

THE TELOIJAN TEA COMPANY LIMITED

34, RAJA SANTOSH ROAD, ALIPORE, KOLKATA - 700 027

PHONE : 2448-7859 / 60 / 61, FAX : 91-33-2448-7858

E-mail : sales@telojan.com / accounts@telojan.com

Ref: TL/St.Exchange

Dated: 01.10.2013


To
The Secretary,
The Calcutta Stock Exchange Assoc.Ltd.
7, Lyons Range,
Kolkata - 700 001.

Dear Sir,

We are sending herewith 6(Six) copies of our Printed Balance Sheet
for the year dated 31st March 2013.

Please acknowledge receipts.

Yours faithfully
Per The Telojan Tea Co.Ltd.


(Director)





THE TELOIJAN TEA CO. LTD.

Annual Report
2012 - 2013

The Teloijan Tea Company Limited

*

Directors :

MR. ARVIND PODDAR
MR. DEVVRAT PODDAR
MR. S. N. SHARMA

*

Auditors :

G. BASU & CO.
Chartered Accountants

*

Bankers :

ALLAHABAD BANK
STATE BANK OF INDIA
CITI BANK

*

Garden :

TELOIJAN TEA GARDEN
P. O. MORANHAT
DIBRUGARH

*

Registered Office :

"PODDAR HOUSE"
34, RAJA SANTOSH ROAD,
KOLKATA - 700 027

The Teloijan Tea Company Limited

NOTICE

Notice is hereby given that the Annual General Meeting of The Teloijan Tea Company Limited will be held at "Wardley House," 25, Swallow Lane, Kolkata-700 001 on Friday the 27th September 2013 at 11-00 AM for the following purpose.

1. To consider and adopt the Profit & Loss Account for the year ended 31st March 2013 the Balance Sheet as at that date and the Reports of Directors and Auditors thereon.
2. To declare Dividend.
3. To appoint a Director in place of Sri Devvrat Poddar, retires by rotation, but being eligible, offers him self for re-appointment.
4. To appoint Auditors and to fix their remuneration.
5. The Register of the Members of the Company will be closed from 23rd September, 2013 to 27th September, 2013 both days inclusive.

A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote in his stead. A Proxy need not be a member of the Company.

Dividend if declared at the Meeting, will be paid to those members whose names appear in the Register of members of the Company on 27th September, 2013.

Registered Office :

"Poddar House"

34, Raja Santosh Road,
Kolkata-700 027

Dated 21st day of August 2013.

By Order of the Board
THE TELOIJAN TEA COMPANY LIMITED
ARVIND PODDAR
Director

Notes :

The Company has signed an Agreement on 17 day of April, 2002 to participate as an issuer in the National Securities Depository Services Limited (NSDL) for inductions of the Company's securities into their Depository system and have appointed M/s. Niche Technologies Pvt. Ltd. as the Company Registrar and Share Transfer Agents for the electronic mode of securities.

The members who desire to dematerialise their shares, are requested to contact for necessary assistance, to any Depository Participant or M/s. Niche Technologies Pvt. Ltd. at the address given below :

M/s. Niche Technologies Pvt. Ltd.
C-444 Bagree Market,
71, B. R. B Basu Road, Kolkata-700 001
Phone : 2235-7271 / 7270 / 3070
Fax : 91-033-2215-6823, E-mail : Nichetech@vsnl.net

**REPORT OF THE DIRECTORS TO THE
MEMBERS OF
The Teloijan Tea Company Limited**

We submit herewith our report on the working of the Company with audited Accounts for the year ended 31st March, 2013.

		Rs.
The working for the year reveals a surplus of		3,77,81,333
Adding there from –		
Balance from last year		<u>52,44,444</u>
		4,30,25,777
Deducting there from –		
Depreciation	1,44,12,980	
Provision for Taxation	45,30,752	
Provision for Gratuity	<u>1,35,58,385</u>	<u>3,25,02,117</u>
		1,05,23,660
Which the Directors recommended to be dealt with as follows –		
Transfer to General Reserve	1,00,00,000	
Payment / Proposed Dividend	2,87,040	
Tax on Proposed Dividend	<u>48,797</u>	<u>1,03,35,837</u>
leaving the credit Balance to be carried forward		<u>1,87,823</u>

CROP: The total crop of own garden for the period ended 31st March 2013 weighted out at 17,13,726 kgs. This has been disposed of at an average of Rs.146.93 per kg (inclusive of Excise Cess Duty). Last four years comparative figures are given below :-

Season	Crop in Kgs.	Average price realised per kg. Rs.	
2008-09	9,87,498	98.83	(- do-)
2009-10	11,35,246	112.84	(- do-)
2010-11	10,18,295	122.95	(- do-)
2011-12	11,54,188	122.85	(- do-)

ESTIMATE :

The Estimate for the own garden's teas during the year 2013-14 envisages a crop of 20,00,000 kgs.

EXPORT :

The export performance of the company has improved considerably in the year. The F.O.B. value of export for the year is Rs. 1,091.31 lacs compared to Rs. 635.53 lacs in the previous year.

WORKING RESULT :

Your Company produced 17.13 lacs kgs. during the year 2012-13 against 11.54 lacs kgs. last year. Due to favourable weather condition the own garden Crop to date is ahead in comparison to the last season. The Directors are pleased to inform the member that the tea market has

improved considerably due to better demand. Barring unforeseen circumstance your Directors are confident of a much better working in the current year.

LISTING AGREEMENT WITH STOCK EXCHANGE :

Pursuant to requirement of Listing Agreement, the Company declares that its scripts are listed on Stock Exchange at Kolkata. The Company confirms that it has paid annual listing fees to Kolkata Stock Exchange up to the year 2013-2014.

COMPANIES (DISCLOSURES OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 :

In terms of the above Rules, your Board is pleased to give the particulars as required therein in an Annexure "A" which forms a part of the Directors' Report.

PARTICULARS OF EMPLOYEES :

The information as required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975, as amended has not been given as no employee was in receipt of remuneration as provided in the rules.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed :

- i) That in the preparation of the accounts for the financial year ended 31st March, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit or loss of the Company for the year under review;
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate Accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2013 on a going concern basis.

BRANCH AUDITORS :

Messrs. Basu Chanchani & Deb, Chartered Accountants, Kolkata, carried out the audit of the books of accounts maintained at the estate and are eligible for re-appointment.

AUDITORS :

Messrs. G. Basu & Co., Chartered Accountants retire and are eligible for reappointment.

APPRECIATION :

Your Directors wish to place on record their appreciation of the devoted services of employees at a levels and their gratitude to the Banks for their co-operation.

DIRECTORS :

Sri Devvrat Poddar retires by rotation but being eligible offers himself for reappointment.

"PODDAR HOUSE"
34, Raja Santosh Road,
Kolkata - 700 027
21st August, 2013

ARVIND PODDAR	} Directors
DEVVRAT PODDAR	
S. N. SHARMA	

The Teloijan Tea Company Limited

ANNEXURE TO THE DIRECTORS' REPORT

ANNEXURE "A"

Information pursuant to Section 217(1)(e) of the Companies Act, 1956.

FORM "A"

1. CONSERVATION OF ENERGY :

- (a) Energy Conservation measures taken.

Regular replacement of old equipment by energy efficient equipment.

- (b) . Installation of New Panel Board and Automatic Voltage Regulator machines for reduction of consumption of energy.

- (c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods.

A. Power and Fuel Consumption :

	Current year ended 31.3.2013	Previous year ended 31.3.2012
1. Electricity :		
(a) Purchased Unit (Kwh)	273600	256816
Total amount (Rs.)	2386580	2290276
Rate/Unit (Rs.)	8.72	8.91
(b) Own Generation		
(i) Through Diesel	191458	116816
Generator Unit (Kwh)		
Unit per Lit. of Diesel Oil	2.90	2.93
Cost/Unit (Rs.)	15.96	14.33
2. Other - Gas		
Quantity (Kgs.)	Not ascertainable	Not ascertainable
Total Cost (Rs.)	6418374	3939263
Rate/SCM (Rs)	8.37	7.40
3. Furnace Oil		
Quantity (K/Ltr.)	—	—
Total Cost	—	—
Cost/Unit (Rs.)	—	—

B. Consumption per unit of Production :

Products - Tea (Kgs)	1713726	1154188
Electricity - Units	0.67	0.68
Others - Gas (Rs)	3.75	7.40
Furnace Oil (in Ltr.)	—	—

The Teloijan Tea Company Limited

FORM "B"

RESEARCH AND DEVELOPMENT (R & D)

1. Specific Areas in which R & D carried out by the Company :
R & D is carried out to increase the yield and to achieve economy in cost of inputs.
2. Benefits derived as a result of the above R & D :
Maximising yields and improvement in quality of Tea.
3. Future Plan of Action :
Study of Plant improvement, Soil and Water Management and Plant protection.
4. Expenditure on R & D :
 - (a) Capital - Nil
 - (b) Recurring - 0.56 Lacs

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION :

1. Efforts in brief, made towards technology absorption, adaptation and innovation
Technical advisers in various fields are engaged.
2. Benefits derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import substitution etc.
Increase in production and prices.
3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished :
No Technology imported

FOREIGN EXCHANGE EARNINGS AND OUTGO

- (1) Foreign Exchange Earnings - Rs. 1129.68 lacs
- (2) Foreign Exchange Outgo - Rs. 22.65 lacs

Kolkata
21st August, 2013

ARVIND PODDAR
DEVVRAT PODDAR
S. N. SHARMA

Directors

The Telojian Tea Company Limited

COMPLIANCE CERTIFICATE

(Pursuant to Section 383A of the Companies Act 1956)

Registration No. of the Company : 21-4451 (CIN No L01132WB1922PLC004451)

Nominal Capital : Rs. 100 lacs

To,
The Members,
The Telojian Tea Co. Ltd.
34, Raja Santosh Road,
Kolkata - 700 027

I have examined the registers, records, books and papers of **THE TELOJIAN TEA COMPANY LIMITED** (The Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2013. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in Annexure "A" to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure "B" to this certificate, with the Registrar of Companies, West Bengal within the time prescribed under the Act and the rules made thereunder.
3. The Company being a Public Limited Company, comments are not required.
4. The Board of Directors duly met seven times respectively on 13th April 2012, 28th June 2012, 24th August 2012, 3rd September 2012, 9th November 2012, 17th January 2013 and 27th March 2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 24.09.2012 to 28.09.2012 and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on 28th September 2012 after giving due notice to the Members of the Company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
9. The Company has duly complied with the provisions of Section 297 of the Act in respect of the contracts specified in that section.
10. The Company has made necessary entries in the Register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate share certificate during the financial year.
13. i. The Company has delivered all the certificates on lodgement thereof for transfer / transmission or any other purpose in accordance with the provisions of the Act.
ii. The Company has deposited the amount of Dividend declared in a Sperate Bank Account in due time as per provisions of the Companies Act.

- iii. The Company has paid/posted warrant for dividend to all the members within a period of 30 days from the date of declaration, and that all unclaimed/unpaid dividend has been transferred to unpaid Dividend Account of the Company with Allahabad Bank, 7, Red Cross Place, Kolkata 700 001, on 26th October, 2012.
- iv. The Company will transfer in due course the amount in unpaid dividend account, application money due for Refund, matured debenture and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investors Education and Protection Fund.
- v. The Company has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted.
15. The Company has not appointed any Managing Director / Whole Time Director / Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and / or such authorities prescribed under the various provisions of the Act during the financial year.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, Rights shares and Bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any Deposits including any Unsecured Loans falling within the purview of Section 58A during the financial year.
24. The amount borrowed by the Company from directors, members, public, financial institutions, banks and others during the financial year ending 31st March, 2013 is within the borrowing limits of the company and that necessary resolutions as per section 293(1)(d) of the Act have been passed in duly convened Annual / Extra-Ordinary General Meeting.
25. The Company has made loans or advances or given guarantees or provided securities to other bodies corporate in compliance with the provisions of the Act, and has made necessary entries in the Register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year, for offences under the Act.
32. The company has not received any money as security from its employees during the financial year.
33. The Company has deposited both employee's and employer's contribution to Provident Fund with prescribed authorities pursuant to Section 418 of the Act.

Place : Kolkata

Dated : 21st day of August, 2013

B. N. Khandelwal
Company Secretary in Whole time practice
CP No. 1148

The Teloijan Tea Company Limited

Annexure – “A”

Registers as maintained by the Company

Sl.	Name of Register	Under Section
1.	Register of Investments	49
2.	Register of Contracts	301
3.	Register of Share Transfer	108
4.	Register of Charges	143
5.	Directors Minutes Book	193
6.	Shareholders Minutes Book	193
7.	Books of Accounts	209
8.	Register of Directors etc.	303
9.	Register of Director's Shareholding	307
10.	Register of Members & Index of Members	150 & 151
11.	Register of Loans & Advances	372A
12.	Register of Fixed Assets	
13.	Directors Attendance Register	
14.	Shareholder's Attendance Register	

Annexure – “B”

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March, 2013.

Sl. No.	Form No./ Return	Filed Under Section	For	Date of filing	Whether filed within prescribed times. Yes/No.
1.	23AC - XBRL & 23ACA - XBRL (Balance Sheet & Profit & Loss A/c)	220	31.03.2012	03.07.2013	No
2.	20B Annual Return	159	28.09.2012	30.11.2012	No
3.	66 Compliance Certificate	383A	31.03.2012	14.11.2012	No

The Teloijan Tea Company Limited

Annexure – “A”

Registers as maintained by the Company

Sl.	Name of Register	Under Section
1.	Register of Investments	49
2.	Register of Contracts	301
3.	Register of Share Transfer	108
4.	Register of Charges	143
5.	Directors Minutes Book	193
6.	Shareholders Minutes Book	193
7.	Books of Accounts	209
8.	Register of Directors etc.	303
9.	Register of Director's Shareholding	307
10.	Register of Members & Index of Members	150 & 151
11.	Register of Loans & Advances	372A
12.	Register of Fixed Assets	
13.	Directors Attendance Register	
14.	Shareholder's Attendance Register	

Annexure – “B”

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March, 2013.

Sl. No.	Form No./ Return	Filed Under Section	For	Date of filing	Whether filed within prescribed times. Yes/No.
1.	23AC - XBRL & 23ACA - XBRL (Balance Sheet & Profit & Loss A/c)	220	31.03.2012	03.07.2013	No
2.	20B Annual Return	159	28.09.2012	30.11.2012	No
3.	66 Compliance Certificate	383A	31.03.2012	14.11.2012	No

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF
THE TELOIJAN TEA COMPANY LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **THE TELOIJAN TEA COMPANY LIMITED**, which comprise the Balance Sheet as at 31st March, 2013 the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that gives true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Focus of Emphasis

We lay emphasis for collection of confirmation of balances from parties to debtors, creditors & advances.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :

- a) In the case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2013;
- b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that :-
 - (a) we have 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 accounts as required by law have been kept by the Company, so far as it appears from our examination of those books.
 - (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
 - (e) on the basis of written representations received from the directors as on March 31, 2013; and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 the Companies Act, 1956.
 - f) since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For G. BASU & CO.
Chartered Accountants
R. No. 301174E
J. N. DHAR
Partner
(M. No. 007117)

Kolkata, 21st August, 2013

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

Annexure referred to in item 1 under Report on Other Legal Regulatory Requirements of our Report on even date.

- i) (a) The Company is maintaining 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 during the year and no material discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
- (c) In our opinion and according to the information and explanations given to us, the Company has not disposed off any substantial part of its fixed assets during the year.
- ii) (a) The inventory (excluding stocks with third parties and in-transit) has been physically verified by the management during the year. In respect of inventory lying with third parties and in-transit, these have substantially been confirmed by the third parties and/or were verified with reference to subsequent sales or receipts. In our opinion the frequency of verification is reasonable.
- (b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of the inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii) (a) The Company has not granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act 1956.
- (b) The company has taken interest free unsecured loan from two parties for Rs. 5,50,000/- during the year covered in register maintained u/s 301 of Companies Act, 1956 without any stipulation of re-payment of such loan from two parties aggregate Rs. 22,50,000/- at year-end that does not appear in default in fulfillment of payback obligation of aforesaid loan. Terms and condition of loan do not prima facie appear prejudicial to the interest of the company.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods. The Company has no income from services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weakness in the aforesaid internal control.
- v) (a) In our opinion and according to the information and explanations given to us, the

transaction that need to be entered into the Register in pursuance of Section 301 of the Companies Act 1956, have been so entered.

- (b) In our opinion and according to the information and explanations given to us, no transactions of purchase / sale have been made in pursuance of contracts or arrangements entered into the register in pursuance of Section 301 of the Companies Act, 1956.

- vi) During the year the Company has not accepted deposit from the Public within the meaning of Section 58A and 58AA of the Company's Act, 1956 and the rules framed thereunder.
- vii) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- viii) According to the information and explanations given to us, the company in pursuant to the rules made by the Central Government of India for the maintenance of cost records in respect of the company product under section 209(i)(d) of the Companies Act, 1956 the prescribed accounts and records have been maintained.
- ix) (a) The company has been regular in depositing undisputed dues in respect of Employees State Insurance, Income Tax, Sales Tax, Wealth tax, Service Tax, Custom Duty, Excise Duty, Cess and any other Statutory dues to the extent applicable to it with the appropriate authorities, except for provident fund and pollution control tax. The arrear of statutory dues as the last day of Financial year outstanding for a period of more than six months from the date they became payable is as under :

Provident Fund : Rs. 14.95 lac
Pollution control tax : Rs. 1.00 lac

- (b) According to the information and explanations given to us, except Income Tax which has not been deposited on account of dispute. The details of disputed dues in connection with Income Tax is given as under :

Nature of Dues	Amount (Rs. in lakh)	Period of dues Financial Year	Forum where dispute is pending
Income Tax	0.58	2000-01	D.C.I.T. Circle – IV
Income Tax	0.08	2002-03	-do-
Income Tax	5.23	2003-04	-do-

- x) The Company does not have accumulated losses as at 31st March, 2013. It has not incurred cash losses in the financial year ended on that date and also in the immediate preceding financial year.
- xi) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the Balance Sheet date.
- xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

- xiii) The provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/ societies are not applicable.
- xiv) The Company is not dealing or trading in shares, securities, debentures and other investments.
- xv) In our opinion and according to the information and explanations given to us, the company has given guarantee for loans taken by others from banks and the terms and conditions where of are prima facie not prejudicial to the interest of the company.
- xvi) The Company has not taken any term loan during the year.
- xvii) On the basis of an overall examination of the balance sheet of the company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short-term basis which have been used for long term investment.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
- xix) The Company has not issued any debentures and hence no securities have been created.
- xx) The Company has not raised any money by public issue during the year.
- xxi) During the course of the examination of the books and records of the Company, carried out by us and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

Kolkata
The 21st August 2013

For G. BASU & CO.
Chartered Accountants
R. No. 301174E
J. N. DHAR
Partner
(M. No. 007117)

STATEMENT OF ACCOUNTS

The Teloijan Tea Company Limited

BALANCE SHEET AS AT 31ST MARCH, 2013

PARTICULARS	Note No.	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
I EQUITY AND LIABILITIES			
1. Shareholders' Fund			
a) Share Capital	1	17,94,000	17,94,000
b) Reserve & Surplus	2	10,01,87,823	9,52,44,444
2. Non-Current Liabilities			
a) Long Term borrowings	3	29,22,044	—
b) Other Long-term Liabilities	4	48,983	63,214
c) Long-term provisions	5	1,14,85,161	—
3. Current Liabilities			
a) Short-term borrowings	6	22,69,377	41,19,377
b) Trade payables	7	3,60,35,314	3,20,40,482
c) Other current liabilities	8	2,71,85,199	1,54,19,918
d) Short-term provisions	9	65,59,209	17,03,405
Total		<u>18,84,87,110</u>	<u>15,03,84,840</u>
II ASSETS			
1. Non-Current assets			
a) Fixed Assets	10		
i. Tangible assets		5,93,87,632	5,50,45,275
b) Non-current investments	11	3,60,27,499	3,48,41,249
c) Long term Loans and advances	12	10,09,102	10,04,462
2. Current assets			
a) Inventories	13	2,06,29,762	1,72,70,515
b) Trade receivables	14	3,29,32,729	1,73,04,331
c) Cash and cash equivalents	15	3,19,790	5,14,839
d) Short-term Loans and advances	16	3,51,60,596	2,13,12,124
e) Other current assets	17	30,20,000	30,92,045
Significant Accounting Policies & Notes to Accounts	22		
Total		<u>18,84,87,110</u>	<u>15,03,84,840</u>

Schedules referred above form an integral part of the Balance Sheet.

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

For G. BASU & CO.
Chartered Accountants
R. No. 301174E
J. N. DHAR
Partner
M. No. 007117)
Kolkata, the 21st August 2013

ARVIND PODDAR	}	Directors
DEVVRAT PODDAR		
S. N. SHARMA		

The Teloijan Tea Company Limited

STATEMENT OF PROFIT & LOSS FOR YEAR ENDED 31ST MARCH, 2013

PARTICULARS	Note No.	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
1. Revenue from Operations	18(a)	37,23,82,349	20,54,24,350
2. Other Income	18(b)	50,007	46,838
3. Total Revenue (1+2)		37,24,32,356	20,54,71,188
4. Expenses :			
a. Cost of material consumed		11,49,24,339	4,31,26,064
b. Purchase of Stock-in-trade		9,50,39,067	5,25,62,874
c. Decrease / (-) Increase in inventories :			
i. Finished Goods		5,61,738	(11,46,212)
ii. Work-in-progress			
iii. Stock-in-trade		(35,49,017)	(34,66,208)
d. Employees Benefits Expenses	19	4,89,49,471	4,20,60,522
e. Finance Costs	20	98,04,003	7,67,314
f. Depreciation & amortisation expense	10	1,44,12,980	38,30,055
g. Other Expenses	21	6,89,21,422	4,89,26,705
Total Expenses (sub total 4)		34,90,64,003	18,66,61,114
5. Profit before exceptional & extra ordinary items (3-4)		2,33,68,353	1,88,10,074
6. Profit / (Loss) before extra ordinary items		2,33,68,353	1,88,10,074
7. Extra Ordinary Item - Prior period (income)/Expense		1,35,58,385	(1,65,911)
8. Profit before tax (6 -7)		98,09,968	1,89,75,985
9. Tax Expenses			
a. Current Tax		45,30,752	8,50,000
b. Deferred Tax		—	—
10. Profit / (Loss) from continuing operations (8-9)		52,79,216	1,81,25,985
11. Profit / (Loss) for the year		52,79,216	1,81,25,985
12. Earnings as per Equity share :			
a. Basic		29.43	101.04
b. Diluted		29.43	101.04

Significant Accounting Policies & Notes to Accounts 22

Notes referred above form an integral part of the Profit & Loss Accounts.

This is the Profit & Loss Account referred to in our report of even date.

For G. BASU & CO.
Chartered Accountants
R. 301174E
J. N. DHAR
Partner
M. No. 007117
Kolkata, the 21st August, 2013

ARVIND PODDAR
DEVVRAT PODDAR
S. N. SHARMA

Directors

The Teloijan Tea Company Limited

Cash Flow Statement for the year ended 31.3.2013

	2012-2013 Rs.	(Figures in Rs.) 2011-2012 Rs.
A. Cash Flow from Operating Activities :		
Net Profit/(Loss) before Tax & Extraordinary Items	98,09,968	1,88,10,074
Adjustments for :		
Depreciation	1,44,12,980	38,30,055
Interest Received	(24,000)	(33,045)
Dividend Received	(6,032)	(4,576)
(Profit)/Loss on sale of Fixed Assets	-	(9,217)
Interest Expenses	1,02,73,766	7,24,474
Unrealised loss on foreign currency	9,94,671	-
Operating Profit before Working Capital changes	3,54,61,353	2,33,17,765
Adjustment for :		
Trade & Other receivable	(3,07,57,148)	(2,49,551)
Inventories	(33,59,247)	(63,54,659)
Trade and Other Payable	2,86,84,590	2,65,69,686
Cash Generated from Operations	3,00,29,548	4,32,83,241
Tax Refund	-	78,505
Tax Paid	(15,94,539)	-
Extraordinary Items received	-	1,65,911
Net Cash from Operating Activities	2,84,35,009	4,35,27,657
B. Cash Flow from Investing Activities :		
Purchase of Fixed Assets	(1,87,55,337)	(3,87,32,106)
Sale of Fixed Assets	-	20,000
Purchase of Investments	(11,86,250)	(1,03,00,000)
Sale of Investment	-	-
Interest received	96,045	19,52,780
Dividend received	6,032	4,576
Net Cash used in Investing Activities	(1,98,39,510)	(4,70,54,750)
C. Cash Flow from Financing Activities :		
Proceeds from Borrowings	17,28,068	41,00,000
Repayment from borrowings	-	-
Dividend including dividend tax paid	(2,46,400)	-
Interest Paid	(1,02,72,216)	-
(7,22,924)		
Net Cash flow from Financing Activities	(87,90,548)	33,77,076
Net Increase in Cash & Cash Equivalent (A+B+C)	(1,95,049)	(1,50,017)
Cash & Cash Equivalent (Opening Balance)	5,14,839	6,64,856
Cash & Cash Equivalent (Closing Balance)	3,19,790	5,14,839
	(1,95,049)	(1,50,017)

- Notes : 1. Cash and cash equivalents comprise Cash & Bank Balances as per Schedule-9 of the audited accounts.
2. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 or Cash Flow Statements issued by institute of Chartered Accountants of India.

Kolkata, 21st August, 2013

ARVIND PODDAR
DEVVRAT PODDAR
S. N. SHARMA] Directors

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

NOTE - 1

a. Particulars of Share Capital

Sl	Class of Shares		Face Value of one share	Authorised Capital		Issued Subscribed & Fully paid up	
				No.	Value	No.	Value
A	Equity Shares	C.Y.	10	10,00,000	1,00,00,000	1,79,400	17,94,000
		P.Y.	10	10,00,000	1,00,00,000	1,79,400	17,94,000
Total Paid up Share Capital			-			1,79,400	17,94,000

(b) List of Shares Holder holding 5% stake & above vis-a-vis number of shares held by each such member

Nand Kumar Poddar	18880
Shobha Devi Poddar	35000
Arvind Kumar Poddar	31346
Shailja Poddar	31100
Life Insurance Corporation of India	12600

(c) There has been no movement of Shares during the year or in previous year.

(d) Right; Preference repayability and restrictions; if any; on equity shares.

(i) Application of transfer is proper instrument duly Stamped and executed by transferor and transferee.

(ii) The Company does not have any lien on Shares under transfer.

(iii) Transferor does not object to notice issued to him u/s 110(2) of the Companies Act, 1956 in respect of transfer of partly paid Shares applied for transfer.

(e) C.Y. - Current Year; P.Y. - Previous Year

NOTE - 2

RESERVE & SURPLUS

	Details	As at 31st March 2013	Details	As at 31st March 2012
General Reserve				
Opening Balance	9,00,00,000		7,65,88,103	
Add : Addition during the year	1,00,00,000	10,00,00,000	1,34,11,897	9,00,00,000
Surplus / (deficit)				
Opening Balance	52,44,444		7,38,859	
Add : Profit / (Loss) for the year	52,79,216		1,81,25,985	
Total	1,05,23,660		1,88,64,844	
Less : Transfer to General Reserve	(1,00,00,000)		(1,34,11,897)	
Dividend	(2,87,040)		(1,79,400)	
Tax on Dividend	(48,797)	1,87,823	(29,103)	52,44,444
Total		10,01,87,823		9,52,44,444

NOTE - 3

LONG TERM BORROWING

Sl.No.	Nature of Borrowing	As at 31st March 2013	As at 31st March 2012	Nature of Security
i	From other than Bank			
	Car Loan from Volkswagen Finance (P) Ltd.	29,22,044	-	Car No. 0999
	Total	29,22,044	-	

Note 1 : Aforesaid amounting Rs. 35,73,066/- bearing interest @8.40% p.a. is repayable along with interest in 56 equal monthly installments of Rs. 77,646/- each.

2 There is no default. There is no guarantee bond from any guarantor against said Loan.

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
NOTE- 4		
OTHER LONG TERM LIABILITIES		
Income received in advance	48,983	63,214
Total	<u>48,983</u>	<u>63,214</u>
NOTE - 5		
LONG TERM PROVISION		
i) Provision for Gratuity	1,14,85,161	—
	<u>1,14,85,161</u>	<u>—</u>
NOTE - 6		
SHORT TERM BORROWINGS		
Nature of Borrowings		
Unsecured		
i. Other loans and advance (From Company)	—	24,00,000
ii. Loans & advance from related parties	22,50,000	17,00,000
Secured		
iii. Housing Loan from Govt. of Assam	19,377	19,377
Total	<u>22,69,377</u>	<u>41,19,377</u>
Note :- i) There is no guarantee bond from any guarantor against aforesaid Loan.		
ii) Housing Loan secured by part of Land and Building was obtained from Govt. of Assam in distant past. The directorate, not being traceable, Cessation of charge on properties of the Company could not till date be arranged by way of paying residual mazor balance and interest due thereon amounting Rs. 38,035/- (Previous Year Rs. 36,485/-)		
NOTE - 7		
TRADE PAYABLE		
Creditors for goods and services	3,60,35,314	3,20,40,482
	<u>3,60,35,314</u>	<u>3,20,40,482</u>
NOTE - 8		
OTHER CURRENT LIABILITIES		
Term Loan Installment repayable within a year	6,56,024	—
Advance from Customers	12,41,780	26,41,365
Income received in Advance	14,231	19,975
Statutory Liabilities	1,74,52,758	76,38,089
Unclaimed Dividend	29,491	67,388
Interest Accrued and Due	38,035	36,485
Other Payable	77,52,880	50,16,616
Total	<u>2,71,85,199</u>	<u>1,54,19,918</u>
NOTE - 9		
SHORT TERM PROVISIONS		
Proposed Dividend	2,87,040	1,79,400
Provision for tax on Proposed Dividend	48,797	29,103
Provision for Income Tax	41,50,148	14,94,902
Provision for Gratuity	20,73,224	—
Total	<u>65,59,209</u>	<u>17,03,405</u>

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

NOTE - 10

FIXED ASSETS

Description of Assets	Gross Cost/ Value as on 01.04.12	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK			
		Addition		Sale/ Adjust- ment during this year	Gross Balance as on 31.03.13	Total as on 01.04.12	For the year	Sale/ Adjust- ment during this year	Total as on 31.03.13	W.D.V. as on 31.03.13	W.D.V. as on 31.03.12
Tangible Assets											
Land - Leasehold	29,28,198	—	29,28,198	—	—	—	—	—	—	29,28,198	29,28,198
Building	67,03,162	—	67,03,162	—	—	45,47,259	1,53,713	—	47,00,972	20,02,190	2155,903
Plant & Equipment	8,28,01,966	1,31,74,748	9,59,76,714	—	—	3,43,78,898	1,36,59,984	—	4,80,38,882	4,79,37,832	4,84,23,068
Furniture & Fixtures	32,03,503	79,645	32,83,148	—	—	26,58,604	78,016	—	27,36,620	5,46,528	5,44,899
Vehicles	59,21,483	42,82,720	1,02,04,203	—	—	51,71,209	4,65,829	—	56,37,038	45,67,165	7,50,274
Office Equipment	20,95,292	25,500	21,20,792	—	—	19,32,279	31,048	—	19,63,327	1,57,465	1,63,013
Other - Water supply System & Irrigation Equipments	13,86,767	11,92,724	25,79,491	—	—	13,06,847	24,390	—	13,31,237	12,48,254	79,920
TOTAL	10,50,40,371	1,87,55,337	12,37,95,708	—	—	4,99,95,096	1,44,12,980	—	6,44,08,076	5,93,87,632	5,50,45,275
Previous Year	6,65,23,926	3,87,32,106	10,52,56,034	2,15,663	10,50,40,371	4,63,69,921	30,30,055 (2,04,880)	4,99,95,096	5,50,45,275	—	—

Note : a) Leasehold Land relates to 641.57 Hectares of Land at Moran (Assam) taken on lease for a period of 30 years in the year of 1935, renewal thereof being overdue.

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

NOTE - 11

NON-CURRENT INVESTMENT (HELD AT COST UNLESS STATED OTHERWISE)

a. Trade Investment (Unquoted & Fully paid)

	Face Value	As at 31st March, 2013 No. of Shares	As at 31st March, 2012 No. of Shares	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
I Investment in equity Instruments					
Bharnobari Tea & Industries Ltd.	10	36,819	36,819	1,84,095	1,84,095
West Bengal Mfg. Co. (P) Ltd.	10	1,955	1,955	61,09,375	61,09,375
Micro Plantea Ltd.	10	15,700	9,200	17,90,230	6,03,980
II Investment in Preference Shares					
Fully paid (unquoted)					
Bharnobari Tea & Industries Ltd.	100	1,75,000	1,75,000	1,75,00,000	1,75,00,000

b. Other Investments

In equity Instruments & Fully paid

A. Quoted

Texmaco Ltd.	10	7	7	128	128
Birla Corporation Ltd.	10	25	25	440	440
Eveready Industries India Ltd.	5	40	40	980	980
McLeod Russell India Ltd.	5	40	40	—	—
Bishra Stone Lime Co. Ltd.	10	45	45	405	405
Dalmia Bharat Enterprises Ltd.	2	160	160	161	161
Dalmia Bharat Sugar and Industries Ltd.	2	160	160	—	—
Century Textile & Industries Ltd.	10	20	20	725	725
Grasim Industries Ltd.	10	1	1	36	36
Williamson Financial Services Ltd.	10	1,318	1,318	32,765	32,765
Jayshree Tea & Industries Ltd.	5	110	110	396	396
Kesoram Industries Ltd.	10	75	75	6,406	6,406
Kesoram Textile Mills Ltd.	2	275	275	—	—
Tata Chemicals Ltd.	10	2	2	5	5
Lok Housing & Construction Ltd.	10	200	200	9,196	9,196
Kilburn Chemicals Ltd.	10	2,000	2,000	40,000	40,000
Indusind Bank Ltd.	10	840	840	10,920	10,920

B. Unquoted

The Britannia Engineering Co. Ltd.	10	5,900	5,900	66,729	66,729
Aaham Printers Ltd.	100	13	13	1,300	1,300
Raneegunge Coal Association Ltd.	10	9	9	82	82
Arthur Butler & Co. (Muzzaffapur) Ltd.	10	37	37	331	331
Britannia Building & Iron Co. Ltd.	10	14	14	26	26
Bengal Nagpur Coal Co. Ltd.	10	40	40	261	261
Hindusthan Commercial Bank Ltd.	100	5	5	44	44
India Paper & Pulp Co. Ltd.	10	29	29	281	281
Burdwan Cutwa Railway Co. Ltd.	100	1,526	1,526	61,195	61,195
Stephen Court Ltd.	10	7,000	7,000	37,637	37,637
United Industries Bank Ltd.	39	250	250	9,750	9,750
Perfect Writing Instrument P. Ltd.	10	2,06,000	2,06,000	1,03,00,000	1,03,00,000
Duncan Agro Industries Ltd.	15	240	240	3,600	3,600

Less : Provision for diminution in carrying cost of Investment

Total

1. a. Aggregate amount of quoted investment
- b. Aggregate market value of quoted investment
- c. Aggregate amount of unquoted investments

3,600	3,600
3,61,67,499	3,49,81,249
1,40,000	1,40,000
3,60,27,499	3,48,41,249
1,02,563	1,02,563
4,95,389	4,70,988
3,60,64,936	3,48,78,686

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
NOTE - 12		
LONG TERM LOANS & ADVANCES		
(UNSECURED & CONSIDERED GOOD)		
Security Deposit	10,09,102	10,04,462
	<u>10,09,102</u>	<u>10,04,462</u>
NOTE - 13		
INVENTORIES (VALUED AT LOWER OF COST & NET REALISABLE VALUE)		
Finished Good		
Stock-in-Trade	56,21,867	61,83,605
Stores & Spares	70,15,225	34,66,208
Stock of Food Stuff	79,14,849	74,81,505
	77,821	1,39,197
Total	<u>2,06,29,762</u>	<u>1,72,70,515</u>
Note : Finished goods lying with third parties	25,32,815	38,93,556
NOTE - 14		
TRADE RECEIVABLES (UNSECURED, CONSIDERED GOOD)		
Debts outstanding for a period of above 6 months (since due date of payment)		
Other Debts	3,89,954	3,89,954
	3,25,42,775	1,69,14,377
Total	<u>3,29,32,729</u>	<u>1,73,04,331</u>
NOTE E - 15		
CASH & CASH EQUIVALENTS		
Balances with banks		
Cash-in-Hand	92,488	1,89,906
Post Office Savings Bank Account	2,26,302	3,23,933
	1,000	1,000
Total	<u>3,19,790</u>	<u>5,14,839</u>
NOTE - 16		
SHORT TERM LOANS & ADVANCES		
(Unsecured, considered good unless otherwise mentioned)		
Loans to Body Corporate		
Advance to Suppliers	—	2,00,000
Advance to Employees	3,01,30,442	1,57,48,274
Other Advance	11,63,090	8,63,546
Advance Income Tax including TDS	13,65,277	18,31,469
	25,01,787	26,68,835
Total	<u>3,51,60,596</u>	<u>2,13,12,124</u>
Note :		
1. Loans & Advances due from officers	2,67,350	15,000
NOTE - 17		
OTHER CURRENT ASSETS		
(Unsecured, considered good)		
Other receivable (Due from related party)	30,20,000	30,20,000
Interest accrued on Loans to Body Corporate	—	72,045
Total	<u>30,20,000</u>	<u>30,92,045</u>

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE PROFIT & LOSS ACCOUNT

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
NOTE - 18		
I A. REVENUE FROM OPERATION		
i. a. Sale of Products (Own)	25,18,03,647	14,06,49,296
b. Sale of Products (Purchased)	11,49,30,565	6,19,54,934
c. Sale of Tea Waste	13,07,136	25,125
ii. Tea Board Replanting Subsidy	6,87,848	2,27,840
iii. Other Operating Revenues		
Sale of DEPB Licence	36,53,153	25,67,155
	<u>37,23,82,349</u>	<u>20,54,24,350</u>
II B. OTHER INCOME		
i. Interest Income on Fixed Deposit with Bank	—	995
ii. Other Interest Income		
(Gross TDS Rs. 2,400/-, P.Y. Rs. 2,946/-)	24,000	32,050
iii. Dividend Income, Long Term Investments	6,032	4,576
iv. Other non-operating Income		
a. Profit on Sale of Fixed Assets	—	9,217
b. Govt. Grant recognised during the year	19,975	—
(Net of directly attributable expenses)	<u>50,007</u>	<u>46,838</u>
NOTE - 19		
EMPLOYEES' BENEFIT EXPENSES		
i. Salaries, Wages & Bonus	3,59,04,135	3,47,14,226
ii. Contribution to PF and Other Funds	32,31,596	21,49,559
iii. Gratuity	16,27,802	2,82,933
iv. Staff Welfare Expenses	81,85,938	49,13,804
Total	<u>4,89,49,471</u>	<u>4,20,60,522</u>
NOTE - 20		
FINANCE COSTS		
i. Interest Expenses		
a. On Fixed Loan	70,202	1,550
b. On Other Loan	1,02,03,564	7,22,924
c. Bank Charges	65,373	42,840
d. Loss (Gain) in foreign currency transactions	(5,35,136)	—
Total	<u>98,04,003</u>	<u>7,67,314</u>

The Teloijan Tea Company Limited

SPECIFIC DISCLOSURES UNDER SCHEDULE VI FORMING PART OF THE PROFIT & LOSS ACCOUNT

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
NOTE - 21		
OTHER EXPENSES		
Auditor's Remuneration		
i. Audit Fees	46,068	33,000
ii. For Taxation Matter	—	—
iii. For Company Law Matters	—	—
iv. For Management Services	—	—
v. For Other Services	—	—
vi. For re-imbursement of expenses	—	—
Consumption of Stores & Spare parts (100% Domestic)	19,68,547	9,52,354
Power and Fuel	1,32,55,859	89,02,983
Rent	1,66,806	1,66,802
Repairs to Buildings	30,57,733	22,01,481
Repairs to Machinery	27,30,389	21,35,393
Insurance	41,378	34,237
Rates & Tax (excluding Income Tax)	8,60,421	10,82,250
Miscellaneous Expenses		
i. Repairs to others	8,54,563	14,98,212
ii. Cultivation Expenses	1,65,42,536	98,21,177
iii. Tea Cess & Excise Duty	8,76,324	5,55,101
iv. Cess on Green Leaf	8,32,432	8,89,635
v. Freight	39,01,165	30,15,910
vi. Despatching Charges	79,11,366	51,83,298
vii. General Charges (Garden)	8,51,359	7,26,775
viii. Directors Fees	3,600	2,800
ix. Bad Debts	—	43,07,884
x. Travelling Expenses	43,27,993	15,31,910
xi. Professional Charges	14,54,000	5,32,500
xii. Other Misc. Expenses	92,38,883	53,53,003
Total	6,89,21,422	4,89,26,705
OTHER MISCELLANEOUS EXPENSES		
Stationary & Printing	80,698	50,790
Subscription	2,31,650	4,55,543
Legal Expenses	78,250	48,416
Motor Car Expenses	7,52,387	5,51,222
Conveyance Expenses	1,46,870	77,173
Postage & Courier	7,98,633	5,75,257
Freight on Shipment	38,36,122	15,85,850
Export Charges	22,28,053	10,50,460
Advertisement	30,500	12,492
Sample & Testing	19,652	11,120
Office Repairs	3,32,723	4,60,436
Other Expenses	7,03,345	4,74,244
Total	92,38,883	53,53,003

The Teloijan Tea Company Limited

NOTE - 22

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS :

A. ACCOUNTING POLICIES

1.1. Basis of Preparation of Accounts :

The company follows the concept of accrual system in the preparation of accounts.

1.2. Fixed Assets :

- i. Fixed Assets are stated at cost of acquisition of inward freight, duties, taxes and expenses incidental to acquisition and installation.
- ii. Subsidy received from Govt. of Assam is shown by way of deduction from the total book value of fixed assets.
- iii. All expenditure incurred on extension planting are capitalised but expenses relating to re-planting are charged to Profit & Loss Account.

1.3. Depreciation :

- i. Depreciation on assets, other than leasehold land and development, is provided written down balance methods at the rates prescribed in Schedule XIV to the Companies Act, 1956.
- ii. Assets costing up to Rs. 5,000/- are fully depreciated in the year of addition.

1.4. Investments :

Long Term Investments are stated at cost. Provisions, for permanent diminution in carrying Values are made whenever necessary.

1.5. Inventories :

Stock of tea is valued :

- | | | |
|-------------------------------------------------------------------------|---|------------------------------------------------------|
| Own Tea | - | At Prices (Net) since sold/estimated to be realised. |
| Purchase Tea | - | At cost or net realizable value whichever is lower. |
| Stock of Stores and spare parts,
(including foodstuffs) is valued at | - | Cost at weighted average |

Cost comprises inward freight, duties, taxes and is calculated on monthly weighted averages. Where necessary, provision is made for obsolete, slow moving and defective stocks.

1.6. Retirement Benefits :

Company contributes to Provident Funds which are administered by duly constituted and approved independent Trust/Government and such contributions are charged against revenue every year. Accrued liability in respect of retirement gratuities are actuarially ascertained every year and short-fall, if any, between the actuarially ascertained liability and fund balance as at the year end is generally provided for in the accounts if Fund Flow permits.

1.7. Revenue Recognition :

Sales are recognised in the accounts on passing of title of goods i.e. delivery as per sale or on completion of auction in case of auction sale.

1.8. Foreign Currency Transactions :

Settled transaction in Foreign Currencies are recorded by applying the rate of exchange at which it is realised and unsettled transactions are recorded by applying the rate of exchange at which they are since realised or at the rate of exchange ruling at the year end if they are not since realised.

1.9. The liability of Company on account of Income Tax is estimated considering the Provision of the Income Tax Act, 1961. Deferred Tax is recognised subject to the consideration of prudence on timing differences being the difference between taxable income and accounting income the originate in one year and capable of reversed in one or more subsequent years.

1.10 Treatment of Government Grants

Grant receipts against specific depreciable assets is treated as deferred income recognised in Profit & Loss Account over the useful life of the assets as laid down under Para 8.4 of AS-12.

Under exigency of refunding Govt. grant the same is treated as extra ordinary item in term of Para 11.1 of AS-12.

B. NOTES ON ACCOUNTS :

2.1. Fixed Assets :

In accordance with past practice of the Company, no depreciation has been provided on Land (Leasehold) and Development but land revenue paid is charged on year to year basis in the Profit and Loss Account. Original cost of Freehold land is Rs. 27,348/- and the cost of Development of Leasehold and Freehold Land cannot be ascertained separately. Considering above, separate classification between leasehold and freehold component of land could not be made. (Note - 10)

2.2. No provision has been made against investment worth Rs. 1,94,74,325/- (Previous year Rs. 1,81,88,075/- in Bharnobari Tea & Industries Ltd. and Micro Plantea Ltd. because of strategic nature of investment.

2.3 Impairment of Assets :

Considering absence of indication of impairment within the meaning of Para 5 to 13 of AS-28 no test for impairment has been undertaken for the year.

2.4 Related Party Disclosure :

a. LIST OF RELATED PARTIES IN TRANSACTION WITH THE COMPANY

i. Key Management Personnel – Director

- a. Mr. Arvind Poddar
- b. Mr. Devvrat Poddar
- c. Mr. S. N. Sharma

ii. Relatives of Key Management Personal –

Mrs. Shailja Poddar

iii. Companies/Firms in which Key Management Personnel / their relatives have significant influence –

M/s. Bharnobari Tea & Industries Ltd.

The Parties stated in (iii) above are related parties in the broader sense of the term and are included for making the financial statement more transparent.

b. Transactions with Related Parties :

Particulars	Related parties referred to in		
	(a) (i) above	(a) (ii) above	(a) (iii) above
Expenditure :			
Directors' Fees	3,600 (2,800)	—	—
Remuneration	10,20,000 (9,60,000)	—	—
Finance & Investments			
Advance realized	—	—	—
Outstanding as at 31st March '13			
Receivable	—	30,20,000 (30,20,000)	—
Investments	—	—	1,76,84,095 (1,76,84,095)
Corporate Guarantee Given	—	—	4,00,00,000 (4,00,00,000)

(Previous years figures are given in brackets)

2.5 There are neither any dues as at the year end to any Small or Micro Enterprises registered under MS MED Act, 2006 nor any transactions with such parties so far information available about statement of such records with the company.

2.6 Since the Company is functioning only under one segment, i.e. harvesting and production of tea, the question of submission of segment report under AS-17 does not arise.

2.7 Expenditure in Foreign Currency :

Particulars	As at 31st March, 2013 Rs.	As At 31st March, 2012 Rs.
Travelling	22,65,292	2,60,463
Total	22,65,292	2,60,463

2.8 Movement of Provisions for tax :

Opening Balance	23,13,085	14,63,085
Addition during the year	54,68,681	8,50,000
Sub : Total	77,81,766	23,13,085
Less : Withdrawal	—	—
Adjustment against advance tax	2,96,315	—
Closing Balance	74,85,451	23,13,085

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE PROFIT & LOSS ACCOUNT

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
2.9 Earning in Foreign Exchange		
Export Goods in FOB Basis	10,91,31,396	6,35,52,773
Total	<u>10,91,31,396</u>	<u>6,35,52,773</u>
2.10 Particulars of Sales :		
Black Tea :-		
Own	25,18,03,647	14,06,49,296
Purchase	14,49,30,565	6,19,54,934
Total	<u>39,67,34,212</u>	<u>10,26,04,230</u>

2.11 Particulars of major items raw material :

Item	Purchase		Consumption	
	As at 31st March 2013 Rs.	As at 31st March 2012 Rs.	As at 31st March 2013 Rs.	As at 31st March 2012 Rs.
Green Leaf	11,49,24,339	4,31,26,064	11,49,24,339	4,31,26,064

2.12 Particulars of Stock-in-Trade

Item	Purchases	
	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
Black Tea	9,50,39,067	5,25,62,874

2.13 Break-up of Consumptions

Particulars	Raw Material		Stores and Components	
	Amount (Rs.)	%	Amount (Rs.)	%
Imported	—	—	—	—
Domestic	11,49,24,339	100	19,68,547	100
Total	11,49,24,339	100	19,68,547	100

	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
2.14 Contingent Liabilities & Commitments		
Income Tax in dispute for 2000-01, 2002-03 & 2003-04	5,88,695	5,88,695
Guarantee to Bank on behalf of another Company	4,00,00,000	4,00,00,000

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE PROFIT & LOSS ACCOUNT

2.15 Considering substantial Investment in Plant & Machinery during the previous year for garden situated at the State of Assam, profit of the company is likely to enjoy 100% exemption under Section 80 IE of Income Tax Act, 1961 thereby ruling out the cause of recognition of Deferred Tax.

2.16 **Change in Accounting Practice :**

(a) During the year company has changed its treatment of gratuity liability by way of providing same in term of actuarial recommendation under Projected Unit Credit Method unlike accounting same on cash basis which reduce the profit of the year by Rs. 1,35,58,385/- with corresponding rise in liability by said amount.

Revenue impact of such change in accounting practice amounting to Rs. 1,35,58,385/- accounted for as extra ordinary item.

b) Disclosure under AS 15 pertaining to defined benefit plan (Gratuity) :

A. Expenses recognised during the year :

	Rs.
1. Current service cost	7,46,832
2. Interest cost	13,63,727
3. Expected return on plant assets	-
4. Curtailment cost (Credit)	-
5. Settlement cost (Credit)	-
6. Amortization of Past Service Cost	-
7. Actuarial Losses / (Gains) on defined benefit obligation	(11,49,218)
8. Actuarial (Losses) / Gains on plan Assets	-
9. Total Expenses recognized in this Statement of Profit & Loss A/c.	9,61,341

B. Reconciliation of opening and closing balances of obligation

1. Present value of PBO at beginning of period (+)	1,54,85,750
2. Current Service Cost (+)	7,46,832
3. Interest Cost (+)	13,63,727
4. Curtailment cost / credit (-)	-
5. Settlement cost / (credit) (-)	-
6. Employee contribution (-)	-
7. Plan amendments (-)	-
8. Acquisitions (-)	-
9. Actual (Gains) / Losses	(11,49,218)
10. Benefit Paid (-)	(16,27,802)
11. Present value of PBO at the end of period (-)	1,48,19,289

C. Change in Plan Asset :

Opening Balance	12,60,904
Accretion / Depletion	-
Closing Balance	12,60,904

D. Obligation vis-a-vis Planned Assets as on 31st March 2013.

Obligation as on 31st March 2013	1,48,19,289
Planned Assets as on 31st March 2013	12,60,904
Deficit in funding as on 31st March 2013	1,35,58,385

E. Liability maturing within a year

20,37,224

F. Investment detail of plan assets as on 31st March 2013

Balance with bank	6,11,793
11.5 0% Central Govt. Loan 2015	2,28,000
11% Special Deposit with RBI	4,21,111
Total	12,60,904

G. Actuarial assumption :

- (i) Financial Assumption :
Estimated rate of return of benefit obligation - 8%

The Teloijan Tea Company Limited

NOTES ANNEXED TO AND FORMING PART OF THE PROFIT & LOSS ACCOUNT

- (ii) Demographic Assumption :
Mortality factor as per LIC (1994-96) ultimate criteria.
- (iii) The estimates of future salary increase take into account regular increment, Promotional increases and inflationary consequences over price index.

(c) Defined Contribution Plan :

Company's contribution to different define contribution plans :

Particular	As at 31st March, 2013 Rs.	As at 31st March, 2012 Rs.
Provident Fund	31,78,061	25,07,422

- 2.17 There has been change in treatment in foreign currency fluctuation by way of separately recognising the impact so as to form part of finance cost which led to decline in sales by Rs. 5,35,136 with corresponding decline in finance cost.

2.18 Earning per Share

	For the year ended 31st March, 2013	For the year ended 31st March, 2012
--	----------------------------------------	----------------------------------------

A. After consideration of Extra-Ordinary item

Net Profit /(Loss) for the year attributable to Equity Shareholders (in Rs.)	52,79,216	1,81,25,985
Number of Equity Shares	1,79,400	1,79,400
Basic and Diluted earnings per share (face value of Rs. 10/- each)	29.43	101.04

B. Without consideration of Extra-Ordinary item

Net Profit/(Loss) for the year attributable to Equity Shareholders (in Rs.)	52,79,216	1,81,25,985
Add/(Less) Extra-ordinary expenses/(income)	1,35,58,385	(1,65,911)
Profit without consideration of extra-ordinary items	1,88,37,601	1,79,60,074
Number of Equity Shares	1,79,400	1,79,400
Basic and Diluted earning per share (Rs.) (face value of Rs. 10/- each)	105.00	100.11

- 2.19 Confirmation of balances were not available from parties to debtors, creditors and advances despite repeated reminder to them.

- 2.20 Previous year's figures have been regrouped and / or rearranged, wherever, considered necessary.

Signature to Schedule 1 to 22

For G. BASU & CO.
Chartered Accountants
R. No. 301174E
J. N. DHAR
Partner
M. No. 007117)
Kolkata, the 21st August 2013

ARVIND PODDAR DEVVRAT PODDAR S. N. SHARMA	}	Directors
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The Teloijan Tea Company Limited

PROXY FORM

I/We
of
being a Member / Members of The Teloijan Tea Company Limited hereby appoint
.....of
.....(or failing him
of..... or failing him
of.....) as my/our Proxy in my/our absence to attend and vote for me/
us, and on my/our behalf at the Annual General Meeting of the Company, to be held on
Friday, the 27th September, 2013 at 11.00 a.m. and at any adjournment thereof.

WITNESS my/our hand/hands thisday of2013.

Signed by the said.

Affix
One Rupee
Revenue
Stamp

.....

Note : The Proxy must be deposited at the Registered Office of the Company at "Poddar House,
34, Raja Santosh Road, Kolkata - 700027 not less than 48 hours before the time of holding
the meeting.