



McLEOD RUSSEL
Believe in tea

13th February 2024

The Secretary
BSE Limited PJ. Towers,
25th Floor, Dalal Street,
MUMBAI-400001
Scrip Code: 532654

The Secretary
National Stock Exchange of India
Ltd,
Listing dept. Exchange Plaza,
5th Fl. Plot No. C/1,
G- Block, Bandra-Kurla Complex,
Bandra (E) MUMBAI-400051
Scrip Code: MCLEODRUSS

The Secretary
The Calcutta Stock Exchange
Limited
7, Lyons Range
KOLKATA-700001
Scrip Code: 10023930

Dear Sirs,

Sub: Outcome of Board Meeting

This is to inform you that pursuant to Regulation 30 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please be informed that the Board of Directors of the Company at its meeting held today, have inter-alia approved the Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter and nine months ended on 31st December 2023 along with "Limited Review Report" submitted by M/s. Lodha & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), 2015. A copy of the same is enclosed herewith.

The aforesaid financial results are also being made available on the website of the company i.e. www.mcleodrusssel.com

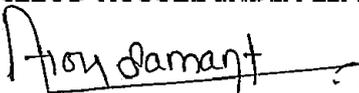
The Board Meeting commenced at 11:20 a.m. and concluded at 05:05 p.m.

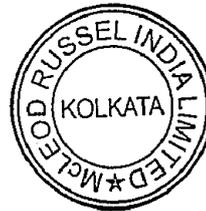
This is for your information and records.

Thanking you,

Yours faithfully,

For McLEOD RUSSEL INDIA LIMITED


(ALOK KUMAR SAMANT)
COMPANY SECRETARY



Encl: As above

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001
TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265
E-mail : administrator@mcleodrusssel.com Website : www.mcleodrusssel.com

Independent Auditors' Review Report

The Board of Directors
McLeod Russel India Limited

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of McLeod Russel India Limited ("the Company") for the Quarter and nine months ended on December 31, 2023 ("the Statement" or "financial results"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ("Listing Regulations 2015"), which has been initialed by us for identification purposes.
2. This Statement which is the responsibility of the Company's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS - 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is drawn to the following Notes of the Statement which are subject matter of adverse conclusion as given in Para 5 below:
 - a) Note no. 5 dealing with Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,050 lakhs (including interest accrued till March 31, 2019) as on December 31, 2023 given to promoter group and certain other entities which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. Provision of Rs. 1,01,039 lakhs had been made there against in the earlier period. In absence of provision against the remaining amount, the loss for the period is understated to that extent. Impact in this respect as stated in the said note have not been ascertained by the management and recognised in these financial results;
 - b) Note No. 8(b) regarding non-recognition of Interest on loans and Inter Corporate Deposits taken by the company and thereby the loss for the period is understated to the extent indicated in said note and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions in respect of certain advances being so claimed by customers as stated therein. Further, as stated in Note no. 8(a), penal/compound interest and other adjustments in respect of borrowings from lenders/banks/financial institution have not been recognised and amount payable to lenders as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount with respect to these, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;
 - c) Note no. 8(d) regarding non-determination/ recognition of amount payable in respect of claims pursuant to the undertaking executed between the company and the lenders to certain group companies as dealt with in the said note and Note no. 8(c) regarding company's obligation in respect of the settlement arrived at with a corporate lender. Pending determination of the company's obligations and finalization of terms and conditions following the settlements arrived at with the parties, adjustments to be made in the financial results of the company are currently not ascertainable and as such cannot be commented upon by us;



- d) Note no 9 regarding non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 8. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us; and
- e) As stated in Note no. 7, the predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under paragraph (a) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 could not be ascertained and commented upon by them. They were not able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/or are prejudicial to the interest of the company. Moreover, in case of advance to a body corporate as stated in Note no. 3(b) which had been fully provided, appropriate audit evidences were not made available to them. These amounts are outstanding as on this date and included in loans and advances dealt with in Note no. 5 and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the company are valid for periods subsequent to March 31, 2019 including current period also. The matter as reported is under examination and pending before regulatory authorities. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the same.
5. Based on our review conducted as above, we report that because of the significance of the matters stated in Para 4 above including those relating to Inter-Corporate Deposits which as stated in Para 4(a) are doubtful of recovery, together with the consequential impact of these matters on the unaudited standalone financial results for the period which are expected to be material, we have come to the conclusion that the Statement read with notes thereon have not been prepared fairly in all material respect in accordance with aforesaid Indian Accounting Standards and other recognised accounting practices and policies generally accepted in India and has not disclosed fairly the information required to be disclosed in terms of the Listing Regulations, 2015, including the manner in which it is to be disclosed.
6. Attention is drawn to Note no. 6 of the financial results dealing with going concern assumption for preparation of the financial results of the Company. The Company's current liabilities exceeded its current assets. The matters forming part of and dealt with under Para 4 above have significant impact on the net worth of the company. Loans given to promoter group and certain other entities in earlier years have mostly remained unpaid and are doubtful of recovery. These have resulted in insufficiency of company's resources for meeting its obligations. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations could not be met as well due to insufficiency of resources. The validity period of offer given to the lenders for One time Settlement ('OTS') has expired on September 30, 2023, though the Resolution Proposal as submitted by the management as stated in Note no. 6 is currently under consideration of the lenders. Under the circumstances, prevailing situation and conditions indicate the existence of a material uncertainty about the Company's ability to continue as a going concern. However, the financial results of the Company due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome with respect to arriving at the resolution with the lenders and consequential restructuring/settlement of borrowings and interest thereon as per Note no. 6 so that to ensure additional resources including by way of asset monetization, promoter's contribution etc. for providing liquidity in the system for repayment of debt, and meeting liabilities of the company. The ability to continue as a going concern is dependent upon arriving at and implementing the resolution as expected as on this date and/or timely implementation thereof. In the event of the management's expectation and estimation therein, not turning out to be feasible in future, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us. Our conclusion is not modified in respect of this matter.

Place: Kolkata
Date: February 13, 2024



For Lodha & Co LLP,
Chartered Accountants
Firm's ICAI Registration No. 301051E/ E300284

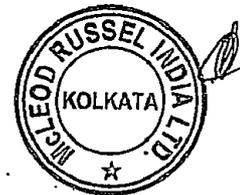
R.P. Singh
R. P. Singh
Partner
Membership No. 052438
UDIN: 24052438BKFND1797

MCLEOD RUSSEL INDIA LIMITED

Registered Office: Four Mangoe Lane, Kolkata - 700001
 Web : www.mcleodrussel.com, Email id : administrator@mcleodrussel.com, Phone no: 033-2210-1221, Fax no.: 033-2248-3683
 CIN: L51109WB1998PLC087076

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2023
 (Rs. in Lakhs except for EPS)

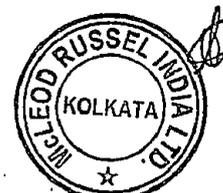
Particulars	Quarter ended			Nine Months ended		Year ended
	December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Revenue from Operations	28,952	32,448	41,174	76,679	93,566	1,09,670
2 Other Income	62	58	500	213	1,112	1,366
Total Income (1+2)	29,014	32,506	41,674	76,892	94,678	1,11,036
3 Expenses						
a) Cost of Materials Consumed	728	548	1,125	1,249	4,044	3,766
b) Changes in Inventories of Finished Goods	8,205	(11,035)	16,995	(11,316)	(10,728)	(13)
c) Employee Benefits Expense	16,853	20,464	16,267	54,118	53,618	66,229
d) Finance Costs	4,299	4,339	3,668	13,529	11,475	18,392
e) Depreciation and Amortisation Expenses	1,304	1,300	1,293	3,904	3,948	5,255
f) Other Expenses	6,632	10,526	10,885	23,958	29,350	33,486
Total Expenses	38,021	26,142	50,233	85,442	91,707	1,27,115
4 Profit/(Loss) before exceptional items and Tax (1+2-3)	(9,007)	6,364	(8,559)	(8,550)	2,971	(16,079)
5 Exceptional Items	-	-	-	-	-	(93,342)
6 Profit/(Loss) before Tax (4+5)	(9,007)	6,364	(8,559)	(8,550)	2,971	(1,09,421)
7 Tax Expense						
a) Current Tax	(411)	1,452	(651)	1,041	498	-
b) Income Tax relating to earlier years	-	-	3	3	3	3
c) Deferred Tax	(786)	(1,562)	(818)	(2,070)	(526)	(4,482)
Total Tax Expense	(1,197)	(110)	(1,466)	(1,026)	(25)	(4,479)
8 Profit/(Loss) for the period (6-7)	(7,810)	6,474	(7,093)	(7,524)	2,996	(1,04,942)
9 Other Comprehensive Income						
i) Items that will not be reclassified to profit or loss						
a) Remeasurements of post-employment defined benefit plans	(705)	(566)	(477)	(1,837)	(1,430)	(2,264)
b) Change in Fair Value of Equity instruments through other comprehensive income	(835)	929	720	980	239	(976)
ii) Income Tax relating to items that will not be reclassified to profit or loss	225	181	152	587	457	724
Total Other Comprehensive Income	(1,315)	544	395	(270)	(734)	(2,516)
10 Total Comprehensive Income for the period (comprising of profit and loss and other comprehensive income for the period) (8+9)	(9,125)	7,018	(6,698)	(7,794)	2,262	(1,07,458)
11 Earnings per Equity Share (EPS) (Rs.) (not annualised) Basic and Diluted	(7.47)	6.20	(6.79)	(7.20)	2.87	(100.47)
12 Paid-up Equity Share Capital : Face Value : Rs. 5/- per share	5,223	5,223	5,223	5,223	5,223	5,223
13 Other Equity excluding Revaluation Reserve	-	-	-	-	-	9,433



Notes to Unaudited Standalone Financial Results for the Quarter and nine months ended December 31, 2023

1. The above Unaudited Standalone financial result for the quarter and nine months ended December 31, 2023 (hereinafter referred to as "Financial Results") have been prepared in accordance with the Indian Accounting Standards ("Ind AS") - 34 "Interim Financial Reporting" as prescribed under section 133 of Companies Act, 2013 and compiled keeping in view the provision of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). These financial results have been reviewed by the Audit Committee on February 12, 2024 and approved by the Board of Directors at their meeting held on February 13, 2024 and have been subjected to Limited Review by the Statutory Auditors.
2. (a) Cost of materials consumed represents green leaf purchased from external sources.

(b) The Company is primarily engaged in the business of cultivation, manufacture and sale of tea across various geographical locations. In term of Ind AS 108 "Operating Segment", the Company has one business segment i.e. Manufacturing and Selling of Tea.
3. Exceptional Items for the year ended March 31, 2023 include:
 - a) Provision of Rs. 91,942 lakhs made against loans and Inter-Corporate Deposits (ICDs) including interest thereon given to Promoter group and certain other entities as stated in Note no. 5.
 - b) Provision of Rs. 1,400 lakhs made against advance to a body corporate given in earlier years and lying outstanding for a considerable period of time, recoverability whereof in absence of required details and confirmations etc., being considered remote, had been provided for.
4. Remuneration to the extent of Rs. 218 Lakhs (including Rs. 87 lakh for the quarter) has been paid to the Managing Director for the period from May 17, 2023 to December 31, 2023 as decided by the Shareholder vide their special resolution vide postal ballot notice dated July 14, 2023. The company prior to the postal ballot notice as required in terms of Schedule V of the Companies Act, 2013 has made Application to the banks and public financial institution for their approval and the same is awaited as on this date. Accordingly, the said amount being paid and held in trust have been recognised as advances, pending the aforesaid approval.
5. In respect of Inter-Corporate Deposits ('ICDs') given to Promoter group and certain other entities ('borrowing companies'), the amount outstanding aggregates to Rs. 2,76,109 Lakhs as at December 31, 2023 (March 31, 2023: Rs. 2,76,174 Lakhs). Further, interest of Rs.9,941 lakhs on these amounts were accrued upto March 31, 2019 are also outstanding as on this date. Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, have not been accrued since April 01, 2019. These borrowing companies which in turn advanced the amount so taken by them to Promoter Group and other entities including one of the promoter group company which was under Corporate Insolvency and Resolution Process ('CIRP') as per the Insolvency and Bankruptcy Code, 2016 ('IBC') and in respect of which the Resolution Plan as submitted and approved by Hon'ble National Company Law Tribunal ('NCLT'), Kolkata pursuant to CIRP is under implementation. Provision of Rs. 1,01,039 lakhs (including Rs. 91,942 lakhs shown as exceptional items under Note no. 3(a) above) on lumpsum basis without prejudice to company's legal right to recover the amounts given by it has been carried forward during the period. This includes Rs. 9,941 lakhs against interest accrued upto March 31, 2019 which were fully provided for in the earlier years. The amount finally recoverable against outstanding amounts



net of provision thereagainst as mentioned is under determination and consequential impact will be given effect to on ascertainment of amount thereof. Pending this and completion of resolution in respect of company's debt by the lenders as dealt with in Note no. 6, no further provision/adjustment at this stage has been considered necessary.

6. The Company's financial position irrespective of its operational performance is continued to be under stress. The Inter-Corporate Deposits ('ICDs') given to various Promoter group and certain other entities in earlier years along with interest to the extent accrued earlier are lying substantially outstanding. Considering the possibilities of recovery etc., Rs. 1,01,039 lakhs as stated in Note no. 5 were provided in the earlier period against the amount outstanding in respect of the ICDs given by the company. Non-recovery of such ICDs have caused financial constraints resulting in hardship in servicing of the short term and long-term debts and meeting other liabilities. Even though certain repayments have been made to lenders against borrowings apart from by invocation of securities etc. by them and through cut-back against tea sale proceeds, this has resulted in insufficiency of fund for making payment towards Employees related obligations, statutory and other liabilities causing accumulation of unpaid amounts to a significant extent at the end of the period.

The Resolution process of the company in terms of circular dated June 07, 2019 issued by the Reserve Bank of India was initiated in earlier years. Inter-Creditor Agreement ('ICA') for arriving at and implementing the resolution plan was signed by all the lenders ('bankers'). Moreover, the forensic audit for utilisation of funds borrowed in the past conducted on behest of lenders, Techno Economic Viability (TEV), Valuation of tea estates and other assets and credit rating for draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker were completed. Meanwhile, certain lender banks and creditor have filed petitions under Insolvency and Bankruptcy Code, 2016 ('IBC') with Hon'ble National Company Law Tribunal, Kolkata ('NCLT') which are pending as on this date. Pending these, even offer for One Time payment of Rs. 1,03,000 lakhs ('OTS') in settlement of entire amount outstanding against their loans including interest thereon was made at the behest of the lenders by the company, the validity period of which in absence of consensus of certain lenders has expired on September 30, 2023. Consequent to this, the company on the request of the lenders has since submitted a fresh resolution plan which is currently under consideration of the lenders. The report for the valuation of the company's business as carried out by the Independent Valuers at the behest of the lender has been submitted by one of the valuer and is in progress in respect of another such valuer appointed for the purpose.

The management is confident to arrive at suitable resolution as acceptable to the lenders of the company and with their support in restructuring/ settlement of their debt and resultant rationalisation of cost of borrowing and company's continuous effort for rationalising operational costs as well and additional fund to be made available in the system or otherwise and other ameliorative measures taken and/or proposed to be taken, the company will be able to generate sufficient cashflows to meet its obligations and strengthen its financial position over a period of time. Considering the measures dealt herein above being under active consideration and management's commitment for arriving at and implementing the resolution to be agreed upon by the lenders, these financial results have been prepared on going concern basis.



7. The predecessor auditors' had issued an adverse opinion on the audited financial statement for the year ended March 31, 2019. Inter-Corporate Deposits to companies as dealt herein above in Note no. 5 include amounts reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 1,85,011 Lakhs (net of provision) given to various parties as stated in Note no. 5 above are outstanding as on December 31, 2023. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities have been provided and final outcome and/or directions if any are awaited as on this date.
8. (a) Pending completion of resolution as dealt with in Note no. 6 above and consequential adjustment in this respect, Interest on borrowings from banks and financial institutions have been continued to be provided on simple interest basis based on the rates specified in term sheet or otherwise stipulated/advised from time to time and penal/compound interest if any has not been considered. Further, amount repaid to lenders and/or recovered by them including by invoking securities and cut back payments from the sale proceeds of the tea etc., have been adjusted against principal amount outstanding. The amount payable to the lenders in respect of outstanding amounts including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of the resolution to be arrived at with the lenders as on this date.
- (b) Further, Interest of Rs. 11,156 Lakhs (including Rs. 1,970 Lakhs for the period) on Inter Corporate Deposits/ Short-Term Borrowings (Rs. 21,579 lakhs outstanding as on December 31, 2023) taken by the company has not been recognised. Interest in this respect in line with (a) above have been determined on simple basis at stipulated rate or otherwise advised from time to time. This however does not include interest if any on outstanding advances of Rs. 5,000 lakhs from customers, pending recognition as Inter Corporate Deposits and finalisation of terms and conditions thereof. Further, Interest including compound/ penal interest if any payable with respect to these are currently not determinable and as such the amount in this respect have not been disclosed and included in the above amount.
- (c) In terms of the settlement arrived at for repayment of dues of Rs. 10,000 lakhs of a corporate lender in earlier period by another party on behalf of the company, Rs. 2,000 lakhs so far paid over and above the principal amount in terms of the settlement had been charged out as finance cost during the year ended March 31, 2023. Pending discharge of balance obligations and finalisation of related terms and conditions, further adjustments required if any in this respect are presently not ascertainable.
- (d) The company had given undertaking to IL&FS Infrastructure Debt Fund ('ILFS-IDF') and Aditya Birla Finance Limited ('ABFL') in connection with borrowings and other facilities availed by the group entities. Pursuant to the agreements entered with ILFS-IDF and ABFL, the claim made by them have been settled for Rs. 4,967 lakhs and Rs. 3,200 lakhs respectively by Dufflaghur Investment Limited ('Dufflaghur'). The company's obligations in this respect and related terms and condition thereof and consequential impact if any in this respect have presently not been determined and therefore has not been given effect to in these financial results.
- (e) Adjustments, if any required with respect to (a) to (d) above will be recognised on determination thereof and will then be given effect to in the financial results of subsequent periods.



9. Certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 8, clearing accounts (other than inter-unit balances), trade and other payables, advances from customers, loans and advances (other than as dealt with in Note no. 5 above), other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.
10. Borelli Tea Holdings Limited ('BTHL'), a wholly subsidiary of the company has entered into a capital contribution agreement with TLK Agriculture Joint Stock Company ('TLK'), taking Phu Ben Tea Company Limited ('PBTCL') (a Step Down subsidiary of the company) as a party to the said agreement whereby BTHL has sold 100% of Capital Contribution in PBTCL to TLK at a consideration of USD 2,15,00,00. The consideration as stipulated has been discharged by TLK on November 01, 2023 ('Transfer date') and has been kept deposited in an Escrow Account pending regulatory clearances and completion of the transfer formalities including release of charge on the shares of PBTCL by one of the lenders of the company and thereby PBTCL ceased to be a subsidiary of BTHL and Step Down subsidiary of the company with effect from the transfer date as stated herein above.
11. The observations concerning Auditors' Conclusion/ Opinion on the standalone financial statements for earlier period have been dealt with in Note no. 5 to 9 above. The unresolved matters primarily relate to and are expected to be resolved on the outcome of the resolution as per Note no. 6 above and will then suitably be addressed in the subsequent periods.
12. Previous periods' figures have been regrouped/re-arranged wherever applicable to make them comparable with those of the current periods' presentation.

For McLeod Russel India Limited

Place: Kolkata
Dated: February 13, 2024




(Aditya Khaitan)
Managing Director
(DIN No: 00023788)



Independent Auditors' Review Report**The Board of Directors****McLeod Russel India Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of McLeod Russel India Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the Quarter and nine months ended December 31, 2023 ("the Statement" or "consolidated financial results"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations 2015"), which has been initialled by us for identification purposes.
2. This Statement which is the responsibility of the Parent's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS - 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Necessary reports and informations from Subsidiaries' Independent Auditors are awaited as on this date and as such we are unable to assess the work and procedures followed by them for carrying out review of the consolidated financial statement of the subsidiary including step down subsidiaries and comment on the work of said auditor. Other than this, we have performed the procedures for review in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Listing Regulations 2015, to the extent applicable.
5. The Statement includes the results of the following Subsidiaries (including step down subsidiaries):
 - a) Borelli Tea Holdings Limited (BTHL)
 - b) McLeod Russel Uganda Limited
 - c) Phu Ben Tea Company Limited (ceased to be a subsidiary of BTHL w.e.f. November 01, 2023)
 - d) McLeod Russel Africa Limited
 - e) McLeod Russel Middle East DMCC
6. Attention is drawn to the following Notes of the Statement which are subject matter of adverse conclusion as given in Para 7 below:
 - a) Note no. 6 dealing with Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,050 lakhs (including interest accrued till March 31, 2019) as on December 31, 2023 given to promoter group and certain other entities by the parent which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the parent. Provision of Rs. 1,01,039 lakhs had been made there against in the earlier period. In absence of provision against the remaining amount, the loss for the period is understated to that extent. Impact in this respect as stated in the said note have not been ascertained by the management and recognised in these consolidated financial results;



- b) Note No. 9(b) regarding non-recognition of Interest on loans and Inter Corporate Deposits taken by the parent and thereby the loss for the period is understated to the extent indicated in said note and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions in respect of certain advances being so claimed by customers as stated therein. Further, as stated in Note no. 9(a), penal/compound interest and other adjustments in respect of borrowings from lenders/banks/financial institution have not been recognised and amount payable to lenders as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount with respect to these, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;
- c) Note no. 9(d) regarding non-determination/ recognition of amount payable in respect of claims pursuant to the undertaking executed between the parent and the lenders to certain group companies as dealt with in the said note and Note no. 9(c) regarding parent's obligation in respect of the settlement arrived at with a corporate lender. Pending determination of the parent's obligations and finalisation of terms and conditions following the settlements arrived at with the parties, adjustments to be made in the consolidated financial results of the Group are currently not ascertainable and as such cannot be commented upon by us;
- d) Note no 10 regarding non reconciliation/disclosure of certain debit and credit balances by the parent with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 9. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us;
- e) As stated in Note no. 8, the predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under paragraph (a) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 could not be ascertained and commented upon by them. They were not able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Parent in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/or are prejudicial to the interest of the parent. Moreover, in case of advance to a body corporate as stated in Note no. 4(b) which had been fully provided, appropriate audit evidences were not made available to them. These amounts are outstanding as on this date and included in loans and advances dealt with in Note no. 6 and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the parent are valid for periods subsequent to March 31, 2019 including current period also. The matter as reported is under examination and pending before regulatory authorities. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the same; and
- f) Note no. 3(b) regarding non-availability of figures of expenses and income for the period from July 01, 2023 till October 31, 2023 pertaining to a subsidiary which as stated in the said note has ceased to be the subsidiary of the Group w.e.f. November 01, 2023 and thereby these have not been considered in the consolidated financial results for the quarter and nine months ended December 31, 2023. As stated in the said note, gain on account of loss of controlling interest on cessation of control of the said subsidiary (as disclosed under exceptional items) has been arrived at based on balances of various assets and liabilities as on June 30, 2023. Impact in this respect under respective heads of these consolidated financial results with corresponding impact on gain on loss of controlling interest as above as such cannot be ascertained and commented upon by us. These as such does not have any impact on the overall profit/loss of the Group as per consolidated financial results for the period.



7. Based on our review conducted as above, we report that because of the significance of the matters stated in Para 6 above including those relating to Inter-Corporate Deposits which as stated in Para 6(a) are doubtful of recovery, together with the consequential impact of these matters on the unaudited consolidated financial results for the period which are expected to be material, we have come to the conclusion that the Statement read with notes thereon have not been prepared fairly in all material respect in accordance with aforesaid Indian Accounting Standards and other recognised accounting practices and policies generally accepted in India and has not disclosed fairly the information required to be disclosed in terms of the Listing Regulations, 2015, including the manner in which it is to be disclosed.
8. Attention is drawn to Note no. 7 of the consolidated financial results dealing with going concern assumption for preparation of the financial results of the parent. The Parent's current liabilities exceeded its current assets. The matters forming part of and dealt with under Para 6 above have significant impact on the net worth of the parent. Loans given to promoter group and certain other entities in earlier years have mostly remained unpaid and are doubtful of recovery. These have resulted in insufficiency of parent's resources for meeting its obligations. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations could not be met as well due to insufficiency of resources. The validity period of offer given to the lenders by the Parent for One time Settlement ('OTS') has expired on September 30, 2023, though the Resolution Proposal as submitted by the management as stated in Note no. 7 is currently under consideration of the lenders. Under the circumstances, prevailing situation and conditions indicate the existence of a material uncertainty about the parent's ability to continue as a going concern. However, the consolidated financial results of the Group due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome with respect to arriving at the resolution with the lenders and consequential restructuring/settlement of borrowings and interest thereon as per Note no. 7 so that to ensure additional resources including by way of asset monetization, promoter's contribution etc., for providing liquidity in the system for repayment of debt, and meeting liabilities of the parent. The ability to continue as a going concern is dependent upon arriving at and implementing the resolution as expected as on this date and/or timely implementation thereof. In the event of the management's expectation and estimation therein, not turning out to be feasible in future, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us.
9. We did not review the unaudited consolidated financial results and other financial information in respect of four subsidiaries (including three stepdown subsidiaries) whose interim consolidated unaudited financial statements reflects total income of Rs. 17,399 lakhs (including Rs. 5,779 lakhs for the quarter), Net loss after tax of Rs. 1,386 lakhs (including Rs. 1,466 Lakhs for the quarter) and total comprehensive income of (Rs. 1,712 lakhs) (including Rs. 290 lakhs for the quarter) for the nine months ended December 31, 2023 as considered in the unaudited consolidated financial results. These consolidated interim financial statements have been reviewed by the auditor of Borelli Tea Holdings Limited (Step one subsidiary) whose report have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.
10. The accompanying statement also includes the interim financial results and other financial information of one step down subsidiary which as stated in Note no. 3(a) has ceased to be subsidiary with effect from November 01, 2023, whose interim financial results reflects total income of Rs. 342 lakhs (including Nil for the quarter), Net Loss after tax of Rs. 93 lakhs (including Rs. 500 lakhs for the quarter) and total comprehensive income of Rs. 93 lakhs (including Rs. 500 lakhs for the quarter) for the nine months ended December 31, 2023 as considered in the unaudited consolidated financial results as stated in Note no. 3(b) for the period upto June 30, 2023 and have not been reviewed by their auditors and have been taken as certified by the management.



11. Our conclusion on the Statement except to the extent given in Para 6(f) is not modified in respect of the matters stated in Para (8) to (10) above.

For Lodha & Co LLP,
Chartered Accountants
Firm's ICAI Registration No. 301051E/ E300284

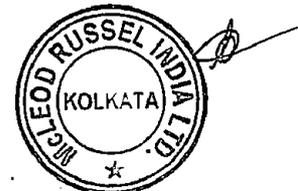
Place: Kolkata
Date: February 13, 2024



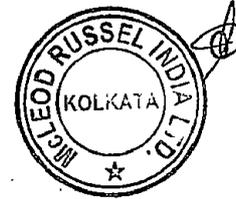
R. P. Singh
R. P. Singh
Partner
Membership No. 052438
UDIN: 24052438BKFNDD3929

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2023
(Rs. in Lakhs except for EPS)

Particulars	Quarter ended			Nine Months ended		Year ended
	December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Revenue from Operations	34,862	36,588	48,859	94,094	1,14,353	1,36,957
2 Other Income	30	206	332	498	1,154	1,704
Total Income (1 + 2)	34,892	36,794	49,191	94,592	1,15,507	1,38,661
3 Expenses						
a) Cost of Materials Consumed	1,102	1,644	1,945	3,659	6,619	7,618
b) Purchase of Tea	1,076	470	840	2,968	2,178	3,007
c) Changes in Inventories of Finished Goods	9,783	(12,718)	18,409	(9,795)	(7,341)	2,109
d) Employee Benefits Expense	18,289	22,004	17,737	58,524	57,706	72,229
e) Finance Costs	4,714	4,795	4,037	14,972	12,648	20,051
f) Depreciation and Amortisation Expenses	1,619	1,757	1,827	5,025	5,248	6,989
g) Other Expenses	8,639	12,892	12,777	30,923	35,812	42,657
Total Expenses	45,222	30,844	57,572	1,06,276	1,12,870	1,54,660
4 Profit/(Loss) before share of profit/(loss) of Associate, Exceptional Items and Tax (1+2-3)	(10,330)	5,950	(8,381)	(11,684)	2,637	(15,999)
5 Share of Profit/(Loss) of Associate	-	-	-	-	-	-
6 Profit/(Loss) before Exceptional Items and Tax(4+5)	(10,330)	5,950	(8,381)	(11,684)	2,637	(15,999)
7 Exceptional Items	500	-	-	500	-	(93,342)
8 Profit/(Loss) before Tax (6+7)	(9,830)	5,950	(8,381)	(11,184)	2,637	(1,09,341)
9 Tax Expense						
a) Current Tax	(390)	1,490	(253)	1,129	984	169
b) Income Tax relating to earlier years (net)	(1,273)	-	3	3	3	3
c) Deferred Tax	(1,663)	(1,655)	(1,052)	(2,999)	(527)	(3,863)
10 Profit/(Loss) for the period (8-9)	(8,168)	6,115	(7,079)	(9,317)	2,177	(1,05,650)
11 Other Comprehensive Income						
A i) Items that will not be reclassified to profit or loss						
a) Remeasurements of post-employment defined benefit plans	(705)	(566)	(477)	(1,837)	(1,430)	(2,335)
b) Change in Fair Value of Equity Instruments through other comprehensive income	(835)	929	720	980	239	(976)
ii) Income Tax relating to Items that will not be reclassified to profit or loss	225	181	152	587	457	745
B i) Items that will be reclassified to profit or loss						
a) Exchange differences on translation of foreign operations	118	(155)	53	83	192	277
Total Other Comprehensive Income	(1,197)	389	448	(187)	(542)	(2,289)
12 Total Comprehensive Income for the period (comprising of profit and loss and other comprehensive income for the period) (10+11)	(9,364)	6,504	(6,631)	(9,504)	1,635	(1,07,939)
13 Profit/(Loss) for the period attributable to : Owners' of the Parent Company Non-controlling interests	(8,168)	6,115	(7,079)	(9,317)	2,177	(1,05,650)
14 Other Comprehensive Income for the period attributable to : Owners' of the Parent Company Non-controlling interests	(1,197)	389	448	(187)	(542)	(2,289)
15 Total Comprehensive Income for the period attributable to : Owners' of the Parent Company Non-controlling interests	(9,364)	6,504	(6,631)	(9,504)	1,635	(1,07,939)
16 Earnings per Equity Share (EPS) (Rs.) (not annualised) Basic and Diluted	(7.82)	5.85	(6.78)	(8.92)	2.08	(101.14)
17 Paid-up Equity Share Capital : Face Value : Rs. 5/- per share	5,223	5,223	5,223	5,223	5,223	5,223
18 Other Equity excluding Revaluation Reserve						25,480



(Rs. in Lakhs)						
Segment Information:						
Particulars	Quarter ended			Nine Months ended		Year ended
	December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Segment Revenue:						
India	28,942	32,448	41,174	76,637	93,523	1,09,537
Vietnam	-	214	916	318	2,300	2,748
Uganda	4,444	3,265	5,744	12,992	15,843	20,836
UK	(96)	48	(77)	120	228	244
Others	1,572	613	1,102	4,027	2,459	3,592
Total	34,862	36,588	48,859	94,094	1,14,353	1,36,957
Segment Result:						
India	(8,902)	6,364	(8,084)	(8,550)	2,942	(1,09,421)
Vietnam	-	(312)	(644)	(407)	(1,801)	(2,309)
Uganda	(1,638)	(123)	417	(3,136)	1,173	2,447
UK	506	(5)	(38)	622	239	(222)
Others	204	26	(32)	287	84	164
Profit/(Loss) before Share of Profit and Tax	(9,830)	5,950	(8,381)	(11,184)	2,637	(1,09,341)
Share of Profit of Associate	-	-	-	-	-	-
Profit/(Loss) before Taxation	(9,830)	5,950	(8,381)	(11,184)	2,637	(1,09,341)
Less Taxation :						
Current tax	(390)	1,490	(253)	1,129	984	169
Income tax relating to earlier years (net)	-	-	3	3	3	3
Deferred tax	(1,273)	(1,655)	(1,052)	(2,999)	(527)	(3,863)
Profit/(Loss) after taxation	(8,168)	6,115	(7,079)	(9,317)	2,177	(1,05,650)
Depreciation and amortisation relating to segments:						
India	1,300	1,300	1,293	3,905	3,948	5,255
Vietnam	-	156	237	179	415	500
Uganda	304	285	283	895	842	1,176
UK	15	15	14	45	42	56
Others	-	1	-	1	1	2
Total	1,619	1,757	1,827	5,025	5,248	6,989
Segment Assets						
India	3,39,388	3,51,515	4,44,227	3,39,388	4,44,227	3,33,384
Vietnam	-	6,321	7,051	-	7,051	6,751
Uganda	26,045	28,482	27,792	26,045	27,792	28,460
UK	5,201	3,780	3,914	5,201	3,914	4,035
Others	1,569	1,626	1,348	1,569	1,348	1,343
Total	3,72,203	3,91,724	4,84,332	3,72,203	4,84,332	3,73,973
Segment Liabilities						
India	3,05,342	3,08,344	2,92,668	3,05,342	2,92,668	2,91,588
Vietnam	-	4,860	4,764	-	4,764	4,955
Uganda	19,234	20,843	20,139	19,234	20,139	19,977
UK	110	657	118	110	118	424
Others	87	226	135	87	135	95
Total	3,24,773	3,34,930	3,17,824	3,24,773	3,17,824	3,17,039



Notes to Unaudited Consolidated Financial Results for the Quarter and Nine Months Ended December 31, 2023

1. (a) The above Unaudited Consolidated financial results of McLeod Russel India Limited ('the Parent') and its subsidiaries (together referred to as the 'Group') for the quarter and nine months ended December 31, 2023 (hereinafter referred to as "Consolidated Financial Results") have been prepared in accordance with the Indian Accounting Standards ("Ind AS") - 34 "Interim Financial Reporting" as prescribed under section 133 of Companies Act, 2013 and compiled keeping in view the provision of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). These consolidated financial results have been reviewed by Audit Committee on February 12, 2024 and approved by the Board of Directors at their meeting held on February 13, 2024. These have been subject to Limited Review by the Statutory Auditors.

(b) The consolidated financial results for the quarter and nine months ended December 31, 2023 include the figures of the Parent together with its subsidiary, Borelli Tea Holding Limited (UK) (Step one subsidiary) and step-down subsidiaries i.e. Phuben Tea Company Limited (Vietnam) till November 01, 2023, McLeod Russel Uganda Limited (Uganda), McLeod Russel Africa Limited (Kenya) and McLeod Russel Middle East DMCC (Dubai).
2. (a) Cost of materials consumed represents green leaf purchased from external sources.

(b) Segments have been identified in line with the Ind AS 108- Operating Segments, taking into account the different political and economic environment, risks and returns. The Group, being engaged in manufacture and selling of Tea, the operating segment have been considered on the basis of various geographical location and accordingly India, Vietnam, Uganda, UK and others have been considered to be reportable segment.
3. (a) Borelli Tea Holdings Limited ('BTHL'), a wholly subsidiary of the Parent has entered into a capital contribution agreement with TLK Agriculture Joint Stock Company ('TLK'), taking Phu Ben Tea Company Limited ('PBTCL') (a Step Down subsidiary of the parent) as a party to the said agreement whereby BTHL has sold 100% of Capital Contribution in PBTCL to TLK at a consideration of USD 2,15,00,00. The consideration as stipulated has been discharged by TLK on November 01, 2023 ('Transfer date') and has been kept deposited in an Escrow Account pending regulatory clearances and completion of the transfer formalities including release of charge on the shares of PBTCL by one of the lenders of the parent and thereby PBTCL ceased to be a subsidiary of BTHL with effect from the transfer date as stated herein above.

(b) The financial statements of PBTCL for the period from July 01, 2023 till October 31, 2023 have not been provided and thereby in absence of details of various expenses and income under respective heads of accounts as considered for the purpose of these consolidated financial results do not include the figures of PBTCL pertaining to said period. Further in absence of balances of assets and liabilities as on October 31, 2023, Gain of Rs. 500 lakhs (shown as Exceptional Item for the quarter and nine months ended December 31, 2023) attributable to loss of controlling interest in PBTCL on cessation of subsidiary of BTHL has been computed based on the latest financial statements as on June 30, 2023. This however does not have any impact on the overall profit/loss as per consolidated financial results for the period.
4. Exceptional Items include:
 - a) Provision of Rs. 91,942 lakhs made during the year ended March 31, 2023 against loans and Inter-Corporate Deposits (ICDs) including interest thereon given to Promoter group and certain other entities by the Parent as stated in Note no. 6.
 - b) Provision of Rs. 1,400 lakhs made during the year ended March 31, 2023 against advance to a body corporate given in earlier years by the Parent and lying outstanding for a considerable period of time, recoverability whereof in absence of required details and confirmations etc., being considered remote, had been provided for.
 - c) Gain of Rs. 500 lakhs on loss of control of PBTCL as per Note no. 3(b) above during the quarter and nine months ended December 31, 2023.



5. Remuneration to the extent of Rs. 218 Lakhs (Including Rs. 87 lakhs for the Quarter) has been paid to the Managing Director by the Parent for the period from May 17, 2023 to December 31, 2023 as decided by the Shareholder vide their special resolution vide postal ballot notice dated July 14, 2023. The parent prior to the postal ballot notice as required in terms of Schedule V of the Companies Act, 2013 has made Application to the banks and public financial institution for their approval and the same is awaited as on this date. Accordingly, the said amount being paid and held in trust have been recognised as advances, pending the aforesaid approval.
6. In respect of Inter-Corporate Deposits ('ICDs') given to Promoter group and certain other entities ('borrowing companies') by the parent, the amount outstanding aggregates to Rs. 2,76,109 Lakhs as at December 31, 2023 (March 31, 2023: Rs. 2,76,174 Lakhs). Further, interest of Rs.9,941 lakhs on these amounts were accrued upto March 31, 2019 are also outstanding as on this date. Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, have not been accrued since April 01, 2019. These borrowing companies which in turn advanced the amount so taken by them to Promoter Group and other entities including one of the promoter group company which was under Corporate Insolvency and Resolution Process ('CIRP') as per the Insolvency and Bankruptcy Code, 2016 ('IBC') and in respect of which the Resolution Plan as submitted and approved by Hon'ble National Company Law Tribunal ('NCLT'), Kolkata pursuant to CIRP is under implementation. Provision of Rs. 1,01,039 lakhs (including Rs. 91,942 lakhs shown as exceptional items under Note no. 4(a) above) on lumpsum basis without prejudice to parent's legal right to recover the amounts given by it has been carried forward during the period. This includes Rs. 9,941 lakhs against interest accrued upto March 31, 2019 which were fully provided for in the earlier years. The amount finally recoverable against outstanding amounts net of provision thereagainst as mentioned is under determination and consequential impact will be given effect to on ascertainment of amount thereof. Pending this and completion of resolution in respect of parent's debt by the lenders as dealt with in Note no. 7, no further provision/adjustment at this stage has been considered necessary.
7. The Parent's financial position irrespective of its operational performance is continued to be under stress. The Inter-Corporate Deposits ('ICDs') given to various Promoter group and certain other entities in earlier years along with interest to the extent accrued earlier are lying substantially outstanding. Considering the possibilities of recovery etc., Rs. 1,01,039 Lakhs as stated in Note no. 6 were provided in the earlier period against the amount outstanding in respect of the ICDs given by the parent. Non-recovery of such ICDs have caused financial constraints resulting in hardship in servicing of the short term and long-term debts and meeting other liabilities. Even though certain repayments have been made to lenders against borrowings apart from by invocation of securities etc. by them and through cut-back against tea sale proceeds, this has resulted in insufficiency of fund for making payment towards Employees related obligations, statutory and other liabilities causing accumulation of unpaid amounts to a significant extent at the end of the period.

The Resolution process of the parent in terms of circular dated June 07, 2019 issued by the Reserve Bank of India was initiated in earlier years. Inter-Creditor Agreement ('ICA') for arriving at and implementing the resolution plan was signed by all the lenders ('bankers'). Moreover, the forensic audit for utilisation of funds borrowed in the past conducted on behest of lenders, Techno Economic Viability ('TEV'), Valuation of tea estates and other assets and credit rating for draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker were completed. Meanwhile certain lender banks and creditor have filed petitions under Insolvency and Bankruptcy Code, 2016 ('IBC') with Hon'ble National Company Law Tribunal, Kolkata ('NCLT') which are pending as on this date. Pending these, even offer for One Time payment of Rs. 1,03,000 lakhs ('OTS') in settlement of entire amount outstanding against their loans including interest thereon was made at the behest of the lenders by the parent, the validity period of which in absence of consensus of certain lenders has expired on September 30, 2023. Consequent to this, the parent on the request of the lenders has since submitted a fresh resolution plan which is currently under consideration of the lenders.



The report for the valuation of the parent's business as carried out by the Independent Valuers at the behest of the lender has been submitted by one of the valuer and is in progress in respect of another such valuer appointed for the purpose.

The management is confident to arrive at suitable resolution as acceptable to the lenders of the parent and with their support in restructuring/ settlement of their debt and resultant rationalisation of cost of borrowing and parent's continuous effort for rationalising operational costs as well and additional fund to be made available in the system or otherwise and other ameliorative measures taken and/or proposed to be taken, the parent will be able to generate sufficient cashflow to meet its obligations and strengthen its financial position over a period of time. Considering the measures dealt herein above being under active consideration and management's commitment for arriving at and implementing the resolution to be agreed upon by the lenders, these consolidated financial results have been prepared on going concern basis.

8. The predecessor auditors' had issued an adverse opinion on the audited consolidated financial statement for the year ended March 31, 2019. Inter-Corporate Deposits to companies as dealt herein above in Note no. 6 include amounts reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 1,85,011 Lakhs (net of provision) given to various parties as stated in Note no. 6 above are outstanding as on December 31, 2023. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities have been provided and final outcome and/or directions if any are awaited as on this date.
9. (a) In case of parent, pending completion of resolution as dealt with in Note no. 7 above and consequential adjustment in this respect, Interest on borrowings from banks and financial institutions have been continued to be provided on simple interest basis based on the rates specified in term sheet or otherwise stipulated/advised from time to time and penal/compound interest if any has not been considered. Further, amount repaid to lenders and/or recovered by them including by invoking securities and cut back payments from the sale proceeds of the tea etc., have been adjusted against principal amount outstanding. The amount payable to the lenders in respect of outstanding amounts including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of the resolution to be arrived at with the lenders as on this date.
- (b) Further, Interest of Rs. 11,156 Lakhs (including Rs. 1,970 Lakhs for the period) on Inter Corporate Deposits/ Short-Term Borrowings (Rs. 21,579 lakhs outstanding as on December 31, 2023) taken by the parent has not been recognised. Interest in this respect in line with (a) above have been determined on simple basis at stipulated rate or otherwise advised from time to time. This however does not include interest if any on outstanding advances of Rs. 5,000 lakhs from customers, pending recognition as Inter Corporate Deposits and finalisation of terms and conditions thereof. Further, Interest including compound/ penal interest if any payable with respect to these are currently not determinable and as such the amount in this respect have not been disclosed and included in the above amount.
- (c) In terms of the settlement arrived at for repayment of dues of Rs. 10,000 lakhs of a corporate lender in earlier period by another party on behalf of the parent, Rs. 2,000 lakhs so far paid over and above the principal amount in terms of the settlement had been charged out as finance cost during the year ended March 31, 2023. Pending discharge of balance obligations and finalisation of related terms and conditions, further adjustments required if any in this respect are presently not ascertainable.
- (d) The parent had given undertaking to IL&FS Infrastructure Debt Fund ('ILFS-IDF') and Aditya Birla Finance Limited ('ABFL') in connection with borrowings and other facilities availed by the group entities. Pursuant to the agreements entered with ILFS-IDF and ABFL, the claim made by them have been settled for Rs. 4,967 lakhs

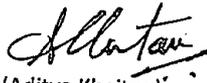


- (d) The parent had given undertaking to IL&FS Infrastructure Debt Fund ('ILFS-IDF') and Aditya Birla Finance Limited ('ABFL') in connection with borrowings and other facilities availed by the group entities. Pursuant to the agreements entered with ILFS-IDF and ABFL, the claim made by them have been settled for Rs. 4,967 lakhs and Rs. 3,200 lakhs respectively by Dufflaghur Investment Limited ('Dufflaghur'). The parent's obligations in this respect and related terms and condition thereof and consequential impact if any in this respect have presently not been determined and therefore has not been given effect to in these consolidated financial results.
- (e) Adjustments, if any required with respect to (a) to (d) above will be recognised on determination thereof and will then be given effect to in the consolidated financial results of subsequent periods.
10. In case of parent, certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 9, clearing accounts (other than inter-unit balances), trade and other payables, advances from customers, loans and advances (other than as dealt with in Note no. 6 above), other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.
11. The observations concerning Auditors' Conclusion/ Opinion on the consolidated financial statements for earlier period have been dealt with in Note no. 6 to 10 above. The unresolved matters primarily relate to and are expected to be resolved on the outcome of the resolution as per Note no. 7 above and will then suitably be addressed in the subsequent periods.
12. (a) The carrying amount of Investment in one of the associate namely D1 Williamson Bio Fuel Limited is Nil as the entire value of such investments was provided for in earlier years on account of diminution in its value as a result of its negative Net Worth. In view of the above, no further accounting under equity method has been done in these consolidated financial results.
- (b) In view of disposal of a subsidiary (as stated in Note no. 3 above), figures of the previous periods are not comparable with the figures of current period. Previous periods' figures have been regrouped/re-arranged wherever applicable to make them comparable with those of the current periods' presentation.

Place: Kolkata
Dated: February 13, 2024



For McLeod Russel India Limited


(Aditya Khaitan)
Managing Director
(DIN No: 00023788)

