltd.	280	1.47	280	2.00
Universal cables Ltd.	37,728	83.06	37,728	49.27
Vindhya Telelinks Ltd.	100	1.40	100	1.05
Birla Cable Ltd.	100	0.15	100	0.06

Unquoted (fully paid)

In Equity Instruments

Essel Mining & Industries Ltd.	6,789	5,620.75	6,789	6,099.17
Birla Consultants Ltd.	14,382	8.53	14,382	8.35
Birla Building Ltd.	10,000	38.51	10,000	33.73

In Mutual Funds

Reliance Growth Fund	-	-	53.61	0.61
		5,965.52		6,446.51

Aggregate Market Value of Quoted Investments

297.73

304.65

Aggregate value of Unquoted Investments

5,667.79

6,141.86

Refer Note 37 for valuation.

NOTE : 5

Loans and Advances (Non Current Financial Assets)

Particulars	As At 31 st March, 2019		As At 31 st March, 2018	
	Security Deposits		0.06	
		0.06		0.06

NOTE : 6

Other Financial Assets (Non Current Financial Assets)

Particulars	As At 31 st March, 2019		As At 31 st March, 2018	
	Bank Balances			
Deposits *		192.02		192.02
<i>* Deposit pledged and held as lien by the Bank against Bank Guarantee</i>				
		192.02		192.02

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE : 7

(` in lacs)

Other Non Current Assets

Particulars	As At March 31, 2019	As At March 31, 2018
Advance Recoverable (others)	-	1.77
GST/ Service tax	-	16.39
	-	18.16

NOTE : 8

Current Assets

Inventories

Particulars	As At March 31, 2019	As At March 31, 2018
(at Cost or net realisable value, whichever is lower)		
Finished Goods	1,091.75	629.72
Stores *	0.07	0.07
Total	1,091.82	629.79

* Stores include slow moving stores & spare parts.

NOTE : 9

Current Assets

Trade Receivables

Particulars	As At March 31, 2019	As At March 31, 2018
Considered Good, Secured	-	-
Considered Good, Unsecured	289.17	2.32
Considered Doubtful with Expected Credit Loss	9.74	54.40
Credit Impaired	-	-
	298.91	56.72
Less: Provision for Doubtful Debts	(9.74)	(54.40)
Total	289.17	2.32

NOTE : 10

Current Assets

Cash and Cash Equivalents

Particulars	As At March 31, 2019	As At March 31, 2018
Cash and Cash Equivalents		
Cash on hand	0.21	0.80
Balance with banks in Current accounts	200.12	96.53
Bank Balances other than Cash and Cash Equivalents		
Bank deposits	192.02	192.02
Less: Maturing after one year (shown as Non Current)	(192.02)	(192.02)
Total	200.33	97.33

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 11

(` in lacs)

Current Assets

Other Financial Assets

Particulars	As At	
	March 31, 2019	March 31, 2018
Financial Assets at amortised cost		
Interest Accrued on Fixed Deposits	23.28	11.54
Total	23.28	11.54

NOTE: 12

Current Assets

Other Current Assets

Particulars	As At	
	March 31, 2019	March 31, 2018
Unsecured, Considered Good, unless otherwise stated		
Other Advances		
Advances to Suppliers & Contractors	462.62	150.72
Advance Recoverable in Cash or in Kind for Value to be received	3.65	1.60
Advance Sales Tax	10.70	1.28
Advance Income Tax (net of provision for tax)	265.55	168.37
Others		
GST/Service Tax	491.13	82.24
Prepaid Expenses	3.11	3.28
Total	1,236.76	407.49

NOTE: 13

a) Equity Share Capital

Particulars	As At		As At	
	March 31, 2019		March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
Ordinary Shares of Rs.10/- each	300,000	30.00	300,000	30.00
8.57% Cumulative Preference Shares	200,000	20.00	200,000	20.00
		50.00		50.00
Issued, Subscribed and Paid Up				
Ordinary Shares of Rs.10/- each				
At the Beginning of the Year	266,056	26.61	266,056	26.61
Add: Issued during the Year	-	-	-	-
At the End of the Year		26.61		26.61

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 13 (Contd.)

(` in lacs)

Terms / rights attached to Equity Shares

The Company has only one class of Ordinary Share (Equity Shares) having a face value of Rs. 10 each. Each holder of Equity Shares is entitled to one vote per share.

The dividend, if any, proposed by the Board is subject to approval of the Shareholders except in case of Interim Dividend.

In the event of Liquidation of the Company, the Equity Share holders will be entitled to receive remaining Assets of the Company, after distribution of all preferential amounts, if any, in proportion to their Shareholdings.

Details for preceeding Five Years of Equity Shares:

The aggregate number of equity shares allotted as fully paid up pursuant to contract(s) without payment being received in cash in the last five year immediately preceeding the Balance Sheet date is **Nil**.

Equity Shares Calls Unpaid by directors and officers of the Company is **Nil**

Transferability of Shares is not subject to any restriction.

Details of Shareholder holding more than 5% of paid up Equity Share Capital:

Shareholders	% of holding	No. of Shares	% of holding	No. of Shares
	As At 31.03.2019		As At 31.03.2018	
Chandrakant Birla	19.17	51,000	19.17	51,000.00
Central India General Agents Ltd.	7.29	19,389	7.29	19,389.00
Padmavati Investment Ltd.	14.57	38,778	14.57	38,778.00
The Punjab Produce & Trading Co.(P) Ltd.	12.50	33,250	12.50	33,250.00
Gwalior Webbing Co. (P) Ltd.	7.72	20,550	7.72	20,550.00
Birla Corporation Ltd.	7.19	19,133	7.19	19,133.00

b) Other Equity

Particulars	As At March 31, 2019	As At March 31, 2018
(i) Capital Redemption Reserve		
Balance at the beginning & end of the year	26.25	26.25
(ii) Pref.Share Capital Redemption Reserve		
Balance at the beginning & end of the year	7.00	7.00
(iii) General Reserve		
Balance at the beginning & end of the year	25.76	25.76
(iv) Retained Earnings		
Balance at the beginning of the year	(5,041.87)	405.75
Profit/(Loss) for the year	1,875.51	(5,438.57)
Actuarial gain/loss, net of tax	0.82	(9.05)
Adjustment on account of sale of non current investment	0.40	-
	(3,165.14)	(5,041.87)
(v) Other Comprehensive Income (Fair value of Investment)		
Balance at the beginning of the year	6,405.61	6,493.41
Adjustment on account of fair valuation	(480.38)	(87.80)
Adjustment on account of sale of non current investment	(0.40)	-
	5,924.83	6,405.61
	2,818.70	1,422.75

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 13 (Contd.)

(` in lacs)

Nature and purpose of other reserves

(i) Capital Reserve

The Company has recognised profit on account of amalgamation in Capital Reserve.

(ii) Preference Share Capital Redemption Reserve

The Company has issued Preference Shares. Accordingly, the company has created PSRR as per the Companies (Share Capital and Debentures) Rules, 2014 (as amended), on redemption of Preference Shares.

(iii) General Reserve

Under the erstwhile Companies Act, 1956, a General Reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to the introduction of the Companies Act, 2013 the requirement to mandatory transfer a specified percentage of net profit to General Reserve has been withdrawn.

(iv) Fair Value through Other Comprehensive Income (FVOCI) - Equity Instruments

The cumulative gains and losses arising on fair value changes of equity investments measured at fair value through other comprehensive income are recognised in FVOCI-Equity Instruments Reserve. The balance of the reserve represents such changes recognised net of amounts reclassified to Retained Earnings on desposal of such investments.

(v) Retained Earnings

Retained Earnings represents the undistributed profit of the Company.

NOTE: 14

Non Current Financial Liabilities (Provisions)

Particulars	As At March 31, 2019	As At March 31, 2018
Leave Encashment (unfunded)	24.49	23.99
	24.49	23.99

NOTE : 15

Short Term Borrowings

Particulars	As At March 31, 2019	As At March 31, 2018
Loan Repayable on demand (Rate of Interest: 11% p.a.)		
Unsecured		
From Others	4,650.00	6,785.00
From Related Parties	-	-
	4,650.00	6,785.00

NOTE: 16

Trade Payables

Particulars	As At March 31, 2019	As At March 31, 2018
For Goods & Services		
Payable to Micro Enterprises and Small Enterprises	-	-
Payable to Others	634.90	312.43
	634.90	312.43

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 17

(` in lacs)

Other Financial Current Liabilities

Particulars	As At March 31, 2019	As At March 31, 2018
Financial Liabilities at amortised cost		
Security Deposit from Contractors	3.66	3.58
Other Liabilities	203.27	29.75
Expense Payable	1,137.63	1,023.11
	1,344.56	1,056.44

NOTE: 18

Other Current Liabilities

Particulars	As At March 31, 2019	As At March 31, 2018
Statutory Dues	147.32	70.88
Advance from Customers	654.73	135.49
	802.05	206.37

NOTE: 19

Short Term Provisions

Particulars	As At March 31, 2019	As At March 31, 2018
Provision for Employee Benefits		
Leave Encashment (unfunded)	3.36	3.06
	3.36	3.06

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 20

(` in lacs)

Revenue from Operations

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Sale of Products	8,326.73	823.64
Sale of Services	128.78	136.66
	8,455.51	960.30

(GST not included in Revenue from Operations)

NOTE: 21

Other Income

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Dividend on Investment (Non Current)	7.57	6.81
Interest Received from Bank on Deposit	21.44	11.94
Excess Provision against Other Liability Written Back	0.25	0.86
Miscellaneous Receipts	3.37	1.64
	32.63	21.25

NOTE: 22

Changes in Inventories of Finished Goods, Work In Progress and Stock In Trade

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Opening Stock	629.79	319.94
Finished Goods	629.72	319.87
Stock In Trade	0.07	0.07
Closing Stock	1,091.82	629.79
Finished Goods	1,091.75	629.72
Stock In Trade	0.07	0.07
	(462.03)	(309.85)

NOTE: 23

Employee Benefits Expense

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Salary, Wages & Bonus *	142.35	88.10
Contribution to Provident Fund & Other Funds	15.92	10.14
Staff Welfare Expenses & Other Allowances	177.73	95.89
	336.00	194.13

* includes remunerations paid to Key Managerial Personnel (KMP) as disclosed separately in note 33C.

NOTE: 24

Finance Cost

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Interest Paid on		
Inter Corporate Deposits	626.48	296.46
Interest on Demand (MMDR Act)	34.54	-
Interest on Others	0.44	1.43
	661.46	297.89

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 25

(` in lacs)

Depreciation and Amortization Expenses

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
On Tangible Assets	16.44	18.05
On Intangible Assets	<u>732.76</u>	<u>598.57</u>
	<u>749.20</u>	<u>616.62</u>

NOTE: 26

Other Expenses

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Iron Ore Raising Expenses	889.25	141.75
Mineral Raising Expenses [refer Note 40(iv)]	-	<u>4,748.02</u>
Screening Expenses	<u>457.49</u>	<u>84.60</u>
Haulroad Maintenance	96.00	37.87
Internal Shifting Expenses	234.25	43.43
Loader Charges	29.14	8.56
DMF Development Expenses	398.50	39.43
Royalty	1,328.33	131.43
Rent	158.96	209.33
Loading & Transportation Charges	796.49	6.47
Security Expenses	85.46	42.42
Water Sprinkling Expenses	41.54	7.97
Data Recording Expenses	32.47	5.15
Service Charges	12.47	22.80
Water & Electricity Charges	0.80	2.58
Consultancy Charges	10.77	1.70
General Charges	21.79	14.07
Insurance	1.83	1.82
P.T.& Telephone	2.88	2.32
Printing & Stationery	3.01	1.05
Sampling Expenses	26.12	6.31
Rates & Taxes	4.11	2.51
Legal Charges	2.99	7.68
Repair & Maintenance	20.43	9.00
Travelling & Conveyance Expenses	8.25	5.22
Vehicle Hire Charges	56.70	28.12
Corporate Social Responsibility Exp.	33.31	0.30
Other Expenses	20.63	8.59
Service Tax /GST	-	0.77
Bad debt written off	64.14	
Less: Provision for Bad debt	<u>(54.40)</u>	9.74
Loss on Sale of Non Current Investment		0.02
Auditors Remuneration		
As Auditors	1.36	0.88
Other Charges	<u>-</u>	<u>-</u>
Directors Fees	0.44	0.38
	<u>4,785.53</u>	<u>5,622.53</u>

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE : 27

(` in lacs)

Earning Per Share (EPS)

Particulars		For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
Net Profit attributable to Equity shareholders	in lacs	1,875.51	(5,438.57)
Weighted Average number of equity Shareholders outstanding	numbers	266,056	266,056
Nominal Value of Equity Shares (Rs. Per share)	Rs.	10.00	10.00
Earning Per Equity Share (Rs.)			
Basic	Rs.	704.93	(2,044.14)
Diluted	Rs.	704.93	(2,044.14)

NOTE : 28

Contingent Liabilities & Commitments (to the extent not provided for)

Particulars		For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
1. Claim not acknowledge as debt:		-	-
a. Sales Tax (VAT) demand (FY: 2009-10,10-11 & 11-12)		358.97	358.97
b. Income Tax Demand Disputed (AY: 1996-97)		-	10.04
c. Service Tax Demand relating to FY:2012-13 & 2013-14 (Commissioner of CGST& CX (Appeal I), Kolkata)		-	29.15
d. Interest on delayed payment under MMDR, Act, 1957 (FY:17-18) (District Mining Officer, West Singhabhum, Chaibasa)		34.53	-
2. Bank Guarantee Provided to Indian Bureau of Mines, Ranchi		192.02	192.02
3. Contingent Liabilities provided for:			

During the earlier year the company has provided for Rs.80 lacs towards surface rent demand disputed by the Compy in Apex Court, Rs. 1103.11 lacs now forms part of other current liabilities. (Previous Year: 1023.11). No part of provision has been withdrawn during the year.

NOTE : 29

The Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

Based on information available, there are no vendors who have confirmed that they are covered under Micro, Small and Medium Enterprises Development Act, 2006. Disclosures as required by section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006' are given below:

Particulars		For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
1. Principal amount and interest thereon remaining unpaid to any supplier as on March 31 (Weighted Average number of equity Shareholders outstanding)		- Nil	- Nil
2. Interest paid by the Company in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year		Nil	Nil
3. The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		Nil	Nil
4. The amount of interest accrued and remaining unpaid		Nil	Nil
5. The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.		Nil	Nil

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

(` in lacs)

NOTE : 30

Income Tax Expense

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
a) Income Tax Expense		
Current Tax	-	-
Current Tax on Profits for the Year	(509.79)	-
Adjustments for Current Tax of Prior Periods	(32.68)	1.20
Total Current Tax Expense	(542.47)	1.20
Deferred Tax		
Decrease / (Increase) in Deferred Tax Assets	(135.23)	(1,472.18)
(Decrease) / Increase in Deferred Tax Liabilities	(217.13)	95.51
Total Deferred Tax Expense/(Benefit)	(352.36)	(1,376.67)
Income Tax Expense	(894.83)	(1,375.47)
b) Reconciliation of Tax Expense & the Accounting Profit multiplied by Tax Rate		
Profit before Tax	2,417.98	(5,438.57)
Tax @ 29.12% (2017-18: 29.12%)	(704.12)	(1,583.71)
Deferred Tax Assets not recognised	-	(1,472.18)
Exempt Income	7.57	6.81
Weighted deductions available in Tax	-	-
Permanent differences	-	-
Others (including difference in Tax rates)	(198.28)	1,673.61
Total Income Tax Expense/(Credit)	(894.83)	(1,375.47)
c) Tax Losses		
Unused Tax Losses for which no deferred tax has been recognised:		
Tax Losses	-	5,435.54
Unabsorbed Tax Depreciation	994.68	588.53
Potential Tax Benefit @ 29.12% (2017-18: 29.12%)	289.65	1,754.21
Minimum Alternate Tax (MAT) Credit Entitlement	-	-
Total	289.65	1,754.21

- i. Unabsorbed depreciation does not have any expire period.
- ii. Business Losses have an expiry ranging from 2 to 8 years as at the reporting date.
- iii. MAT Credit Entitlement has an expiry period of 7 to 13 years as at the reporting date.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 31

(` in lacs)

Employee Benefit

Particulars in respect of post retirement / other long term defined contribution / benefit plans of the Company are as follows :

Particulars	As At March 31, 2019		As At March 31, 2018	
a. Defined Contribution Obligations				
Provident Fund		9.93		6.65
Superannuation Fund		2.23		2.55
Employees Pension Scheme		5.59		3.28
b. Defined Benefit Obligations (as per actuarial valuation)	Gratuity (unfunded)	Leave Pay (unfunded)	Gratuity (unfunded)	Leave Pay (unfunded)
1. Change in Present Value of Obligation during the year				
Present value of Obligation at beginning of the year *	38.80	27.05	25.12	16.89
Included in Profit & Loss				
Current Service Cost	4.08	2.63	2.56	2.46
Interest Cost	2.44	1.86	1.75	1.17
Past Service Cost	-	-	-	-
Included in OCI				
Actuarial Losses / (Gains)	(10.53)	0.82	12.88	9.05
Others				
Benefits Paid	(12.52)	(4.51)	(3.51)	(2.52)
Present value of Obligation as at year end *	22.27	27.85	38.80	27.05
2. Change in Fair Value of Plan Assets during the year				
Plan Assets at beginning of the year *	94.89	-	88.19	-
Included in Profit & Loss				
Expected return on plan assets	7.12	-	6.61	-
Included in OCI				
Actuarial Gain / (losses) on plan assets	-	-	-	-
Others				
Employer's contribution	-	-	-	-
Benefits Paid	(12.52)	-	(3.51)	-
Return on Plan Asset (other than interest)	(10.46)	(4.51)	3.60	-
Plan Assets at beginning of the year *	79.03	-	94.89	-
3. Reconciliation of Present Value of Defined Benefit Obligation and fair Value of Plan Asset				
a. Present value of Obligation as at year end	22.27	27.85	38.80	27.05
b. Fair value of plan assets at year end	79.03	-	94.89	-
c. Funded Status [Surplus/(Deficit)]				
Net Asset / (Liability) *	56.76	(27.85)	56.09	(27.05)
4. Expenses Recognised in the Statement of Profit & Loss				
a. Current Service Cost	4.08	2.63	2.56	2.46
b. Interest Cost	(4.68)	1.86	(4.86)	1.17
c. Past Service Cost	-	-	-	-
d. Expected return on Plan Assets	-	-	-	-
e. Actuarial Losses / (Gains)	-	-	-	-
Total Expense *	(0.60)	4.49	(2.30)	3.63
5. Expenses Recognised in the Statement of Other Comprehensive Income				
a. Net Actuarial (Gain) / Loss	-	0.82	-	9.05
Total Expense	-	0.82	-	9.05
6. Bifurcation of PBO at the end of the year				
a. Current Liability	2.66	3.36	14.70	3.06
b. Non Current Liability	19.61	24.49	24.10	23.99
Total	22.27	27.85	38.80	27.05
7. Actuarial Assumptions				
a. Discount Rate	7.50%	7.50%	7.50%	7.50%
b. Expected rate of Return on Plan Assets	7.50%	-	7.50%	-
c. Expected Remaining life of Employees	12	10	12	10
d. Method Used	PUCM	PUCM	PUCM	PUCM

* No provision has been made against Gratuity due to excess of Planned Assets over obligations in this regard. The difference of the two proving assets, has not been recognised in the financial statements.

** Leave Encashment liability has been determined on Actuarial Valuation as per Ind-As 19 and Rs 4.49 (service cost & finance cost) has been provided in the financial statements for the year under review and actuarial loss has been adjusted in other comprehensive income during the year.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

(` in lacs)

NOTE: 32

Business Segment Information

Primary Segment Reporting (Business Segment)

The Company has two reportable segments i.e. Mining and Others which have been identified in line with Ind-AS 108 ' Operating Segments'. Disclosure required as per Ind-AS 108 is given as under :

Particulars	As At March 31, 2019				As At March 31, 2018			
	Mining	Services & Others	Unallo-cated	Total	Mining	Services & Others	Unallo-cated	Total
Revenue								
Sales	8,326.73	128.78	-	8,455.51	823.64	136.66	-	960.30
Other Income	16.57	3.48	5.01	25.06	1.56	-	0.94	2.50
Less: Inter Segment	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-
Total Revenue	8,343.30	132.26	5.01	8,480.57	825.20	136.66	0.94	962.80
Results								
Gross Profit / (Loss)	3,099.25	(21.04)	(6.34)	3,071.87	(5,117.79)	(52.76)	9.91	(5,160.64)
Interest (Expenses) / Income	(661.02)	-	(0.44)	(661.46)	(286.00)	0.06	-	(285.94)
Dividend Income	-	-	7.57	7.57	-	-	6.81	6.81
Profit / (Loss) before Tax	2,438.23	(21.04)	0.79	2,417.98	(5,403.79)	(52.70)	16.72	(5,439.77)
Other Information								
Segment Assets	4,090.62	6,214.05	-	10,304.67	3,183.22	6,653.43	-	9,836.65
Un-allocated Assets								-
Total Assets	4,090.62	6,214.05	-	10,304.67	3,183.22	6,653.43	-	9,836.65
Segment Liabilities	5,984.60	1,474.76	-	7,459.36	8,299.31	87.98	-	8,387.29
Un-allocated Liabilities								-
	5,984.60	1,474.76	-	7,459.36	8,299.31	87.98	-	8,387.29
Total Liabilities (net)	(1,893.98)	4,739.29	-	2,845.31	(5,116.09)	6,565.45	-	1,449.36
Capital expenditure	26.36	-	-	26.36	2,068.61	3.05	-	2,071.66
Depreciation	748.86	0.34	-	749.20	615.95	0.67	-	616.62

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 33

Related Party Disclosures

Particulars

a. List of Parties where control exists Nil Nil

b. The following transactions were carried out with related parties / Key Management Personal (KMP) in the ordinary course of business:

Particulars	Related Party (Relationship)	2018-19 in Lacs	2017-18 in Lacs
1. Remuneration & Reimbursement of expenses to KMP(s)	Suresh Kumar Sharma (CEO) Kishor Kurmar Sharma (CFO)	19.76	19.76
2. Sitting Fees to Directors	R. P. Pansari (Chairman) H. C. Daga (Director) K.P. Chaudhury (Director) S. S. Jajodia (Director) U. C. Jain (Director) G. Ganguli (Director) S. P. Patjoshi (Director) P. K. Chhawchharia (Director)	0.44	0.38

	Rs.in lakhs (2018-19)	Rs.in lakhs (2017-18)
* Short term benefits	17.05	17.05
Post employment benefits	1.69	1.69
Other long term benefits	1.02	1.02
Total benefits	19.76	19.76

NOTE: 34

Deferred Tax

Particulars	For the Year Ended March 31, 2019	For the Year Ended March 31, 2018
-------------	--------------------------------------	--------------------------------------

Deferred Tax Liabilities

Fair Valuation Profit on Investments	-	-
Accelerated Depreciation	8.00	225.00
	<u>8.00</u>	<u>225.00</u>

Deferred Tax Assets

Deferred Tax Asset arising on account of Expenses allowable for tax purposes, when paid under section 43B of the Income Tax Act, 1961	338.00	307.00
Deferred Tax Asset arising on account of Provision for Doubtful Debt	3.00	16.00
Accelerated Depreciation	-	-
Unabsorbed Losses & Depreciation	1,872.00	1,754.00
Total Deferred Tax Assets	<u>2,213.00</u>	<u>2,077.00</u>
Net Deferred Tax Assets/ (Liability)	<u>2,205.00</u>	<u>1,852.00</u>

The Company has adopted Accounting Standard Ind-AS 12 issued by the Institute of Chartered Accountants of India. The company has not recognised deferred tax assets (net of deferred tax liability) as on 31/03/2019 due to uncertainty of future taxable income against which the same can be adjusted. The management feels that there will be no deferred tax liability on the notional profit taken into other comprehensive income due to fair valuation of investment owing to cost of index and startigic investment in shares of certain companies held for long term purposes.

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 35

(` in lacs)

Impairment Review

Particulars	For the Year Ended March 31, 2019	For the Year Ended March 31, 2018
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Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit (CGU) or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The Impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the CGUs value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to - mid term market conditions. Key assumptions used in value-in -use calculations :

- a. Operating Margins (Earning before Interest & Taxes)
- b. Discount Rate
- c. Growth rate
- d. Capital Expenditures

NOTE: 36

Other Disclosures required by Statute

Particulars	For the Year Ended March 31, 2019 Amount	For the Year Ended March 31, 2018 Amount
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a. Auditor's Remunerations (excluding GST)

1. Statutory Auditors

Audit Fees	0.70	0.35
Tax Audit Fees	0.13	0.12
Other Certification Charges	0.30	0.13
Reimbursement of Expenses	-	-
Total	1.13	0.60

2. Internal Audit Fees

Audit Fees	0.23	0.26
Reimbursement of Expenses	-	0.02
Total	0.23	0.28

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE: 37

(` in lacs)

Financial Instruments

FINANCIAL ASSETS

Sl. No.	Particulars	Fair Value Hierarchy	As At March 31, 2019		As At March 31, 2018	
			Carrying Amount	Fair Value	Carrying Amount	Fair Value
1 Financial Assets: designated at Fair Value through OCI (Other Comprehensive Income)						
a.	Long Term Investments	Level 1	38.82	297.73	38.82	304.65
b.	Long Term Investments	Level 2	2.18	5,667.79	2.39	6,141.86
c.	Current Investments	Level 1	-	-	-	-
			Carrying Amount	Amortised Cost	Carrying Amount	Amortised Cost
2 Financial Assets: designated at Amortised Cost						
a.	Loans & Advances (Non Current Financial Assets)		0.06	0.06	0.06	0.06
b.	Other Financial Non Current Assets		192.02	192.02	192.02	192.02
c.	Trade Receivables		289.17	289.17	2.32	2.32
d.	Cash & Bank Balances		200.33	200.33	97.33	97.33
e.	Other Financial Current Assets		23.28	23.28	11.54	11.54
	Total		704.86	704.86	303.27	303.27

FINANCIAL LIABILITIES

Sl. No.	Particulars	Fair Value Hierarchy	As At March 31, 2019		As At March 31, 2018	
			Carrying Amount	Fair Value	Carrying Amount	Fair Value
1 Financial Liability: designated at Fair Value through Profit & Loss						
			—	—	—	—
			Carrying Amount	Amortised Cost	Carrying Amount	Amortised Cost
2 Financial Liability: designated at Amortised Cost						
a.	Short Term Borrowings		4,650.00	4,650.00	6,785.00	6,785.00
b.	Trades Payable		634.90	634.90	312.43	312.43
c.	Other Financial Current Liabilities (excluding derivatives & current maturity)		1,344.56	1,344.56	1,056.44	1,056.44
	Total		6,629.46	6,629.46	8,153.87	8,153.87

The fair value of Financial assets and Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties in an orderly market transaction, other than a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

- The Company has adopted to Fair value its Long Term & Current Investments through OCI (Other Comprehensive Income)
- The Carrying Amounts of Current Assets / Liabilities are to be the same as their fair values due to short term nature.

Fair Value Hierarchy

- Level 1 Quoted Prices (unadjusted) in active markets for identical assets/liabilities
- Level 2 Inputs other than quoted prices included within Level 1 that are observable for the assets or the liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 Inputs for the Assets or Liabilities that are not based on observable market data (unobservable inputs)

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

NOTE : 38

(` in lacs)

Financial Risk management- Objective & Policies

The Company's financial liabilities comprise mainly of Borrowings, Trade Payables and Other payables. The Company's financial assets comprise mainly of Investments, Cash & Cash Equivalents, Other balances with banks, Trade Receivables and other Receivables.

The Company is exposed to Market Risk, Credit Risk and liquidity Risk. The Board of Directors ('Board') oversee the management of these financial risks. They identify, assess and mitigate financial risks in order to minimise potential adverse effects on the company's financial performance.

i. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. This is based on the financial assets and financial liabilities held as at March 31, 2019 and March 31, 2018.

ii. Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

iii. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. The Company does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the CFO under policies approved by the Board of Directors. The CFO team identifies, evaluates and control financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as local government policy risk, pollution risk, rehabilitation risk, interest rate risk & credit risk, use of financial instruments and application of funds and liquidity.

CREDIT RISK

Ageing Analysis of Trade receivables

As at March 31, 2019					As at March 31, 2018				
Not Due and Not Impaired	Upto Six Months	Six to Twelve Months	Above 12 Months	Total	Not Due and Not Impaired	Upto Six Months	Six to Twelve Months	Above 12 Months	Total
--	34.27	263.49	1.16	289.17	—	—	1.16	1.16	2.32

Cash And Cash Equivalents

Credit risk on cash and cash equivalents is limited as we generally invest in deposits with banks and financial institutions (mutual funds) with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in quoted shares, unquoted shares (strategic investment) and liquid mutual fund units.

Liquidity Risk

The Company's approach in managing liquidity risk is to ensure that, as far as possible, it will have sufficient liquidity to meet its liabilities as and when they fall due under both normal and stressed conditions, without incurring unacceptable losses or risking damage to company's reputation.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2019:

Particulars	Upto 1 year	1-2 years	2-4 years	4-9 years	Total
Long term borrowings including current maturity	—	—	—	—	—
Trade payables	634.90	—	—	—	634.90
Other financial liabilities (excluding derivatives)	6,799.97	24.49	—	—	6,824.46

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2019:

Particulars	Upto 1 year	1-2 years	2-4 years	4-9 years	Total
Long term borrowings including current maturity	—	—	—	—	—
Trade payables	312.43	—	—	—	312.43
Other financial liabilities (excluding derivatives)	8,050.87	23.99	—	—	8,074.86

NOTES TO FINANCIAL STATEMENTS for the year ended 31st March, 2019

(` in lacs)

Interest Rate Risk

The Company's fixed rate short term borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rate.

Price risk

The Company's exposure to equity securities price risk arises from investment held by the Company and classified in the balance sheet at fair value through OCI. In general, these investments are not held for trading purposes. The table below summarises the impact of increase/decrease of the equity instrument prices on the Company's equity:

	Impact on profit before tax/equity	
	31-03-2019	31-03-2018
Share price Increase (5%)	298.28	322.33
Share Price Decrease (5%)	(298.28)	(322.33)

2. Capital Risk Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

	As at March 31, 2019	As at March 31, 2018
Borrowings	4,650.00	6,785.00
Trade payables	634.90	312.43
Other payables	2,174.46	1,602.29
Less: cash and cash equivalents	(200.33)	(97.33)
Net Debt		
Equity	2,845.31	1,449.36
Capital and Net Debt		
Gearing Ratio	71.84%	85.58%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

NOTE: 39

OTHERS

- Previous Year figures have been re-grouped/re-arranged, wherever considered necessary to conform to current years classification.
- Renewal of Tenancy Agreement with UCO Bank for premises situated at New Delhi, India is still pending.
- (a) Value of Imported and Indigenous Raw Material, Stores, Spare Parts and Components consumed during the year-NIL
(b) Sale of Services relate to business support extended to third companies.
- Following Notification No. G.S.R 5 to (E) dated 18.07.2014 issued by GOI amending rule 24A(b) of Mineral Concession Rules, 1960 rendering continuing mining right subject to approval of State Government, Mining Operation has remained suspended since 09.08.2014 to 08.11.2017. The mining has started after execution of supplementary lease deed for extension with Government of Jharkhand (22.05.2017) till 31.03.2020 and clearance from various authorities including District Mining Office, Singhbhum (Chaibasa), Jharkhand on 09.11.2017.
- All figures are reprinted in Rs. (lacs) up to two decimals, unless stated otherwise.

The accompanying note 1 to 39 form an integral part of the financial statements

For and on behalf of the Board of Directors.

As per our report of even date:

For **A. SINGHI & CO.**
Chartered Accountants
Firm Regn. No. 319226E
(SUNIL SINGHI)
Partner
(M. No. 053088)

SURESH KUMAR SHARMA
Chief Executive Officer

KISHOR KUMAR SHARMA
Chief Finance Officer

AMIT DHANUKA
Company Secretary

R. P. PANSARI, DIN : 00869222 Chairman

H. C. DAGA, DIN : 00441914

K. P. CHAUDHARY, DIN : 00369615

S. S. JAJODIA, DIN : 00065195

U. C. JAIN, DIN : 00008980

G. GANGULI, DIN : 00871416

Smt. S. P. PATJOSHI, DIN : 06620290

P. K. CHHAWCHHARIA, DIN : 00200547

Place : Kolkata

Date : 29th day of May, 2019

Directors

THE RAMESHWARA JUTE MILLS LIMITED

CIN : L17119WB1935PLC046111

Registered Office : 'Birla Building', 8th Floor, 9/1 R.N.Mukherjee Road, Kolkata 700 001
Ph. +91 33 22624413 (Extn. 860) • E-mail : rjm.ho@rjm.co.in • Website: <http://www.rameshwarajute.com>

ATTENDANCE SLIP ANNUAL GENERAL MEETING ON FRIDAY, THE 27th SEPTEMBER, 2019

Name of the Member(s)	
Registered Address	
Registered Folio No.	
No. of Share(s) held	

I/We hereby record my/our presence at the Annual General Meeting of the Company held on Friday, the 27th September, 2019 at 3.00 P.M. at 16th Floor, Birla Building, 9/1 R.N. Mukherjee Road, Kolkata- 700001.

Member's / Proxy's name in Block Letters

Member's / Proxy's Signature

Note : Please complete the Name, Address and Folio No., sign this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the Meeting Hall.

----- Please cut here and bring the above attendance slip to the meeting hall -----

THE RAMESHWARA JUTE MILLS LIMITED

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Registered Office : 'Birla Building', 8th Floor, 9/1 R.N.Mukherjee Road, Kolkata 700 001
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PROXY FORM [Form No. MGT-11]

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

ANNUAL GENERAL MEETING ON FRIDAY, THE 27th SEPTEMBER, 2019

Name of the Member(s)	
Registered Address	
Registered Folio No.	
No. of Share(s) held	

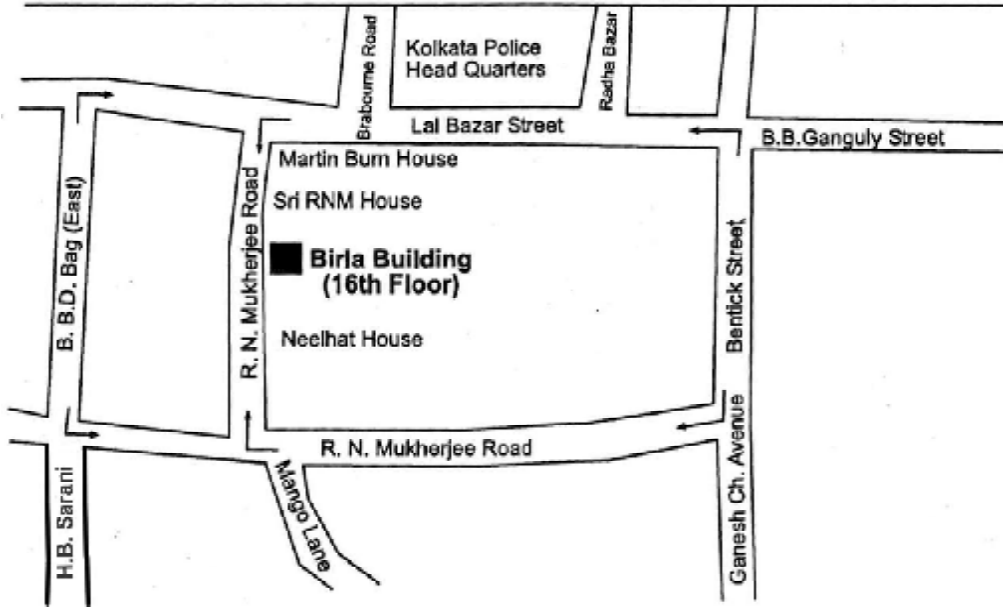
I/We, being the member(s) of shares of the above named Company, hereby appoint:

- Name :
Address :
E-mail ID : Signature or failing him/her;
- Name :
Address :
E-mail ID : Signature or failing him/her;
- Name :
Address :
E-mail ID : Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, the 27th day of September, 2019 at 3.00 P.M. at 16th Floor, Birla Building, 9/1 R.N. Mukherjee Road, Kolkata-700001 and at any adjournment thereof in respect of such resolutions as indicated overleaf:

ROUTE MAP TO AGM VENUE

Birla Building, 16th Floor, 9/1, R.N. Mukherjee Road, Kolkata- 700 001.



Resolution No.	Resolution Proposed	Please tick (ü)
1	Adoption of Annual Financial Statements and Reports of Directors & Auditors thereon for the year ended 31 st March, 2019.	
2	Approval to the re-appointment of Shri Shyam Sundar Jajodia, (DIN: 00065195) Director, retiring by rotation.	
3	Approval to the re-appointment of Shri Rajendra Prasad Pansari, (DIN: 00869222), as an Independent Director.	
4	Approval to the re-appointment of Shri Kashi Prasad Chaudhary, (DIN: 00369615), as an Independent Director.	
5	Approval to the re-appointment of Shri Hukam Chand Daga, (DIN: 00441914), as an Independent Director.	
6	Approval to the re-appointment of Shri Umrao Chand Jain, (DIN: 00008980), as an Independent Director.	
7	Approval to the re-appointment of Shri Gautam Ganguli, (DIN: 00871416), as an Independent Director.	

Signed this day of 2019

Folio No. Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note:

- This form of proxy in order to be effective should be duly filled, stamped, signed and deposited at the Registered Office/ Share Department of the Company, not less than 48 hours before the commencement of the Meeting.
A person can act as Proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total Share Capital of the Company. In case, a proxy is proposed to be appointed by a Member holding more than 10% of the paid up Share Capital of the Company, then such proxy shall not act as a proxy for any other person or Member.
- For the text of the Resolutions, Statement & Notes, please refer to the Notice convening the Annual General Meeting dated 29th May, 2019.