



एण्ड्रू यूल एण्ड
कम्पनी लिमिटेड
(भारत सरकार का उद्यम)

ANDREW YULE & COMPANY LIMITED

(A GOVERNMENT OF INDIA ENTERPRISE)

'YULE HOUSE', 8, DR. RAJENDRA PRASAD SARANI, KOLKATA-700 001
POST BOX : 150, TELEPHONE : 2242-8210, 2242-8550, FAX : 91-033-2242-9770
Website : www.andrewyule.com E-mail : com.sec@andrewyule.com
CIN No. L63090WB1919GOI003229

आण्ड्रू ইউল অ্যান্ড
কোম্পানী লিমিটেড
(ভারত সরকারের একটি সংস্থা)

Ref: AY/SectI/41

30th May, 2022

The General Manager
Corporate Relationship Department
BSE Limited,
P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir(s),

Sub.: Audited Financial Results for the quarter and year ended 31st March, 2022

Further to our letter dated 11th May, 2022, we write to inform you that the Audited Standalone and Consolidated Financial Results of the Company for the year ended 31st March, 2022 have been approved and taken on record by the Board of Directors of the Company at its meeting held today i.e. 30th May, 2022. The said Results were reviewed by the Audit Committee of the Company at their meetings held on 25th May, 2022 and 30th May, 2022, respectively.

In terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we enclose the following:

- i. Audited Financial Results of the Company, both Standalone and Consolidated, for the quarter and year ended 31st March, 2022;
- ii. Audited Segment-wise Revenue, Results, Assets and Liabilities of the Company, both Standalone and Consolidated, for the quarter and year ended 31st March, 2022;
- iii. Audited Balance Sheet, both Standalone and Consolidated, as at 31st March, 2022;
- iv. Audited Cash Flow Statement, both Standalone and Consolidated, for the year ended 31st March, 2022;
- v. Reports from the Statutory Auditors of the Company, on the aforesaid Standalone and Consolidated Financial Results; and
- vi. Statements on Impact of Audit Qualifications, for both Standalone and Consolidated Financial Results.

The Board did not recommend Final Dividend for the financial year 2021-22.

The meeting commenced at 5.00 p.m. and concluded at 8.45 p.m.

This is for your kind information and record.

Thanking you.

Yours faithfully,
For Andrew Yule & Company Limited


(Sucharita Das)
Company Secretary

Encl.: As above.

ANDREW YULE & COMPANY LIMITED

[A Government of India Enterprise]

CIN: L63090WB1919GOI003229

Regd. Office : "Yule House", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001

Tel: (033) 2242 8210/8550; Fax: (033) 2242 9770; E-mail: com.sec@andrewyule.com; Website: www.andrewyule.com

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

(Rs. in lakh)

| Particulars | STANDALONE | | | | |
|--|------------------------------|---|---|----------------------------|----------------------------|
| | 3 months ended 31.03.2022 | Preceding 3 months ended on 31.12.2021 | Corresponding 3 months ended in the previous year 31.03.2021 | Year to date 31.03.2022 | Year to date 31.03.2021 |
| | [Unaudited] | [Unaudited] | [Unaudited] | [Audited] | [Audited] |
| [1] Income from Operations | | | | | |
| [a] Net Sales/Income from Operations | 5,925.94 | 10,546.59 | 5,623.25 | 33,436.00 | 32,838.94 |
| [b] Other Operating Income | 298.99 | 7,636.63 | 176.23 | 8,003.28 | 211.84 |
| [2] Other Income | 1,070.34 | 2,173.73 | 210.78 | 5,658.86 | 3,055.86 |
| [3] Total Income | 7,295.27 | 20,356.94 | 6,010.27 | 47,098.14 | 36,106.65 |
| [4] Expenses | | | | | |
| [a] Cost of Materials Consumed | 3,045.01 | 2,287.55 | 2,329.63 | 9,489.18 | 8,830.59 |
| [b] Purchases of Stock-in-trade | - | - | - | - | - |
| [c] Changes in Inventories of Finished Goods, WIP | 715.39 | 1,263.72 | 1,599.04 | (103.23) | 247.76 |
| [d] Employee Benefits Expense | 2,376.91 | 4,786.46 | 3,706.25 | 17,918.37 | 18,157.27 |
| [e] Finance Cost | 51.72 | 250.37 | 116.64 | 797.19 | 809.62 |
| [f] Depreciation and Amortisation Expense | 190.57 | 128.57 | 199.54 | 645.59 | 667.21 |
| [g] Other Expenses | 1,204.15 | 10,214.22 | 1,133.25 | 14,971.93 | 5,923.85 |
| Total Expenses | 7,583.76 | 18,930.90 | 9,084.35 | 43,719.04 | 34,636.30 |
| [5] Profit/(Loss) before exceptional items and tax Tax[3-4] | (288.49) | 1,426.04 | (3,074.08) | 3,379.10 | 1,470.35 |
| Exceptional Items | 285.25 | 1,980.69 | - | 2,265.94 | - |
| [6] Profit/(loss) after exceptional items and before tax | (573.74) | (554.65) | (3,074.08) | 1,113.16 | 1,470.35 |
| [7] Tax Expense | 1,208.06 | - | (649.39) | 1,208.06 | (649.39) |
| [8] Profit/(Loss) After exceptional items and after tax (6-7) | (1,781.80) | (554.65) | (2,424.69) | (94.90) | 2,119.74 |
| Profit/ (Loss) arising out of Discontinued Operation | 7.01 | - | - | 7.01 | - |
| Tax expenses on discontinued operations | 1.82 | - | - | 1.82 | - |
| [9] Net Profit/(Loss) from discontinued operations after tax | 5.19 | - | - | 5.19 | - |
| [10] Net Profit/(Loss) for the period [8+9] | (1,776.61) | (554.65) | (2,424.69) | (89.71) | 2,119.74 |
| [11] Other Comprehensive Income | | | | | |
| (a) Remeasurement of investment | 6.97 | (148.72) | - | 3.87 | (4.01) |
| (b) Adjustment of actuarial gains/losses nett of Current tax and deferred tax | 69.43 | - | (115.55) | 69.43 | 70.52 |
| Total Other Comprehensive Income | 76.40 | (148.72) | (115.55) | 73.30 | 66.51 |
| [12] Total Comprehensive Income for the period[10+11] | (1,700.21) | (703.37) | (2,540.24) | (16.41) | 2,186.25 |
| [13] Earnings per equity share for continuing operation | | | | | |
| (a) Basic | (0.36) | (0.11) | (0.50) | (0.02) | 0.43 |
| (b) Diluted | (0.36) | (0.11) | (0.50) | (0.02) | 0.43 |
| [14] Earnings per equity share for continuing operation and discontinuing operation | | | | | |
| (a) Basic | (0.36) | (0.11) | (0.50) | (0.02) | 0.43 |
| (b) Diluted | (0.36) | (0.11) | (0.50) | (0.02) | 0.43 |
| [15] Paid-up Equity Share Capital | 9,779.02 | 9,779.02 | 9,779.02 | 9,779.02 | 9,779.02 |
| (Face Value of Rs.2/- per share) | | | | | |



Notes:

- 1) The financial results of the company have been prepared in accordance with Indian Accounting Standards (Ind As) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendments) Rules 2016.
- 2) The above Audited Standalone Financial Results for the quarter and year ended 31st March, 2022 have been reviewed by the Audit Committee at their meetings held on 25th May, 2022 and 30th May, 2022, respectively, and approved by the Board of Directors of the Company at their meeting held on 30th May, 2022.
- 3) This statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 4) The Company has adopted INDAS-116 effective 01/04/2019 in the following manner:
 - a) The standards have been applied to only such cases wherever executed lease agreements and/or Notifications issued by the concerned Lessor Government are in hands of the Company and for the balance period of such lease as on 01/04/2019, except for cases mentioned in (b) below.
 - b) In case of lease of lands from the Government of Assam for the Tea gardens in Assam, the Company, in conjunction with Indian Tea Association, has noted that, section 9 of the Assam Land and Revenue Regulation, 1886 provides a land lessee, right of use, occupancy and other relevant rights subject to payment of revenues, taxes, cesses and rates from time to time as may be due in respect of said land and thus, there is no fixed or defined period of lease. As such, INDAS116 should not accordingly be applicable in case of Assam.
- 5) Figures of the previous year has been rearranged and regrouped wherever necessary.
- 6) Old unrealisable debtors and advance has been written off Rs 11429.33 Lakhs and provisions thereon has been written back Rs 7573.41 Lakhs in the year ending 31.03.2022. Further old liabilities of Rs-1062.59 lakhs has also been written back and an amount of Rs2955 lakhs has been adjusted against provisions.
- 7) Exceptional Items includes VRS expenses of Rs 1852.56 Lakhs and other closure cost relating to Electrical Kolkata Operations closed since 25.11.2021.
- 8) The Assets and liabilities of M/s Hooghly Printing Co. Ltd, a 100% subsidiary, has been merged with Andrew Yule & Co Ltd subsequent to an order of National Company Law Tribunal w.e.f 04/06/2021. Accordingly the audited Balance of the Assets and Liabilities, appearing in the books as on 04/06/2021 and as certified by the independent statutory auditor's appointed by CAG of M/s Hooghly Printing Co. Ltd, has been incorporated in the books of Andrew Yule & Co. Ltd.(AYCL).
- 9) Impact on Financial position of the Company due to COVID-19 Pandemic
The Impact of Government imposed Lockdown due to Covid-19 pandemic was temporary. As result of lockdown/restrictions, production could not be carried out till approvals from local government authorities was received. In light of the above, the company considering all internal & external factors, has made a detailed assessment of its liquidity position including its cash flow, business outlook and of the recoverability and carrying amounts of its assets as on 31/03/2021 and has concluded that no material adjustment are required in Standalone/Consolidated Unaudited Financial Results

M/s. S.K.BASU & CO.
Chartered Accountants
F.No.-301026E

Rudra Neil Mallick
Partner (M.No.: 053983)

Place : Kolkata
Date : 30th May 2022

UDIN 22053983AJVRNR9700



ANDREW YULE & COMPANY LIMITED

SHRI K. MOHAN
DIRECTOR (PERSONNEL)/ADDL. CHARGE OF FINANCE
DIN. 08385809

SANJOY BHATTACHARYA
CHAIRMAN & MANAGING DIRECTOR
DIN : 07674268

ANDREW YULE & COMPANY LIMITED

[A Government of India Enterprise]

CIN: L63090WB1919GOI003229

Regd. Office : "Yule House", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001

Tel: (033) 2242 8210/8550; Fax: (033) 2242 9770; E-mail: com.sec@andrewyule.com; Website: www.andrewyule.com

SEGMENT-WISE REVENUE, RESULTS, ASSETS & LIABILITIES FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

(Rs. in lakh)

| Particulars | Standalone | | | | |
|---|------------------------------|--|--|----------------------------|----------------------------|
| | 3 months ended 31.03.2022 | Preceding 3 months ended 31.12.2021 | Corresponding 3 months ended in the previous year 31.03.2021 | Year to date 31.03.2022 | Year to date 31.03.2021 |
| | (Unaudited) | (Unaudited) | (Unaudited) | Audited | Audited |
| [1] Segment Revenue [Net Sales/Income from each segment] | | | | | |
| [a] Tea | 1,435.71 | 8,354.32 | 2,540.06 | 23,124.88 | 23,650.25 |
| [b] Electrical-Kolkata | 94.48 | 7,113.84 | 327.81 | 7,233.66 | 2,220.87 |
| [c] Electrical-Chennai | 3,017.60 | 1,199.16 | 1,595.10 | 5,862.21 | 3,644.28 |
| [d] Engineering | 1,656.15 | 1,498.24 | 1,207.63 | 5,168.72 | 3,336.20 |
| [e] Unallocated | 20.98 | 17.66 | 128.88 | 49.80 | 199.18 |
| Total | 6,224.93 | 18,183.22 | 5,799.48 | 41,439.28 | 33,050.79 |
| Less: Inter Segment Revenue | - | - | - | - | - |
| Net Sales/Income from Operations | 6,224.93 | 18,183.22 | 5,799.48 | 41,439.28 | 33,050.79 |
| [2] Segment Results | | | | | |
| [Profit(+)/Loss(-) before tax and interest from each Segment] | | | | | |
| [a] Tea | (1,492.05) | 1,487.83 | (2,880.32) | 2,311.34 | 2,406.63 |
| [b] Electrical-Kolkata | 3.26 | (956.65) | (174.76) | (1,686.80) | (1,097.51) |
| [c] Electrical-Chennai | 449.19 | 94.05 | 137.37 | 249.37 | (170.00) |
| [d] Engineering | 239.02 | 72.48 | 105.78 | 213.78 | (271.28) |
| Total | (800.58) | 697.71 | (2,811.93) | 1,087.69 | 867.84 |
| Less: | | | | | |
| [i] Interest | 51.73 | 250.37 | 116.64 | 797.19 | 809.62 |
| [ii] Other unallowable Expenditure net off Unallocable Income | (563.83) | (978.69) | 145.51 | (3,088.60) | (1,412.13) |
| Total Profit/(Loss) before exceptional items and tax | (288.48) | 1,426.04 | (3,074.08) | 3,379.10 | 1,470.35 |
| Exceptional Items Electrical Kolkata | 285.25 | 1,980.69 | - | 2,265.94 | - |
| Total Profit/(Loss) After exceptional items and before tax | (573.73) | (554.65) | (3,074.08) | 1,113.16 | 1,470.35 |
| Profit/(Loss) from discontinued operation Electrical Kolkata | 7.01 | - | - | 7.01 | - |
| Profit Before Tax | (566.72) | (554.65) | (3,074.08) | 1,120.17 | 1,470.35 |
| Tax Expenses(Current and Deferred) | 1,209.88 | - | (649.39) | 1,209.88 | (649.39) |
| Profit After Tax | (1,776.61) | (554.65) | (2,424.69) | (89.71) | 2,119.74 |
| Segment Assets | | | | | |
| Tea | 25,445.86 | 27,035.26 | 21,597.34 | 25,445.86 | 21,597.34 |
| Electrical-Kolkata | 2,696.18 | 2,974.89 | 4,284.05 | 2,696.18 | 4,284.05 |
| Electrical-Chennai | 6,085.02 | 5,125.62 | 6,584.39 | 6,085.02 | 6,584.39 |
| Engineering | 6,263.73 | 5,875.34 | 5,299.21 | 6,263.73 | 5,299.21 |
| Unallocated Corporate | 4,606.66 | 6,007.76 | 6,966.94 | 4,606.66 | 6,966.94 |
| Total | 45,097.45 | 47,018.87 | 44,731.93 | 45,097.45 | 44,731.93 |
| Segment Liabilities | | | | | |
| Tea | 12,352.27 | 12,331.88 | 9,765.51 | 12,352.27 | 9,765.51 |
| Electrical-Kolkata | 2,650.00 | 5,002.34 | 6,326.81 | 2,650.00 | 6,326.81 |
| Electrical-Chennai | 3,537.59 | 3,006.76 | 3,896.07 | 3,537.59 | 3,896.07 |
| Engineering | 3,916.43 | 3,988.98 | 3,557.69 | 3,916.43 | 3,557.69 |
| Unallocated Corporate | 3,920.23 | 2,267.77 | 1,765.30 | 3,920.23 | 1,765.30 |
| Total | 26,376.52 | 26,597.73 | 25,311.38 | 26,376.52 | 25,311.38 |
| Segment Capital Employed (Segment Assets- Segment Liabilities) | | | | | |
| Tea | 13,093.59 | 14,703.38 | 11,831.83 | 13,093.59 | 11,831.83 |
| Electrical-Kolkata | 46.18 | (2,027.45) | (2,042.76) | 46.18 | (2,042.76) |
| Electrical-Chennai | 2,547.43 | 2,118.86 | 2,688.32 | 2,547.43 | 2,688.32 |
| Engineering | 2,347.30 | 1,886.36 | 1,741.52 | 2,347.30 | 1,741.52 |
| Unallocated Corporate | 686.43 | 3,739.99 | 5,201.64 | 686.43 | 5,201.64 |
| Total | 18,720.93 | 20,421.14 | 19,420.55 | 18,720.93 | 19,420.55 |

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Andrew Yule & Company Limited
Standalone Balance Sheet as at 31st March 2022

In Rs. Lakhs

| | Note No. | As at March 31, 2022 | As at March 31, 2021 |
|---------------------------------------|----------|----------------------|----------------------|
| Non-current assets | | | |
| (a) Property, Plant and Equipment | 3 | 11159.97 | 10268.68 |
| (b) Capital work-in-progress | 3 | 8224.61 | 7523.24 |
| (c) Intangible Assets | 3 | 8.28 | 6.55 |
| (d) Financial Assets | | | |
| (i) Investment | 4 | 807.30 | 1,219.21 |
| (ii) Others | 5 | 163.33 | 74.19 |
| (e) Income Tax Assets (net) | 6 | 1778.91 | 1,561.16 |
| (f) Other non-current assets | 7 | 442.06 | 397.06 |
| Total Non - Current Assets | | 22584.45 | 21,050.09 |
| Current assets | | | |
| (a) Inventories | 8 | 4964.74 | 4,562.39 |
| (b) Financial Assets | | | |
| (i) Investment | 9 | 153.65 | 0.35 |
| (ii) Trade Receivables | 10 | 7964.69 | 6,343.13 |
| (iii) Cash and cash equivalents | 11 | 914.95 | 617.92 |
| (iv) Other Bank Balances | 12 | 2290.06 | 6,180.47 |
| (v) Loans | 13 | 0.44 | 0.44 |
| (vi) Other financial assets | 14 | 2385.55 | 2,301.17 |
| (d) Other current assets | 15 | 3099.06 | 3,675.98 |
| (e) Assets held for disposal | 16 | 739.87 | - |
| Total Current Assets | | 22513.00 | 23,681.85 |
| Total Assets | | 45097.45 | 44,731.93 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share Capital | 17 | 9779.02 | 9,779.02 |
| (b) Other Equity | 18 | 8941.91 | 9,641.53 |
| Total equity | | 18,720.93 | 19,420.55 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 19 | 682.74 | 53.81 |
| (ii) Other financial liabilities | 20 | 28.80 | 28.80 |
| (b) Provisions | 21 | 2638.16 | 2,561.65 |
| (c) Other non-current liabilities | 22 | 734.52 | 442.23 |
| (d) Deferred Tax Liability | | 2047.84 | 1076.24 |
| Total non-current liabilities | | 6,132.06 | 4,162.73 |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 23 | 6007.08 | 6,976.62 |
| (ii) Trade and other payables | 24 | 5938.35 | 5,996.54 |
| (iii) Other financial liabilities | 25 | 5707.09 | 5,963.25 |
| (b) Other current liabilities | 26 | 1256.03 | 1,250.88 |
| (c) Provisions | 27 | 1335.91 | 961.36 |
| Total Current Liabilities | | 20,244.47 | 21,148.65 |
| Total liabilities | | 26,376.52 | 25,311.38 |
| Total Equity & Liabilities | | 45,097.45 | 44,731.93 |

For S.K Basu & Co.

Chartered Accountants

F.No.: 301026E

Rudra Nish Mallick

Partner (M.No.: 059983)

Place : Kolkata

Date : 30 MAY 2022

UDIN22053983AJVRNR9700

For Andrew Yule & Company Limited

SHRI K. MOHAN
DIRECTOR (PERSONNEL) ADDL.
CHARGE OF FINANCE
DIN. 08385809

SHRI SANJOY BHATTACHARYA
CHAIRMAN & MANAGING
DIRECTOR
DIN : 07674268

| | Year ended 31st March, 2022 | Year ended 31st March, 2021 |
|--|-----------------------------|-----------------------------|
| (A) CASH FLOW FROM OPERATING ACTIVITIES : | | |
| Net Profit before Tax and extraordinary items | 1,120.17 | 1,470.35 |
| Adjustments for : | | |
| Depreciation/Impairment of Assets | 644.90 | 666.75 |
| Amortisation of Intangible Assets | 0.69 | 1.43 |
| Interest expense | 627.83 | 756.32 |
| (Profit)/Loss on Sale of Fixed Assets | (1.73) | |
| (Profit)/Loss on Sale of Investments | (252.56) | |
| Profit on Sale of Inventories (Discontinued Operation) | (65.71) | |
| Profit on Sale of Investment (OCI) | (0.66) | |
| Interest Income | (152.42) | (325.27) |
| Dividend Income | (3,701.92) | (2,196.66) |
| Provision no longer Required Written back | (7,573.42) | (0.58) |
| Liabilities no longer required written back | (1,062.60) | (101.81) |
| Profit From Discontinued Operations | (7.01) | |
| Deferred Income on Capital Subsidy | (9.66) | - |
| Gain on Remeasurement of Investments | (47.65) | (4.01) |
| Provision for Capital WIP | 16.76 | |
| Provision for Doubtful Debts | 125.92 | 103.88 |
| Provision for Doubtful Loans, Advances and Deposits | 68.47 | 83.64 |
| Provision for Exceptional Item- Prov for Stock Obsolescence | 413.38 | |
| Provision for Recoverable Electrical Duty | | 23.95 |
| Provision for NSC | | 0.35 |
| Provision for Stock/Stores Obsolescence | 3.29 | 11.27 |
| Adjustments : | | |
| Changes in Deferred Tax | (965.85) | |
| Remeasurement of Investment | (3.87) | |
| Actuarial Gains and Losses | (158.07) | (98.56) |
| Effect on Merger of Subsidiary (Hooghly Printing Company Limited) | (684.27) | (0.21) |
| | (12,786.16) | (1,080.48) |
| Operating profit before changes in amount of Current Liabilities and Current Assets | (11,665.99) | 389.87 |
| Adjustment for | | |
| Changes in Current Assets | (2,216.57) | (2,425.10) |
| Inventories | (753.31) | 236.35 |
| Changes in Current Liabilities | 8,703.43 | 378.22 |
| | 5,733.54 | (1,810.53) |
| Cash Generated from Operations | (5,932.45) | (1,420.66) |
| Tax paid | - | - |
| NET CASH FROM OPERATING ACTIVITIES (A) | (5,932.45) | (1,420.66) |
| (B) CASH FLOW FROM INVESTING ACTIVITIES : | | |
| Purchase of Property, Plant and Equipment and Intangible Asset | (1,536.19) | (1,501.60) |
| Changes in Capital Work in Progress | (718.83) | |
| Sale of Fixed Assets | | 215.46 |
| Purchase of Investments | | |
| Other Financial Assets | - | (385.90) |
| Dividend Received | 3,701.92 | 2,196.66 |
| Disposal of Investment | 712.11 | 1,461.98 |
| Changes in other Non Current Assets | (351.91) | |
| Interest Received | 152.42 | 325.27 |
| NET CASH FROM INVESTING ACTIVITIES (B) | 1,959.62 | 2,311.87 |



| | | | | |
|--|----|------------------------|--|------------------------|
| [C] CASH FLOW FROM FINANCING ACTIVITIES : | | | | |
| Interest Paid | | (627.83) | | (756.32) |
| Dividend Paid | | | | |
| Short Term Borrowings (Repaid)/Taken and other financial liabilities | | | | |
| Long Term Borrowings (Repaid)/Taken | | 1,007.38 | | 256.47 |
| NET CASH USED IN FINANCING ACTIVITIES [C] | | 379.55 | | (499.85) |
| Net Increase/(Decrease) in Cash and Cash Equivalents [A+B+C] | | (3,593.37) | | 391.36 |
| CASH AND CASH EQUIVALENTS (Opening Balance) | ** | 6,798.38 | | 6,407.02 |
| CASH AND CASH EQUIVALENTS (Closing Balance) | ** | 3,205.01 | | 6,798.38 |
| [1] The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules, 2006 | | | | |
| [2] Cash and Cash Equivalents include : | | | | |
| | | As at 31st March, 2022 | | As at 31st March, 2021 |
| Balance with Banks (Refer Note below) | | 747.68 | | 574.67 |
| Cheques in Hand | | | | |
| Cash in Hand | | 37.27 | | 43.05 |
| Postage and Stamps in hand | | | | |
| Remittance in Transit | | | | |
| Deposit with Bank maturing within 3 months | | | | |
| Margin Money with Bank maturing within 3 months | | | | |
| Deposit with Bank maturing after 3 months | | 130.00 | | |
| Deposit Account Margin | | 2,290.06 | | 6,180.47 |
| | | | | |
| | | 3,205.01 | | 6,798.38 |
| [a] Previous year's figures have been regrouped/rearranged wherever necessary | | | | |

For S.K.BASU & CO.
Chartered Accountants
F.No.: 301026E

RUDRA NEIL MALLICK
PARTNER (M.No.: 053983)
Place: Kolkata
Date: 30th May 2022



UDIN 22053983AJVRN R9700

For Andrew Yule & Company Limited

SHRI K. MOHAN
DIRECTOR (PERSONNEL)/ADDL.
CHARGE OF FINANCE
DIN. 08385809

SHRI S. UJOY BHATTACHARYA
CHAIRMAN AND MANAGING DIRECTOR
DIN. 07874268



S. K. BASU & CO

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS REPORT

To the Members of Andrew Yule & Company Limited

Report on the Audit of Standalone IND-AS Financial Statements

(1.) Qualified Opinion

We have audited the Standalone Ind AS Financial Statements of Andrew Yule and Company Limited ("The Company") which comprise the Balance Sheet as at 31st March, 2022, and the Statement of Profit and Loss (Including other comprehensive income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the "Basis for qualified opinion" section mentioned hereinafter in this report, the aforesaid standalone IND AS 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, of the state of affairs of the Company as at 31st March, 2022, loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

(2) Basis for Qualified Opinion

2(a) In absence of balance confirmation certificates and sufficient and appropriate audit evidence from Debtors and Creditors, we are unable to form an opinion regarding correctness of the balances of Debtors and Creditors and actual provision required to be made. Effect of the above, if any, on profit and loss of the Company is not ascertainable.

The company has no policy to provide for receivables on the basis of age. Debtors outstanding for more than 36 months in each of the divisions of the company are as follows:

| Name of the Division | Total Receivables (In Rs.Lakhs) as on 31.3.22 | Receivables over 36 months (In Rs.Lakhs) | Provisions available as on 31.3.22 (Rs.Lakhs) |
|----------------------|---|--|---|
| Tea Division | 79.58 | NIL | 8.39 |
| Engineering Division | 3826.33 | 707.07 | 75.24 |
| Electrical Chennai | 4019.83 | 322.85 | NIL |
| General Division | 122.57 | NIL | NIL |

2(b) Pursuant to the closure of Electrical Division, Kolkata, The Audit Committee and the Board had approved writing off the entire amount standing in the books of Electrical division, Kolkata as sundry debtors amounting to Rs.58.33crores plus other advances and receivables of Rs.13.78crores totaling Rs.72.11crores, while existing provisions amounting to Rs. 34.47crores and other liabilities no longer required held in the books-amounting to Rs. 36.37crorestotaling Rs. 70.84crores were approved for write back. Similar write offs/write backs of old balances and outstanding have been approved in other divisions of the Company as follows;

| Name of Division | Actual amount written off (In Rs. Crores) | Provision held against the same written back (In Rs. Crores) | Net effect on Profit and Loss (In Rs. Crores) |
|------------------|---|--|---|
|------------------|---|--|---|



| | | | |
|--------------------|--------|--------|------|
| Electrical Kolkata | 72.11 | 70.84 | 1.27 |
| Electrical Chennai | 28.66 | 28.66 | Nil |
| Engineering | 5.18 | 5.17 | 0.01 |
| Tea Division | 0.89 | 0.89 | Nil |
| General Division | 7.89 | 7.84 | 0.05 |
| Total | 114.73 | 113.40 | 1.33 |

The above write offs/write backs were approved by the Audit Committee and passed by The Board of Directors in the meeting of the Board held on 12th November, 2021. Actual amount written off was Rs.114.29Crores and provisions written back was Rs.115.91crores respectively.

However, these items being quite old , the individual details of the same like bill/invoices, copies of correspondence with customers, copy of notice of recovery including legal notices, copies of legal cases filed against them for recovery if any ,were not made available for our verification. No copy of any Court order or decree regarding settlement of pending dues, and no evidence of any suits or cases filed against these customers were made available for our verification. Copies of balance confirmation letters sent to these parties were also not made available . Some or all of the debts as of now may also be barred by the statute of limitation.

Furthermore ,in our opinion, the system of linking provisions made against individual doubtful debts and advances is not adequate. The Company makes overall provision and there is no system of linking of provisions customerwise. There is scope for improvement in this respect. Any fresh provision made henceforth should be linked to the original debt or advance.

In view of the above, we are unable to comment whether the writeoffs/write backs were made with due diligence. The effect on profits or losses of the Company due to the above, if any is not ascertainable.

2(c) It was also resolved in the meeting referred to above that the entire unused stock and machinery (including any unaccounted for old goods not in stores/asset register), scrap of Brentford Unit as well as switchgear unit of Electrical division is to be sold through MSTC. However, the unaccounted for goods, if any, detected , should be accounted for. It is not clear to us how such goods would have escaped physical verification and remained unaccounted for.

The stock of inventories lying in Switchgear Unit and Brentford Unit were physically verified at the time of closure of Electrical division and an amount of Rs.0.06 crore was written off from the value of stock. The remaining balance lying in stock amounting to Rs.4.75 crore was fully provided for. Any amount which may be received subsequently on sale/disposal of the stock will be taken to profit and loss account. The physical verification report as referred to above was not made available for our verification.

As informed , the fixed assets of Electrical division are to be sold by tender/auction. Any shortfall/excess between the net realisable value and the book value would be put up before the board for write off/writeback.

The written down value of Property, Plant & Equipment amounting to Rs.684.39 lakhs are appearing under "Assets held for Disposal" in the Balance Sheet of the Company as on 31st March, 2022.

The above proposal has been agreed to by the audit committee and approved by the Board . However, the Audit Committee was informed that the amounts mentioned in the proposals were above the existing limits



of DOP of CMD and Committee of Directors .hence the DOP of CMD and the Committee of Directors needs to be revised to give effect to these proposals.

Such revision of DOP is pending as on date of report.

In view of the above , we are unable to comment whether there existed adequate internal controls over the above transactions.The effect on profits or losses of the Company due to the above, if any is not ascertainable.

We have conducted our auditing in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of The Companies Act, 2013. Our responsibilities under those standards are further described in the Auditors Responsibilities for the Audit of Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by The Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of The Companies Act, 2013 and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with the requirement of the ICAI's Code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

(3) Emphasis of Matter:

Without modifying our audit report, we draw attention to the following items:

- a. In the absence of IT system audit, security of accounting/operational data, recovery of data through IT disaster management system and manual intervention at crucial levels of data transfer and at the time of consolidation result in high audit risk. The Ministry of Corporate Affairs have also introduced the concept of "audit trail" as a compulsory part of the maintenance of accounts and should cover the entire accounting system of the Companyw.e.f. 2023-24. The Company has introduced such features for financial transactions e.g. cash/bank etc. This is to be introduced in all divisions of the Company.
- b. Absence of exercise of adequate controls in the process of maintaining the records of the company's lease deeds and title deeds enhances the audit risk.
- c. None of the divisions of the Company have contributed any amount to the Company's gratuity fund which is utilised towards payment of gratuity to employees on retirement.
- d. Rs. 42.97 Lakhs recoverable from PF department, Government of India is pending over 10 years. However the amount has beenfully provided for in the accounts .
- e. Lease agreement of three tea gardens namely Banerhat, Choonabhutti and Haritalguri-3(of New Dooars)andBrentford Unit of Electrical Division , Kolkata has not been renewed since long. Plate B of Brentford Unit has been handed over to landlord – Kolkata Port Trust on 1st October, 2021 while Plate A remains with the Company. Lease rent is being paid by the Company. Salami asked for by the West Bengal Government for renewal of lease of tea gardens amounting to Rs.177.66 lakhs (PY-Rs. 177.66 lakhs) is treated as "Claims not acknowledged as debts". The matter should be resolved immediately as it disputes the Company's ownership of the tea gardens under its operation.
- f. A few inoperative bank accounts of the Company still exist and should be closed to mitigate the fraud



risk. The bank accounts have authorized signatories who have retired/resigned from the Company. These former employees should be replaced as signatories by the officials who are currently in the employment of the Company.

- g. BSE has imposed a fine for three quarters of 2021-22 on the Company for non compliance of the requirements of the Regulation 17(1) of the SEBI (LODR) Regulations, 2015 pertaining to the composition of the Board including failure to appoint a woman director. These fines have not been paid by the Company as appointment of Directors is done by the Company's administrative ministry. The demand Bill for April to June 2021 amounting to Rs.5,36,900/- and for July to September 2021 amounting to Rs. 5,42,800/- and October to December 2021 amounting to Rs.5,42,800/-has been received by the Company. No provision for the same has been made in the accounts. As intimated by the Company, GOI has appointed woman director with effect from 02.11.2021 and no further bill was raised by BSE for the 4th quarter in this matter till date as the requirement has been complied with.
- h. Current municipal tax receipts of all the properties held by the Company were not made available for our verification and no proof of payment was produced before us.
- i. The Company has assessed the effect on its operations due to the nationwide lockdown arising out of COVID 19 and concluded that no material adjustment are required for the same in the accounts as per Note No. 61 of the financial statements.
- j. The Company has made an interest payment of Rs.0.87lakhs to GST department during the Financial Year 2021-22 and the reasons for the same should be analyzed to avoid recurrence in future.
- k. There are old outstanding advances lying in all divisions of the Company which should be adjusted after scrutiny. In case of tea division an amount of Rs.2568.28 lakhs has been given as advance under various heads of expenses against which provision for doubtful advances exist amounting to Rs.125.48 lakhs only. These advances includes security deposit and prepaid expenses which should be shown separately. However the Company does not maintain proper records of old advances which are considered to be good.
- l. The Company holds 4,15,000 equity shares in WEBFIL valued at Rs.5.23 Lakhs (NAV) and 6% Cumulative redeemable preference shares of Rs 10/- each fully paid up at par-(original value) Rs. 204.40 Lakhs and Unsecured Redeemable Convertible Bond (original value) of Rs. 305.00 Lakhs which were to be redeemed on 1.4.21 and 20.12.21 respectively. Only part payment of the amount due was received by the Company. The balance outstanding as on 31.03.2022 was as follows:

| | |
|---|---------------------------------|
| Name of Security | Balance outstanding (Rs. Lakhs) |
| 6% Cumulative Redeemable Preference shares; | 153.30 |
| Redeemable convertible Bonds | 295.00 |

WEBFIL has paid an amount of Rs.160 lakhs by cheque on 20.04.2022 and proposed to pay the balance amount for preference shares by 2024-25 and bonds by 2025-26.

No evaluation of Expected Credit Loss (ECL) due to deferment of payment has been made by the Company and no resulting provision has been created.
- m. In Tea Division, Bills Receivables amounting to Rs 2.51 crore comprising of subsidies receivable and other receivables from various government agencies and organisations remained due for more than a year. This amount includes an amount of Rs. 91.89 Lakhs towards land compensation receivable from Indian Oil which is outstanding for more than three years. The company should make full effort to recover these amounts as early as possible.
- n. The Company had a practice of charging interest on inter garden loans/advances amounting to Rs. 1402.64 lakhs in Tea Division which has been discontinued since long. However, interest accrued on



these balances are being carried forward for set off under IUT. The same should be adjusted/written off after scrutiny.

- o. During the year under audit the Company had reduced its stake in the two associate companies, namely The New Beerbhoom Coal Company Ltd. From 32.95% to 18% And KatrasJheriah Coal Company Ltd. From 31.88% to 18% and therefore the above two companies ceased to have associate status w.e.f. 13.08.2021. However book value of the remaining shares were not adjusted properly.
- p. A few receipts of security deposits made by the Company with various organisations were not available for our verification.
- q. No accounts and audit report of the Trust formed to manage the Pension Fund of the Company has been provided to us.
- r. The use of Suspense account at the time of making entries in the books of accounts should be discontinued with all postings made in proper heads of accounts.
- s. In the 242nd meeting of the Board of Directors held on 2nd June, 2021, the recommendation to the Board for consideration/approval of the proposal for closure of Electrical-Kolkata operations through VRS/VSS route from own resources have been approved, and necessary approvals as required from the ministry obtained.
In pursuance of the same, the Company has paid the net dues of the employees for closure of Electrical Division, Kolkata amounting to Rs.23.81-Crores from its own funds by 25th November 2021. The VRS component of this payment appears as "exceptional items" in the Profit and Loss account amounting to Rs.18.52 crores plus provision for stock obsolescence Rs. 4.13crores, total Rs. 22.65crores.
- t. We have analysed the Store ledgers of Tea division, West Bengal and Assam gardens and observed the following:
(i) In case of many inventory items whose consumption is very high during the year no closing balances are being maintained as on 31.03.22 which is quite unusual as it may lead to stoppage of production and other crucial non-production activities.
(ii) In case of many inventory items there is no movement during the year and proper monitoring is required to utilize various items to avoid the same becoming obsolete/non moving.
(iii) In case of certain items of inventory where consumption is low to very low purchases have been made during the year.
- u. Merger of Hooghly Printing Company Limited (HPCL) with Andrew Yule and Company Limited (The Company) under a scheme of amalgamation had been referred to NCLT under Section 232 of The Companies Act, 2013. NCLT had granted its approval vide its Order dated 3rd May, 2021. Pursuant to this order, all properties, assets, rights, powers and undertakings of the transferor company, as well as the liabilities, obligations, duties of the transferor company (HPCL) has been transferred to the transferee company (AYCL). All suits and legal proceedings for and against the transferor company will also be valid against the transferee company from the "effective date" of transfer. The effective date of transfer being 4th June, 2021, the merger has been given effect to in the accounts of Andrew Yule and Company Limited during the year 2021-22. A valuation report by a firm of valuers dated 15.06.2019 to assess the market value of Hooghly Printing Private Limited as on 31.03.2019, has been produced before us. However the value of assets and liabilities of HPCL have been incorporated in the books of accounts of General Division at carrying cost. We have been informed that sundry debtors of Rs.107.44 lakhs of HPCL have been written off.
The written down value of property, plant and equipment has been transferred to General



Division of the Company and appears as "Assets held for Disposal" in the Balance Sheet of the Company as at 31st March, 2022 valued at Rs. 54.83 lakhs only.

- v. In the asset register of tea division it was found that some assets had been categorised under wrong heads and do not match with the assets heads as per Schedule II. In some cases the lives of the assets do not match with the lives given in Part C of Schedule II to the Companies Act, 2013 except for plant and machinery, where a technical report showing different lives have been provided to us. In some cases the balance lives of fixed assets have been taken wrongly.

We found that names /nature of many items of Plant & machinery and Furniture & Fixtures were not being mentioned specifically thereby it may be in doubt about the physical existence of these assets where the same are being carried on in the books. At the same time many assets may be damaged and beyond working conditions but no action has been taken to dispose of these assets.

(4) Information other than the Standalone Ind AS Financial Statements and Auditors Report thereon:

The Company's Board of Directors are responsible for the information. The other information comprises the information included in the Management Discussion and Analysis, Boards Report including the Annexure to Boards Report, Business Responsibility Report, Corporate Governance and Shareholders Information, but does not include the standalone financial statements and our auditors report thereon. The report was not made available to us till date.

(5) Key Audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon and we do not provide a separate opinion in these matters. For each matter below our description of how our audit addressed the matter is provided in that context.

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

| S.N. | KEY AUDIT MATTER | AUDITORS RESPONSE |
|-------------|----------------------------|---|
| 1. | Revenue Recognition | Our audit procedures included the following: Assessed the Company's Revenue Recognition policies in line with IND AS 115 (Revenue from Contracts with Customers) |



fair value of the consideration received or receivable, net of returns or allowances, trade discounts and volume rebates.

The timing of revenue recognition is relevant to the reported performance of the Company. Revenue is a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred.

2. Provisions and Contingent Liabilities

The Company is subject to a number of legal, regulatory and tax cases for which final outcome cannot be easily predicted and which could potentially result in significant liabilities.

Management's disclosures with regards to contingent liabilities are presented in Note No.40-to the Standalone Ind AS Financial Statements.

The assessment of the risks associated with the litigations is based on complex assumptions. The amounts involved and the application of accounting standards to determine the amount if any to be provided as a liability or disclosed as a contingent liability are inherently subjective. This requires use of judgment to establish the level of provisioning, increases the risk that provisions and contingent liabilities may not be appropriately provided against or adequately disclosed. Accordingly, this matter is considered to be a key audit matter.

and tested thereof:

Evaluated the integrity of the general information and technology control environment and testing the operating effectiveness of controls over recognition of revenue.

Evaluated the design, implementation and operating effectiveness of Company's controls in respect of revenue recognition.

Tested the effectiveness of such controls over revenue cut off at year end.

On a sample basis tested supporting documents for sales transactions recorded during the period closer to the year end and subsequent to the year end.

Compared revenue with cyclical trends where appropriate, conducted further enquiries and testing.

Assessed disclosures in financial statements in respect of revenue as specified in IND AS 115.

In order to get a sufficient understanding of litigations and contingent liabilities, we have discussed the process of identification implemented by the Management for such provisions through various discussions with Company's legal and finance departments.

We read the summary of litigation matters provided by the Company's/ Unit's Legal and Finance Team.

We read, where applicable, external legal or regulatory advice sought by the Company.

We discussed with the Company's/ Unit's Legal and Finance Team certain material cases noted in the report to determine the Company's assessment of the likelihood, magnitude and accounting of any liability that may arise.

In light of the above, we reviewed the amount of provisions recorded and exercised our professional judgment to assess the adequacy of disclosures in the Standalone Ind AS financial statements

(6) Responsibility of the Management and those charges with Governance for the Standalone Ind-AS financial statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act.



This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Companies financial reporting process.

(7) Auditor's responsibilities for the Audit of the Standalone Ind As Financial statements:

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

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

Identify and assess the risks of material misstatement of the IND AS financial statements whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of The Companies Act, 2013 we are also responsible for expressing an opinion on whether the Company has adequate internal financial control system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of the accounting policies used and the reasonableness of the accounting estimates and related disclosures made by the management.

Conclude on the appropriateness of the managements use of going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast a significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors report to the related disclosures in the IND AS financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report .However, future events or conditions may cause the Company to cease to continue as a going concern.



Evaluate the overall presentation, structure and content of the IND AS financial statements, including the disclosures, and whether the IND AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(8) Other Matters;

Due to the COVID-19 pandemic, nationwide lockdown and other travel restrictions imposed by the Government/local administration, some of the audit processes were carried out by electronically by remote access. The necessary records were made available by the management through digital media and were accepted as audit evidence while reporting for the current period.

(9) Report on Other Legal and Regulatory Requirements:

(1) As required by The Companies (Auditors Report) Order, 2016 (The Order), issued by the Central Government of India, in terms of sub section 11 of section 143 of The Companies Act, 2013, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(2) As required by Section 143(3) of the Act, we report that:

(a) Read with our comments in Emphasis of matter paragraph, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, and proper returns adequate for the purposes of our audit have been received from units not visited by us.

(c) The Balance Sheet, the Statement of Profit and Loss including The Statement of Other Comprehensive Income and Statement of Cash Flows dealt with by this Report are in agreement with the books of account and returns,

(d) In our opinion, the aforesaid standalone IND AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015.

(e) Section 164 (2) of the Act regarding disqualification for appointment of Director is not applicable to Government Companies vide notification no. GSR.463E dated 5th June, 2015.



(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our report in "Annexure B".

(g) With respect to the matters required to be reported upon as per directions of The Comptroller and Auditor General of India as per the provisions of Section 143(5) of The Companies Act, 2013, refer to our report in Annexure C.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its IND AS financial statements – Refer Note 40 to the IND AS financial statements;

(ii) The Company has not entered into any long-term contracts including derivative contracts for which there were material foreseeable losses.

(iii). There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) Clause regarding dealings in Specified Bank Notes has been omitted

(v) (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kinds of funds) by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of ultimate beneficiaries;

(ii) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; , and

(iii) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub – clause (i) and (ii) contain any material mis-statement.

(vi) No Dividend has been declared or paid during the year by the company .

(vii) Clause regarding recording of audit trail is not applicable to the Company for the Current year.



(3)Based on our audit we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is a Government Company as defined in section 2(45) of The Act. Accordingly, reporting under Section 197(16) is not applicable.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

(Rudra Neil Mallick)

PARTNER

(MN: 053983)

(UDIN:22053983AJVRNR9700)



Place: KOLKATA

DATE: 30th May, 2022

Annexure-A to the Independent Auditors Report:

REPORT AS PER THE COMPANIES (AUDITORS REPORT) ORDER, 2020

Referred to in Para 9(1) of our report of even date on Other Legal and Regulatory Requirements of the Independent Auditors Report :

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. However in majority of cases the situation of each asset is not mentioned and nature of some items of Plant & Machinery and Furniture & Fixtures are not being mentioned.

(B) The Company is not maintaining proper records showing full particulars of Intangible assets.

(b) The Company has a policy to carry out physical verification of fixed assets in a phased manner so as to cover each item of fixed assets over a period of three years and there was no evidence of any material discrepancies noticed on such verification. However, no laid down procedures of physical verification of Property, Plant and Equipment at reasonable intervals were made available to us. The Company provided signed copies of the assets registers as evidence of physical verification, which in our opinion was not commensurate with the size and nature of business of the Company.

(c) According to the information and explanations given to us and the records examined by us, the title deeds of all the immovable properties (Other than properties where the Company is a lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company. The details of immovable properties not held in the name of the Company are the following:-

| Description of property | Area | Gross carrying value (Rs.crore) | Held in the name of: | Whether promoter, director or their relative or employee | Period held- indicate range where appropriate | Reason for not being held in the name of the Company>(*also indicate if any dispute) |
|--|---------------|---------------------------------|--|--|---|--|
| 1.Minto Park Syndicate, Flat No.6B---.13, DebendraLal Khan Road, kol-27 | 3375 sq feet | 3.86 | Held in the name of Minto Park Syndicate | NIL | From 1985 | Rules of the Housing Society |
| 2. Minto Park Syndicate, Flat No.9B---.13, DebendraLal Khan Road, kol-27 | 3375 sq feet | 3.86 | Held in the name of Minto Park Syndicate | NIL | From 1985 | Rules of the Housing Society |
| 3.Mani Tower Guest House Flat No. 11, Kol-38 | 1217.40 sq.ft | 0.30 | Title deed not available | NIL | From 1993 | Only Development Agreement is there. |



(d) According to the explanations and informations given to us , the Company has not revalued its property, plant and equipment(including Right of use assets) or intangible assets or both during the year .

(e) According to the information and explanations provided to us there are no proceedings initiated or are pending against the Company for holding any benami property under Benami Transactions (Prohibition) act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the explanations and information provided to us, the physical verification of inventory of finished goods , raw materials and stores and spares has been conducted by the management at reasonable intervals , and in our opinion the scope and coverage of such verification needs improvement. We noticed that there are no material discrepancies in the physical stock and bookstock as per physical verification reports provided to us.

(b) According to the explanations and information provided to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate , from banks and financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the Company with such banks or financial institutions for the fourth quarter of the year are in agreement with the books of accounts of the Company. The returns of the previous three quarters were not available for our verification.

(iii) According to the information and explanations given to us , The Company has during the year granted loans and advances in the nature of unsecured loans , to Companies, firms, limited liability partnerships or any other parties.

(a) The Company has during the year provided loans or advances in the nature of loans , to the following entities:

(A) Amount provided to subsidiaries, joint ventures and Associates:

| Name of Subsidiary | Opening Balance as on 1.4.21(Rs.) | Aggregate amount during the year(Rs.) | Closing balance as on 31.03.2022(Rs.) | Rate of Interest |
|------------------------|-----------------------------------|---------------------------------------|---------------------------------------|------------------|
| Hooghly Printing | 281.85 | -281.85 ** | --- | Nil |
| Yule Electrical | 4.51 | 0.68 | 5.19 | Nil |
| Yule Engineering | 2.84 | 0.85 | 3.69 | Nil |
| Name of Joint Ventures | | | | |
| nil | nil | nil | nil | nil |
| Name of Associates | | | | |
| nil | nil | nil | nil | nil |

**Since Merged with Andrew Yule as per NCLT order w.e.f 04/06/2021

(B) Amount provided to parties other than subsidiaries, joint ventures and Associates:

| Name of Party | Opening Balance as on 1.4.21(Rs.) | Aggregate amount during the year(Rs.) | Closing balance as on 31.03.2022(Rs.) | Rate of Interest |
|---------------|-----------------------------------|---------------------------------------|---------------------------------------|------------------|
| nil | nil | nil | nil | nil |

- (b) According to the information and explanations given to us, the investments made, guarantees provided, security given and terms and conditions of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company,s interest.
- (c) In respect of loans and advances in the nature of loans, the schedule of repayments of principle and payment of interest has not been stipulated and repayments or receipts are not made as loans are provided to 100% subsidiaries to meet statutory requirements.



- (d) Due to the reason given in © above the loans are neither overdue nor the company has taken any steps for recovery of principle.
- (e) No fresh loans have been granted to settle the overdues of existing loans given to same parties.
- (f) The Company has granted loans or advances in the nature of loans either repayable on demand or without specifying the terms and period of such repayment as given below:

| Name of Party | Aggregate amount(Rs.Lakhs) Percentage to total loans granted | Loans granted to promoters | Loans granted to related parties(Rs.Lakhs) | Remarks |
|-----------------------|---|----------------------------|--|---|
| Yule Electrical Ltd. | 5.19 (58%) | ----- | 5.19 | Loans provided to 100% Subsidiary for meeting up expenses as per statutory Requirement like audit fees , Filling Fees , hence the nature of such loan does not entail repayment Schedule or interest rate |
| Yule Engineering Ltd. | 3.69 (42%) | ----- | 3.69 | Same as above. |

(iv) According to the information and explanations given to us, in respect of loans, investments, guarantees and security, granted by the Company, the Company has complied with the provisions of Section 185 and 186 of The Companies Act, 2013.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the act and rules made thereunder.

(vi) According to the information and explanations given to us, the Cost Records and accounts are maintained by the Company under sub section (1) of Section 148 of The Companies Act for all the products as per requirements of the relevant act and rules framed thereunder.

(vii) (a) According to the information and explanations given to us and on the basis of examination of the books of accounts and records, the Company has been regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees state insurance, income tax, sales tax, service tax, customs duty, excise duty, value added cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable which were outstanding at the year end for a period of more than six months from the date they became payable.



(b) According to the information and explanations given to us, the Company has not deposited the following dues on account of disputes with the appropriate authorities.

| Name of the Statute | Nature of Dues | Amount (Rs. Lakhs) | Period to which the amount relates | Forum where the amount is pending. |
|--------------------------|-----------------------------|--------------------|--|---|
| Income tax act | Penalty | 4.65 | 2004-05 | CIT(Appeals) |
| Income Tax Act | Income Tax | 1929.53 | 2010-11 to 2014-15 | NCLT and CIT(Appeals) |
| WB Sales Tax and VAT | West Bengal Sales Tax & VAT | 1794.35 | 1979-80 to 2017-18 -Rs.470.19 Lakhs 1973-74 to 2003-04-Rs.366.79 Lakhs 1985-86 to 2003-04- Rs.908.04 Lakhs 1980-81 to 1984-85- Rs.49.33 Lakhs | WB Commercial Tax Appellate & Revision Board WBTaxation Tribunal Calcutta High Court SOD |
| Assam Sales tax and VAT | Assam Sales Tax & VAT | 152.93 | 1996-97 to 1998-99- Rs.152.93 Lakhs | Appellate Authority Revenue Board |
| Orissa Sales Tax and VAT | Orissa Sales Tax & VAT | 111.88 | 1999-2000 -Rs.106.24 Lakhs 2001-02-Rs.5.64 Lakhs | Appellate Authority Tribunal, Cuttack 2nd Appellate Authority Berhampore |
| Central Excise | Central Excise | 513.59 | 1996-97 to 2009-10-Rs.331.98 Lakhs 2013-14 to 2016-17-Rs.181.61 lakhs | Appeal to CESTAT Commissioner of Central Excise |
| Service tax | Service Tax | 1.45 | 2006-07 to 2007-08-Rs.1.45 Lakhs | Appeal at CESTAT |
| | | | | |
| | Total | 4508.38 | | |

(viii) According to the information and explanations given to us, there were no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) According to the information and explanations given to us and based on the examination of the books and records of the company, the Company has not defaulted in the repayment of dues to banks and financial institutions or any other lender.

(b) According to the information and explanations given to us the company has not been declared as a willful defaulter by any bank or financial institution or other lender.



© According to the information and explanations given to us, the term loans have been used for the purpose for which the loans have been obtained.

(d) According to the information and explanations given to us funds raised by the company on short term basis have not been utilized for long term purposes.

(e) According to the information and explanations given to us the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) Based on the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(xi)(a) Based on the audit procedures performed and according to the information and explanations given by the management, no fraud on the company or by the Company has been committed, noticed or reported during the year.

(b) No report under subsection 12 of section 143 of The Companies act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and auditors) Rules, 2014 with the Central Government;

© According to the information and explanations given to us no such whistle blower complaints have been received during the year by the Company.

(xii) As per information and explanations given to us, the Company is not a NIDHI Company. Therefore, the provisions of Clause (xii)(a), (b) and (c) are not applicable to the Company.

(xiii) As per information and explanations given to us, the transactions with the related parties are in compliance with Section 177 and 188 of The Companies Act, 2013 and the details have been disclosed in the Note No. 43 of the Standalone Financial Statements as required by the applicable Ind-AS.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business;

(b) The reports of the Internal auditor for the period were considered by the statutory auditor. However, the internal audit reports for the second half of the year were not available for our verification.

(xv) Based on the audit procedures performed and according to the information and explanations given by the management, the company has not entered into any non cash transactions with directors or persons connected with him.

(xvi) (a) in our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 451A of the Reserve Bank of India Act, 1934.

(b) According to the information and explanations given to us, the company has not conducted any Non banking financial or Housing Finance activities without a valid certificate of Registration (COR) from the Reserve Bank of India as per Reserve Bank of India act, 1934.

© According to the information and explanations given to us the Company is not a core investment company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) According to the information and explanations given to us this clause is not applicable.



(xvii) The company has not incurred cash losses during the year or in the immediately preceding year .

(xviii) There has been no resignation of the statutory auditors during the year.

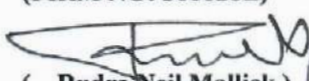
(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities , other information accompanying the financial statements , the auditors knowledge of the Board of Directors and Management plans the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that the company is capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) (a) According to the information and explanations received by us , no amount has been deemed to be payable under CSR activities during the year. Hence this clause xx(a) of CARO 2020 requiring the Company to transfer unspent amount to a Fund specified in Schedule VII of The Companies act, within a period of six months of the expiry of the financial year in compliance of second proviso to sub section 5 of section 135 of the said Act is not applicable for the current year.

(b) Due to the reason given in Clause (xx) (a) above there is no requirement to transfer any amount remaining unspent under Section 135(5) of The Companies act pursuant to any ongoing project to a special account in compliance with the provision of Section 135(6) of the said Act in the current year.

(xxi) In CARO report of subsidiary companies , Yule Electrical Ltd. auditor has reported cash losses for the year and the immediately preceding previous year. The auditor of Yule Engineering Ltd. has reported non deposit of Trade License dues amounting to Rs. 11,968/- since 2012-13 with appropriate authorities. However the report was made as per CARO 2016 which was replaced by CARO 2020 w.e.f 01.04.2021. In case of Hooghly printing Company Ltd., now merged with AYCL, it is mentioned that since the physical verification of inventory could not be implemented due to prevalence of pandemic situation , auditors are unable comment on whether there are any material discrepancies. The company does not have an adequate internal audit system, and the company has incurred cash losses during the year and in the immediately preceding previous year. The net worth of the Company has eroded and this has cast significant doubt on the Company's ability to continue as a going concern.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)


(Rudra Neil Mallick)
PARTNER
(MN: 053983)



(UDIN:22053983AJVRNR9700)

Place: KOLKATA

DATE: 30th May, 2022

Annexure B to the Independent Auditors Report

Referred to in Para 9(2)(f) of our report of even date:

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

(1). We have audited the internal financial controls over financial reporting of Andrew Yule and Company Limited (The Company) as on 31st March , 2022 in conjunction with our audit of the standalone IND AS financial statements of the Company for the year ended on that date.

Managements Responsibility for Internal Financial controls

(2). The Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by The Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to companies policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records , and the timely preparation of reliable financial information as required under the Companies Act, 2013.

Auditors Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

(6.) The Company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of IND AS financial statements for external purposes in accordance with generally accepted accounting principles. The Company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of IND AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorization of management and directors of the Company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the IND AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

(8) Based on our audit and the information and explanations given to us, we are of the opinion that:

(a) The flow of financial data from divisions, units and gardens are not seamlessly integrated with Head office accounts. It involves manual interventions at various stages of accounting.

(b) Absence of guidelines of IT general controls and segregation of duties does not give reasonable assurance regarding fair maintenance and accurate reflection of records with reasonable details for transactions and disposition of assets of the Company.

© Since the inception of computerization, IT systems audit has not been carried out.

(d) IT disaster recovery plan has not been defined.

(e) The company has not obtained balance confirmation certificates from sundry debtors and creditors.

(f) At the time of payment of medical bills, providing a doctors prescription as per Company's rule no. 6 is not followed in some cases.

(g) Brokerage of sale of tea is charged at 1% of the sale value before taxes. The program for recording sales of tea division (Crop book) gives a misleading picture in the crop book and is ignored for the purpose of brokerage payment. We were informed that the brokerage and other charges is uploaded online through Tea Board portal which results in the brokerage amount being shown separately.

(h) In tea division, the system of recording and creating provisions on expenses and liabilities should be improved upon.




(i) There are old outstanding advances lying in all divisions of the Company which should be adjusted after scrutiny. This indicates weakness in internal financial control

(j) Presence of a few negative balances in stores ledger of Tea Division indicates weakness in Internal control.

(k) in the fixed asset register, in majority of cases the situation of each asset is not mentioned and nature of some items of Plant & Machinery and Furniture & Fixtures are not being mentioned..

In view of the above observations, Internal financial Controls of the company as at 31st March, 2022 is inadequate with respect to its size, diversity and complexity of operations based on internal control over financial reporting criteria as stated in the Guidance Note on audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)


(Rudra Neil Mallick)
PARTNER
(MN: 053983)

(UDIN:22053983AJVRNR9700)



Place: KOLKATA

DATE:30th May, 2022

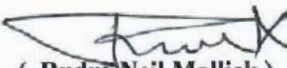
Annexure C to the Independent Auditors Report

Directions under Section 143(5) of The Companies Act, 2013 on the basis of our audit of standalone financial statements of Andrew Yule and Company Limited for the FY 2021-22.

We give below the answer to the questions and information asked for in the above mentioned directions:

| S.N. | Directions | Our Answer |
|------|--|---|
| 1. | Whether the Company has system in place to process all the accounting transactions through IT system.? If yes, the implications of processing the accounting transactions outside IT system on the integrity of the accounts along with the financial implications , if any, may be stated. | The Company does not presently possess an ERP accounting system or a fully integrated IT system among its units and Head Office and as such, necessary accounting integration is being done through separate data entry mode and by applying standalone IT software. The method adopted by the Company leaves a scope of absence of data integrity, thereby increasing the risk. |
| 2. | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interests etc.made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for ? (In case the lender is a government company, then this direction is also applicable for statutory auditor of lender company). | There is no instance of restructuring/waiver/write offs of existing loans availed by the Company. |
| 3. | Whether funds (grants/subsidy etc) received/receivable for specific schemes from Central/State agencies were properly accounted for/utilized as per its terms and conditions? List the cases of deviation. | All funds received/receivable for specific schemes from Central/State agencies were properly accounted for under Note No. 22 relating to the head of "Other non current liabilities" |
| | | |

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)


(Rudra Neil Mallick)
PARTNER
(MN: 053983)

(UDIN:22053983AJVRNR9700)



Place: KOLKATA

DATE: 30th May, 2022



S. K. BASU & CO

CHARTERED ACCOUNTANTS


COMPLIANCE CERTIFICATE

We have conducted the audit of the Standalone accounts of Andrew Yule and Company Limited for the year ended 31st March, 2022 in accordance with the directions/sub directions issued by The Comptroller and Auditor General of India under Section 143(5) of The Companies Act, 2013 and certify that we have complied with all the directions/subdirections issued to us.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

Place: KOLKATA

DATE: 30th May, 2022


(Rudra Neil Mallick)
PARTNER
(MN: 053983)



(UDIN:22053983AJVRNR9700)

ANDREW YULE & COMPANY LIMITED
ANNEXURE- I

Statement of Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Audited Financial Results-Standalone and Consolidated separately)

Statement on Impact on Audit Qualifications (Standalone) for the Financial Year ended March 31, 2022.

[See Regulation 33/52 of the SEBI (LODR) (Amendment) Regulations, 2016]

| Particulars | Audited Figures (as reported before adjustment of qualifications] | Audited Figures (audited figures after adjustment of qualifications] |
|-------------------------|---|--|
| 1 Turnover/Total Income | 47,098.14 | 47,098.14 |
| 2 Total Expenditure | 43,719.04 | 43,719.04 |
| 3 Net Profit/ (Loss) | (89.71] | (89.71] |
| 4 Earning Per Share | (0.02] | (0.02] |
| 5 Total Assets | 45,097.45 | 45,097.45 |
| 6 Total Liabilities | 45,097.45 | 45,097.45 |
| 7 Net Worth | 18,720.93 | 18,720.93 |
| 8 Exceptional Items | - | 2,265.94 |

| Audit Qualification: | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--------------------------------------|--|---|--|--|--|--------------|-------|-----|------|----------------------|---------|--------|-------|--------------------|---------|--------|-----|------------------|--------|-----|-----|----------------------|---|--|--|--------------------|-------|-------|------|--------------------|-------|-------|-----|-------------|------|------|------|--------------|------|------|-----|------------------|------|------|------|--------------|---------------|--------------|-------------|
| (a) | <p>1(a) In absence of balance confirmation certificates and sufficient and appropriate audit evidence from Debtors and Creditors we are unable to form an opinion regarding correctness of the balances of Debtors and Creditors. Effect of the above, if any, on profit and loss of the Company is not ascertainable.</p> <p>The company has no policy to provide for receivables on the basis of age. Debtors outstanding for more than 36 months in each of the divisions of the company are as follows:</p> <table><thead><tr><th>Name of the Division</th><th>Total Receivables (In Rs. Lakhs)</th><th>Receivables over 36 months (In Rs. Lakhs)</th><th>Provisions available as on 31.3.22 (Rs. Lakhs)</th></tr></thead><tbody><tr><td>Tea Division</td><td>79.58</td><td>NIL</td><td>8.39</td></tr><tr><td>Engineering Division</td><td>3826.33</td><td>707.07</td><td>75.24</td></tr><tr><td>Electrical Chennai</td><td>4019.83</td><td>322.85</td><td>NIL</td></tr><tr><td>General Division</td><td>122.57</td><td>nil</td><td>Nil</td></tr></tbody></table> <p>In absence of confirmation of balances from the debtors and sufficient and appropriate audit evidence we are unable to comment on the actual provision required to be made.</p> <p>1(b) Pursuant to the closure of Electrical Division, Kolkata, The Audit Committee and the Board had approved the write off the entire amount standing in the books of Electrical division, Kolkata as sundry debtors amounting to Rs.58.33crores plus other advances and receivables of Rs.13.78crorestotalling Rs.72.11crores, while existing provisions amounting to Rs. 34.47crores and other liabilities no longer required held in the books amounting to Rs. 36.37crorestotallingRs. 70.84croreswere approved for write back. Similar write offs/write backs of old balances and outstanding have been approvedin other divisions of the Company as follows:</p> <table><thead><tr><th>Name of the Division</th><th>Actual amount written off (In Rs. Crores)</th><th>against the same written back(In Rs. Crores)</th><th>Net effect onProfit and Loss (In Rs. Crores)</th></tr></thead><tbody><tr><td>Electrical Kolkata</td><td>72.11</td><td>70.84</td><td>1.27</td></tr><tr><td>Electrical Chennai</td><td>28.66</td><td>28.66</td><td>NIL</td></tr><tr><td>Engineering</td><td>5.18</td><td>5.17</td><td>0.01</td></tr><tr><td>Tea Division</td><td>0.89</td><td>0.89</td><td>NIL</td></tr><tr><td>General Division</td><td>7.89</td><td>7.84</td><td>0.05</td></tr><tr><td>Total</td><td>114.73</td><td>113.4</td><td>1.33</td></tr></tbody></table> <p>The above write offs/write backs were approved by the Audit Committee and passed by The Board of Directors in the meeting of the Board held on 12th November, 2021. Actual amount written off amounted to Rs.114.29Crores and provisions written back amounted to Rs.115.91crores respectively</p> <p>However, these items being quite old, the individual details of the same like bill/invoices, copies of correspondence with customers, copy of notice of recovery including legal notices, copies of legal cases filed against them for recovery if any, were not made available for our verification. No copy of any Court order or decree regarding settlement of pending dues, and no evidence of any suits or cases filed against these customers are available for our verification. There are also no copies of balance confirmation letters sent to these parties. Some or all of the debts as of now may also be barred by the statute of limitation.</p> <p>Furthermore, in our opinion the system of linking provisions made against individual doubtful debts and advances is not adequate. The Company makes overall provision and there is no system of linking customerwise. There is scope for improvement in this respect Any fresh provision made henceforth should be linked to the original debt or advance.</p> <p>In view of the above, we are unable to comment whether the writeoffs/write backs were made with due diligence. The effect on profits or losses of the Company due to the above, if any is not ascertainable.</p> <p>1(c) It was also resolved in the meeting referred to above that the entire unused stock and machinery (including any unaccounted for old goods not in stores/asset register), scrap of Brentford Unit as well as switchgear unit of Electrical division is to be sold through MSTC. However, the unaccounted for goods if any detected, should be accounted for. It is not clear to us how such goods would have escaped physical verification.</p> <p>The stock of inventories lying in Switchgear Unit and Brentford Unit were physically verified at the time of closure of Electrical division and an amount of Rs.0.06 crore waswritten off from the value of stock. The remaining balance lying in stock amounting to Rs.4.75 crore was fully provided for. Any amount which may be received subsequently on sale/disposal of the stock will be taken to profit and loss account. The physical verification report as referred to above was not available for our verification.</p> | Name of the Division | Total Receivables (In Rs. Lakhs) | Receivables over 36 months (In Rs. Lakhs) | Provisions available as on 31.3.22 (Rs. Lakhs) | Tea Division | 79.58 | NIL | 8.39 | Engineering Division | 3826.33 | 707.07 | 75.24 | Electrical Chennai | 4019.83 | 322.85 | NIL | General Division | 122.57 | nil | Nil | Name of the Division | Actual amount written off (In Rs. Crores) | against the same written back(In Rs. Crores) | Net effect onProfit and Loss (In Rs. Crores) | Electrical Kolkata | 72.11 | 70.84 | 1.27 | Electrical Chennai | 28.66 | 28.66 | NIL | Engineering | 5.18 | 5.17 | 0.01 | Tea Division | 0.89 | 0.89 | NIL | General Division | 7.89 | 7.84 | 0.05 | Total | 114.73 | 113.4 | 1.33 |
| | Name of the Division | Total Receivables (In Rs. Lakhs) | Receivables over 36 months (In Rs. Lakhs) | Provisions available as on 31.3.22 (Rs. Lakhs) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Tea Division | 79.58 | NIL | 8.39 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Engineering Division | 3826.33 | 707.07 | 75.24 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Chennai | 4019.83 | 322.85 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | General Division | 122.57 | nil | Nil | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Name of the Division | Actual amount written off (In Rs. Crores) | against the same written back(In Rs. Crores) | Net effect onProfit and Loss (In Rs. Crores) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Kolkata | 72.11 | 70.84 | 1.27 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Chennai | 28.66 | 28.66 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Engineering | 5.18 | 5.17 | 0.01 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Tea Division | 0.89 | 0.89 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| General Division | 7.89 | 7.84 | 0.05 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total | 114.73 | 113.4 | 1.33 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Details of the Qualifications | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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|-----|--|--|
| | | Also, the fixed assets of Electrical division are to be sold by tender/auction. Any shortfall/excess between the net realisable value and the book value would be put up before the board for write off/writeback. |
| | | The written down value of Property, Plant & Equipment amounting to Rs.684.39 lakhs are appearing as "Assets held for Disposal" in the Balance Sheet of the Company. |
| | | The above proposal has been agreed to by the audit committee and approved by the Board. However, the Audit Committee was informed that the amounts mentioned in the proposals were above the existing limits of DOP of CMD and Committee of Directors, hence the DOP of CMD and the Committee of Directors needs to be revised to give effect to these proposals. |
| | | Such revision of DOP is pending as on date of report. |
| (b) | Type of Audit Qualification: Qualified Opinion/ Disclaimer of Opinion/ Adverse Opinion | Qualified opinion |
| (c) | Frequency of Qualification | The qualification no. 1(a) partially have appeared from the F.Yr 2019-20 |
| (d) | For Audit Qualifications where the impact is quantified by the auditor, Management views | Nil |
| (e) | For Audit Qualifications where the impact is not quantified by the Auditor, | <p>Qualification (1)(a)- Para 2.9 As per Co's accounting Policy Trade receivables are recognized initially at transaction price and subsequently measured at cost less provision on the basis of internal analysis of credit risk by the company.</p> <p>Based on the above the company, after due analysis have made provisions in respect of such situations where risk of recovery is comparatively on higher side</p> <p>Further in Note No 59</p> <p>The Company has system of seeking year ending balance confirmation certificates from Debtors and Creditors. However, the company has maintained the figures available in accounts for cases wherein, no response from Debtors /creditors is received.</p> <p>Qualification (1)(b)</p> <p>During the year ended 31/03/2022, the company has written off old unrealisable debtors and advances amounting to Rs 11366.33 Lakhs, since in the opinion of the management, the realisability of very old debtors is remote. On an analysis of the above amount of Rs 11366.33 Lakhs, it is seen that majority of the amount written off is outstanding for more than 10 Years mainly from various state undertakings and provisions against the same were already made in earlier year's accounts in a phased manner based on the internal assessment of the management. Also it may be noted that most of debtors which are state undertakings didnot respond to our confirmations.</p> <p>Accordingly the corresponding provisions made in current year and earlier year's Account in respect of such old Sundry Debtors and Advances of Rs 7573.42 Lakhs has been written back this year.</p> <p>Further Liability no longer required written back includes a sum of Rs 442.38 Lakhs being old sundry Creditors of ESG unit of Electrical - Kolkata Operations and Rs 603.38 Lakhs being certain other old liabilities of Electrical Kolkata operations. Future claims if any against this will be accounted for as and when they arise.</p> <p>Qualification No 1(c)</p> <p>Electrical- Kolkata Operations has been closed w.e.f 25/11/2021 as per the decision of the competent authority. Accordingly amount paid on account Of VRS to the eligible employees of Electrical Kolkata Operations of Rs 1852.56 Lakhs and other related closure costs arising out of the said decision has been disclosed under Exceptional Items (Note-36). Gratuity and other Retiral benefits paid to the VRS Optees has been either charged in the Accounts or recovered from Yule Group Gratuity Fund.</p> <p>Further the Stocks, Plant and Machinery as per the decision of the competent authority has been decided to be monetised through E- Auction conducted by MSTC for liquidation of Bank Dues and payment to creditors.. Effects are being given as and when they are being sold. Final approval for disposal of Land & Building is pending before Government of India. Expenditure incurred post closure in respect of Electrical Kolkata units has been disclosed under discontinued operation under Note No 37 Further the Entire stock has been provided in the Accounts and the said provisions is reflected in Note-36. Also Neccessary modifications in DOP is under process.</p> |
| | [i] Management estimation on the Impact of Audit Qualification | Nil |
| | [ii] Management is unable to estimate the impact, reasons for the same | As Stated above |
| | [iii] Auditors comment on [i] and [ii] above | <p>1(a) The company may consider updation of it's policy in this matter</p> <p>1(b) Partywise analysis and follow up may be maintained on written off amounts as chance of realisation exist</p> <p>1(c) Agreed with opinion of management.</p> |

| Signatories : | |
|---------------|--------------------------|
| 1) | CEO/Managing Director |
| 2) | CFO |
| 3) | Audit Committee Chairman |
| 4) | Statutory Auditor |

Place: Kolkata

Date:30th May, 2022



ANDREW YULE & COMPANY LIMITED

[A Government of India Enterprise]

CIN: L63090WB1919GOI003229

Regd. Office : "Yule House", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001

Tel: (033) 2242 8210/8550; Fax: (033) 2242 9770; E-mail: com.sec@andrewyule.com; Website: www.andrewyule.com

Rs in Lakhs

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

| Particulars | CONSOLIDATED | | | | |
|--|------------------------------|---|---|----------------------------|----------------------------|
| | 3 months ended 31.03.2022 | Preceding 3 months ended on 31.12.2021 | Corresponding 3 months ended in the previous year 31.03.2021 | Year to date 31.03.2022 | Year to date 31.03.2021 |
| | [Unaudited] | [Unaudited] | [Unaudited] | (Audited) | [Audited] |
| [1] Income from Operations | | | | | |
| [a] Net Sales/Income from Operations | 5,925.94 | 10,546.59 | 5,623.25 | 33,436.00 | 32,838.94 |
| [b] Other Operating Income | 298.99 | 7,636.63 | 176.23 | 8,003.28 | 211.84 |
| [2] Other Income | 1,070.34 | 2,173.73 | 210.78 | 5,658.94 | 3,055.86 |
| [3] Total Income | 7,295.27 | 20,356.94 | 6,010.27 | 47,098.22 | 36,106.65 |
| [4] Expenses | | | | | |
| [a] Cost of Materials Consumed | 3,045.01 | 2,287.55 | 2,329.63 | 9,489.18 | 8,830.59 |
| [b] Purchases of Stock-in-trade | - | - | - | - | - |
| [c] Changes in Inventories of Finished Goods, WIP | 715.39 | 1,263.72 | 1,599.04 | (103.23) | 247.76 |
| [d] Employee Benefits Expense | 2,376.91 | 4,786.46 | 3,706.25 | 17,918.37 | 18,157.27 |
| [e] Finance Cost | 51.72 | 250.37 | 116.64 | 797.19 | 809.62 |
| [f] Depreciation and Amortisation Expense | 190.57 | 128.57 | 199.54 | 645.59 | 667.21 |
| [g] Other Expenses | 1,208.91 | 10,214.47 | 1,133.49 | 14,977.75 | 5,924.90 |
| Total Expenses | 7,588.52 | 18,931.14 | 9,084.58 | 43,724.86 | 34,637.35 |
| [5] Profit/(Loss) before exceptional items and tax Tax[3-4] | (293.25) | 1,425.80 | (3,074.32) | 3,373.36 | 1,469.30 |
| Exceptional Items | 285.25 | 1,980.69 | - | 2,265.94 | - |
| [6] Profit/(loss) after exceptional items and before tax | (578.50) | (554.89) | (3,074.32) | 1,107.42 | 1,469.30 |
| [7] Tax Expense | 1,208.06 | - | (649.39) | 1,208.06 | (649.39) |
| [8] Profit/(Loss) After exceptional items and after tax (6-7) | (1,786.56) | (554.89) | (2,424.93) | (100.64) | 2,118.69 |
| Profit/(Loss) arising out of Discontinued Operation | 7.01 | - | (58.10) | 7.01 | (72.96) |
| Tax expenses on discontinued operations | 1.82 | - | - | 1.82 | - |
| [9] Net Profit /(Loss) from discontinued operations after tax | 5.19 | - | (58.10) | 5.19 | (72.96) |
| Share of Profit from Group Companies | 92.22 | (110.39) | 826.35 | (438.84) | 1,467.57 |
| [10] Net Profit/(Loss) for the period [8+9] | (1,689.15) | (665.28) | (1,656.68) | (534.29) | 3,513.30 |
| [11] Other Comprehensive Income | | | | | |
| (a) Remeasurement of Investment | 6.97 | (148.72) | - | 3.87 | (4.01) |
| (b) Adjustment of actuarial gains/losses nett of Current tax and deferred tax | 69.43 | - | (115.55) | 69.43 | 70.52 |
| Total Other Comprehensive Income | 76.40 | (148.72) | (115.55) | 73.30 | 66.51 |
| [12] Total Comprehensive Income for the period[10+11] | (1,612.75) | (814.00) | (1,772.23) | (460.99) | 3,579.81 |
| [13] Earnings per equity share for continuing operation | | | | | |
| (a) Basic | (0.35) | (0.14) | (0.34) | (0.11) | 0.72 |
| (b) Diluted | (0.35) | (0.14) | (0.34) | (0.11) | 0.72 |
| [14] Earnings per equity share for continuing operation and discontinuing operation | | | | | |
| (a) Basic | (0.35) | (0.14) | (0.34) | (0.11) | 0.72 |
| (b) Diluted | (0.35) | (0.14) | (0.34) | (0.11) | 0.72 |
| [15] Paid-up Equity Share Capital | 9,779.02 | 9,779.02 | 9,779.02 | 9,779.02 | 9,779.02 |
| (Face Value of Rs.2/- per share) | | | | | |



1) The financial results of the company have been prepared in accordance with Indian Accounting Standards (Ind As) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendments) Rules 2016.

2) The above Audited Financial Results for the quarter and year ended 31st March 2022 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meeting held on 25th May 2022 and 30th May 2022 respectively.

3) This statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4) The Company has adopted INDAS-116 effective 01/04/2019 in the following manner:

a) The standards have been applied to only such cases wherever executed lease agreements and/or Notifications issued by the concerned Lessor Government are in hands of the Company and for the balance period of such lease as on 01/04/2019, except for cases mentioned in (b) below.

b) In case of lease of lands from the Government of Assam for the Tea gardens in Assam, the Company, in conjunction with Indian Tea Association, has noted that, section 9 of the Assam Land and Revenue Regulation, 1886 provides a land lessee, right of use, occupancy and other relevant rights subject to payment of revenues, taxes, cesses and rates from time to time as may be due in respect of said land and thus, there is no fixed or defined period of lease. As such, INDAS116 should not accordingly be applicable in case of Assam.

5) Figures of the previous year has been rearranged and regrouped wherever necessary.

6) Old unrealisable debtors and advance has been written off Rs 11429.33 Lakhs and provisions thereon has been written back Rs 7573.41 Lakhs in the year ending 31.03.2022. Further old liabilities of Rs1062.59 Lakhs has also been written back and an amount of Rs2955 lakhs has been adjusted against provisions.

7) Exceptional Items includes VRS expenses of Rs 1852.56 Lakhs and other closure cost relating to Electrical Kolkata Operations closed since 25.11.2021.

8) The Assets and liabilities of M/s Hooghly Printing Co. Ltd, a 100% subsidiary, has been merged with Andrew Yule & Co Ltd subsequent to an order of National Company Law Tribunal w.e.f 04/06/2021. Accordingly the audited Balance of the Assets and Liabilities, appearing in the books as on 04/06/2021 and as certified by the independent statutory auditor's appointed by CAG of M/s Hooghly Printing Co. Ltd, has been incorporated in the books of Andrew Yule & Co. Ltd.(AYCL). Also Income & Expenditure for the period 01/04/2021 to 03/06/2021 has been considered as part of Consolidated Profit & Loss

9) Impact on Financial position of the Company due to COVID-19 Pandemic

The impact of Government imposed Lockdown due to Covid-19 pandemic was temporary. As result of lockdown/restrictions, production could not be carried out till approvals from local government authorities was received. In light of the above, the company considering all internal & external factors, has made a detailed assessment of its liquidity position including its cash flow, business outlook and of the recoverability and carrying amounts of its assets as on 31/03/2021 and has concluded that no material adjustment are required in Standalone/Consolidated Unaudited Financial Results

10) W.e.f 13/08/2021 Katras Jherriah Coal Co Ltd and The New Beerbhoom Coal Co Ltd. Ceased to be Associate Company of Andrew Yule and Company Limited. However there is no financial impact in the current financial year as the investment amount has been fully provided earlier

M/s. S.K.BASU & CO.
Chartered Accountants
F.No.-301026E

Rudra Neil Mallick
Partner (M.No.: 053983)
Place : Kolkata
Date : 30th May 2022

UDIN 22053983AJVR0K2623



ANDREW YULE & COMPANY LIMITED

SHRI K.MOHAN
DIRECTOR (PERSONNEL)/ADDL. CHARGE OF FINANCE
DIN. 08385809

SANJOY BHATTACHARYA
CHAIRMAN & MANAGING DIRECTOR
DIN : 07674268

ANDREW YULE & COMPANY LIMITED

[A Government of India Enterprise]

CIN: L63090WB1919GOI003229

Regd. Office : "Yule House", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001

Tel: (033) 2242 8210/8550; Fax: (033) 2242 9770; E-mail: com.sec@andrewyule.com; Website: www.andrewyule.com

Rs in Lakhs

SEGMENT-WISE REVENUE, RESULTS, ASSETS & LIABILITIES FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

| Particulars | CONSOLIDATED | | | | |
|--|---------------------------|-------------------------------------|--|-------------------------|-------------------------|
| | 3 months ended 31.03.2022 | Preceding 3 months ended 31.12.2021 | Corresponding 3 months ended in the previous year 31.03.2021 | Year to date 31.03.2022 | Year to date 31.03.2021 |
| | (Unaudited) | (Unaudited) | (Unaudited) | Audited | Audited |
| [1] Segment Revenue [Net Sales/Income from each segment] | | | | | |
| (a) Tea | 1,435.71 | 8,354.32 | 2,540.06 | 23,124.88 | 23,650.25 |
| (b) Electrical-Kolkata | 94.48 | 7,113.84 | 327.81 | 7,233.66 | 2,220.87 |
| (c) Electrical-Chennai | 3,017.60 | 1,199.16 | 1,595.10 | 5,862.21 | 3,644.28 |
| (d) Engineering | 1,656.15 | 1,498.24 | 1,207.63 | 5,168.72 | 3,336.20 |
| (e) Unallocated | 20.98 | 17.66 | 128.88 | 49.80 | 199.18 |
| Total | 6,224.93 | 18,183.22 | 5,799.48 | 41,439.28 | 33,050.79 |
| Less: Inter Segment Revenue | - | - | - | - | - |
| Net Sales/Income from Operations | 6,224.93 | 18,183.22 | 5,799.48 | 41,439.28 | 33,050.79 |
| [2] Segment Results | | | | | |
| [Profit(+)/Loss(-) before tax and interest from each Segment] | | | | | |
| (a) Tea | (1,492.05) | 1,487.83 | (2,880.32) | 2,311.34 | 2,406.63 |
| (b) Electrical-Kolkata | 3.26 | (956.65) | (174.76) | (1,686.80) | (1,097.51) |
| (c) Electrical-Chennai | 449.19 | 94.05 | 137.37 | 249.37 | (170.00) |
| (d) Engineering | 239.02 | 72.48 | 105.78 | 213.78 | (271.28) |
| (e) Printing | - | - | (58.10) | - | (72.96) |
| Total | (800.58) | 697.71 | (2,870.03) | 1,087.69 | 794.88 |
| Less: | | | | | |
| (i) Interest | 51.73 | 250.37 | 116.64 | 797.19 | 809.62 |
| (ii) Other unallocable Expenditure net off Unallocable Income | (559.06) | (978.45) | 145.75 | (3,082.86) | (1,411.10) |
| Total Profit/(Loss) before exceptional items and tax | (293.25) | 1,425.80 | (3,132.42) | 3,373.36 | 1,396.36 |
| Exceptional Items Electrical Kolkata | 285.25 | 1,980.69 | - | 2,265.94 | - |
| Total Profit/(Loss) After exceptional items and before tax | (578.50) | (554.89) | (3,132.42) | 1,107.42 | 1,396.36 |
| Profit/(Loss) from discontinued operation Electrical Kolkata | 7.01 | - | - | 7.01 | - |
| Profit Before Tax | (571.49) | (554.89) | (3,132.42) | 1,114.43 | 1,396.36 |
| Tax Expenses(Current and Deferred) | 1,209.88 | - | (649.39) | 1,209.88 | (649.39) |
| Group Share of Profit | 92.22 | (110.39) | 826.36 | (438.84) | 1,467.57 |
| Profit After Tax | (1,689.15) | (665.28) | (1,656.68) | (534.29) | 3,513.30 |
| Segment Assets | | | | | |
| Tea | 25,445.86 | 27035.26 | 21,597.34 | 25,445.86 | 21,597.34 |
| Electrical-Kolkata | 2,696.18 | 2974.89 | 4,284.05 | 2,696.18 | 4,284.05 |
| Electrical-Chennai | 6,085.02 | 5125.62 | 6,584.39 | 6,085.02 | 6,584.39 |
| Engineering | 6,263.73 | 5875.34 | 5,299.21 | 6,263.73 | 5,299.21 |
| Printing | - | - | 142.32 | - | 142.32 |
| Unallocated Corporate | 23,295.87 | 24603.35 | 25,654.80 | 23,295.87 | 25,654.80 |
| Total | 63,786.66 | 65,614.46 | 63,562.11 | 63,786.66 | 63,562.11 |
| Segment Liabilities | | | | | |
| Tea | 12,352.27 | 12331.88 | 9,765.51 | 12,352.27 | 9,765.51 |
| Electrical-Kolkata | 2,650.00 | 5002.34 | 6,326.81 | 2,650.00 | 6,326.81 |
| Electrical-Chennai | 3,537.59 | 3006.76 | 3,896.07 | 3,537.59 | 3,896.07 |
| Engineering | 3,916.43 | 3988.98 | 3,557.69 | 3,916.43 | 3,557.69 |
| Printing | - | 0.00 | 381.41 | - | 381.41 |
| Unallocated Corporate | 3,920.23 | 2270.60 | 1,768.23 | 3,920.23 | 1,768.23 |
| Total | 26,376.52 | 26,600.56 | 25,695.72 | 26,376.52 | 25,695.72 |
| Segment Capital Employed (Segment Assets- Segment Liabilities) | | | | | |
| Tea | 13,093.59 | 14,703.38 | 11,831.83 | 13,093.59 | 11,831.83 |
| Electrical-Kolkata | 46.18 | (2,027.45) | (2,042.76) | 46.18 | (2,042.76) |
| Electrical-Chennai | 2,547.43 | 2,118.86 | 2,688.32 | 2,547.43 | 2,688.32 |
| Engineering | 2,347.30 | 1,886.36 | 1,741.52 | 2,347.30 | 1,741.52 |
| Printing | - | - | (239.09) | - | (239.09) |
| Unallocated Corporate | 19,375.64 | 22,332.75 | 23,886.57 | 19,375.64 | 23,886.57 |
| Total | 37,410.14 | 39,013.90 | 37,866.39 | 37,410.14 | 37,866.39 |



(Handwritten signatures)

Andrew Yule & Company Limited
Consolidated Balance Sheet as at 31st March 2022

In Rs. Lakhs

| | Note No. | As at March 31, 2022 | As at March 31, 2021 |
|---|----------|----------------------|----------------------|
| Non-current assets | | | |
| (a) Property, Plant and Equipment | 3 | 11159.97 | 10268.68 |
| (b) Capital work-in-progress | 3 | 8224.61 | 7523.24 |
| (c) Intangible Assets | 3 | 8.28 | 6.55 |
| (d) Non Current Assets held for sale or held for distribution to owners | 4 | | 46.43 |
| (d) Financial Assets | | | |
| (i) Investment | 5 | 19505.39 | 20,252.69 |
| (ii) Others | 6 | 163.33 | 74.19 |
| (iii) Loans | 7 | 0.00 | 0.30 |
| (e) Income Tax Assets (net) | 8 | 1778.91 | 1,567.93 |
| (f) Other non-current assets | 9 | 442.06 | 397.06 |
| Total Non - Current Assets | | 41282.54 | 40,137.07 |
| Current assets | | | |
| (a) Inventories | 10 | 4964.74 | 4,590.97 |
| (b) Financial Assets | | | |
| (i) Investment | 11 | 153.65 | 0.35 |
| (ii) Trade Receivables | 12 | 7964.69 | 6,323.77 |
| (iii) Cash and cash equivalents | 13 | 915.01 | 617.98 |
| (iv) Other Bank Balances | 14 | 2290.06 | 6,180.47 |
| (v) Loans | 15 | 0.44 | 0.44 |
| (vi) Other financial assets | 16 | 2385.55 | 2,318.88 |
| (d) Other current assets | 17 | 3090.18 | 3,392.20 |
| (e) Assets held for disposal | 18 | 739.87 | - |
| Total Current Assets | | 22504.18 | 23,425.05 |
| Total Assets | | 63786.72 | 63,562.11 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share Capital | 19 | 9779.02 | 9,779.02 |
| (b) Other Equity | 20 | 27628.35 | 28,087.38 |
| Total equity | | 37,407.37 | 37,866.40 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 21 | 682.74 | 53.81 |
| (ii) Other financial liabilities | 22 | 28.80 | 28.80 |
| (b) Provisions | 23 | 2638.16 | 2,561.65 |
| (c) Other non-current liabilities | 24 | 734.52 | 442.23 |
| (d) Deferred Tax Liability | | 2047.84 | 1081.99 |
| Total non-current liabilities | | 6,132.06 | 4,168.48 |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 25 | 6009.45 | 6,943.60 |
| (ii) Trade and other payables | 26 | 5938.35 | 6,278.53 |
| (iii) Other financial liabilities | 27 | 5707.32 | 6,023.11 |
| (b) Other current liabilities | 28 | 1256.03 | 1,306.93 |
| (c) Provisions | 29 | 1336.13 | 975.07 |
| Total Current Liabilities | | 20,247.29 | 21,527.23 |
| Total liabilities | | 26,379.34 | 25,695.71 |
| Total Equity & Liabilities | | 63,786.72 | 63,562.11 |

For S.K Basu & Co.

Chartered Accountants

F.No.: 301026E

Rudra Neil Mallick

Partner (M.No.: 053983)

Place : Kolkata

Date : 30th May 2022

UDIN 22053983AJVRQK2623

For Andrew Yule & Company Limited

SHRI K. MOHAN
DIRECTOR (PERSONNEL)/ADDL.
CHARGE OF FINANCE
DIN. 08385809

SHRI SANJOY BHATTACHARYA
CHAIRMAN & MANAGING
DIRECTOR
DIN : 07674268

| | Year ended 31st March, 2022 | Year ended 31st March, 2021 |
|--|-----------------------------|-----------------------------|
| (A) CASH FLOW FROM OPERATING ACTIVITIES : | | |
| Net Profit before Tax and extraordinary items | 1,114.43 | 2,936.87 |
| Adjustments for : | | |
| Depreciation/Impairment of Assets | 644.90 | 685.75 |
| Amortisation of Intangible Assets | 0.69 | 1.46 |
| Interest expense | 627.83 | 756.32 |
| Changes in Long Term Provision | | 710.58 |
| Profit on Sale of Fixed Assets | (1.73) | |
| (Profit)/Loss on Sale of Investments | (252.56) | |
| Profit on Sale of Inventories (Discontinued Operation) | (65.71) | |
| Interest Income | (152.42) | (325.27) |
| Dividend Income | (3,701.92) | (2,196.86) |
| Provision no longer Required Written back | (7,573.50) | (0.58) |
| Liabilities no longer required written back | (1,062.60) | (101.81) |
| Deferred Income on Capital Subsidy | (9.66) | |
| Non Current Asset Held for Sale Written Down | | 38.71 |
| Gain on Remeasurement of Investments | (47.65) | (4.01) |
| Excess provision for YASF written back | | |
| Provision for KOPT Rent | | |
| Provision for Doubtful Debts | 125.92 | 103.88 |
| Provision for Doubtful Loans, Advances and Deposits | 68.47 | 83.94 |
| Provision for Recoverable Electrical Duty | | 23.95 |
| Provision for Exceptional Item- Prov for Stock Obsolescence | 413.38 | |
| Provision for NSC | | 0.35 |
| Provision for Stock/Stores Obsolescence | 3.29 | 11.27 |
| Provision for Capital WIP | 16.76 | |
| Increase in Group Share of Profit of Associates | (438.84) | (1,467.57) |
| Changes in income Tax Assets | | (297.32) |
| Profit and Loss Adjustments: | | |
| Profit on Sale of Investment (OCI) | (0.66) | |
| Remeasurement of Investment | (3.87) | |
| Actuarial Gains and Losses | (158.07) | (98.58) |
| Changes in Deferred Tax | (965.84) | |
| Cash Generated from discontinued operations | | (72.88) |
| Effect on Merger of Subsidiary (Hooghly Printing Comp) | (5.27) | (0.21) |
| | (12,540.06) | (2,171.04) |
| Operating profit before changes in amount of Current Liabilities and Current Assets | (11,425.63) | 765.83 |
| Adjustment for | | |
| Changes in Current Assets | (2,493.03) | (2,337.10) |
| Inventories | (724.73) | 236.35 |
| Changes in Current Liabilities | 8,322.01 | (211.94) |
| | 5,104.25 | (2,312.88) |
| Cash Generated from Operations | (6,321.38) | (1,546.86) |
| Tax paid | - | - |
| NET CASH FROM OPERATING ACTIVITIES (A) | (6,321.38) | (1,546.86) |
| (B) CASH FLOW FROM INVESTING ACTIVITIES : | | |
| Purchase of Property, Plant and Equipment and Intangible Asset | (1,536.88) | (1,501.80) |
| Sale of Fixed Assets | | 215.46 |
| Changes in Capital Work in Progress | (718.13) | |
| Non Current Asset Held for sale | 46.43 | |
| Dividend Received | 3,701.92 | 2,196.86 |
| Purchase of Investment | | |
| Changes in other Non Current Assets | (361.64) | |
| Adjustment of Loan in HPCL | | |
| Disposal of Investment | 1,047.51 | 1,481.98 |
| Interest Received | 152.42 | 325.27 |
| NET CASH FROM INVESTING ACTIVITIES (B) | 2,331.83 | 2,697.77 |



| | | | | |
|--|----|-------------------------------|-------------------------------|-----------------|
| [C] CASH FLOW FROM FINANCING ACTIVITIES : | | | | |
| Interest Paid | | (627.83) | | (756.32) |
| Other Current Liabilities | | | | (57.04) |
| Short Term Borrowings (Repaid)/Taken and other financial liabilities | | | | |
| Long Term Borrowings (Repaid)/Taken | | 1,007.39 | | 53.81 |
| NET CASH USED IN FINANCING ACTIVITIES [C] | | 379.86 | | (759.55) |
| Net Increase/(Decrease) in Cash and Cash Equivalents [A+B+C] | | (3,610.19) | | 391.36 |
| CASH AND CASH EQUIVALENTS (Opening Balance) | ** | 6,816.25 | | 6,423.89 |
| CASH AND CASH EQUIVALENTS (Closing Balance) | ** | 3,205.07 | | 6,815.25 |
| [1] The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules, 2006 | | | | |
| [2] Cash and Cash Equivalents include : | | As at 31st March, 2022 | As at 31st March, 2021 | |
| Balance with Banks (Refer Note below) | | 747.74 | | 591.73 |
| Cheques in Hand | | | | |
| Cash in Hand | | 37.27 | | 43.05 |
| Postage and Stamps in hand | | | | |
| Remittance in Transit | | | | |
| Deposit with Bank maturing within 3 months | | | | 6,180.47 |
| Margin Money with Bank maturing within 3 months | | | | |
| Deposit with Bank maturing after 3 months | | 130.00 | | |
| Deposit Account Margin | | 2,290.06 | | |
| | | | | |
| | | 3,205.07 | | 6,815.25 |
| [a] Includes '16.84 lakhs attached by Provident Fund Authority for the previous Financial Year** | | | | |
| [b] Previous year's figures have been regrouped/rearranged wherever necessary | | | | |

For S.K.BASU & CO.
Chartered Accountants
F.No.: 301026E

RUDRA NEIL MALLICK
PARTNER (M.No.: 053983)
Place: Kolkata
Date: 30-MAY-2022

U DIN 22053983AJVRQK2623

For Andrew Yule & Company Limited

SHRI K. MOHAN
DIRECTOR (PERSONNEL)/ADDL.
CHARGE OF FINANCE
DIN. 08385809

SHRI SANJOY BHATTACHARYA
CHAIRMAN AND MANAGING DIRECTOR

DIN. 07674288



S. K. BASU & CO

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS REPORT

To the Members of Andrew Yule & Company Limited

Report on the Audit of Consolidated IND-AS Financial Statements

(1.) Qualified Opinion

We have audited the Consolidated IND AS Financial Statements of Andrew Yule and Company Limited ("The Holding Company") and considered financial statements of Subsidiaries and Associates (Together referred to as "The Group") audited by other auditors which comprise the Consolidated Balance Sheet as at 31st March, 2022, and the Consolidated Statement of Profit and Loss (Including other comprehensive income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the "Basis for qualified opinion" section mentioned hereinafter in this report, the aforesaid Consolidated IND AS 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, of the consolidated state of affairs of the Company as at 31st March, 2022, consolidated loss and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

(2) Basis for Qualified Opinion

2(a) In absence of balance confirmation certificates and sufficient and appropriate audit evidence from Debtors and Creditors, we are unable to form an opinion regarding correctness of the balances of Debtors and Creditors and the actual provision required to be made. Effect of the above, if any, on profit and loss of the Company is not ascertainable.

The company has no policy to provide for receivables on the basis of age. Debtors outstanding for more than 36 months in each of the divisions of the company are as follows:

| Name of the Division | Total Receivables as on 31.3.22 (In Rs. Lakhs) | Receivables over 36 months (In Rs. Lakhs) | Provisions available as on 31.3.22 (Rs. Lakhs) |
|----------------------|--|---|--|
| Tea Division | 79.58 | NIL | 8.39 |
| Engineering Division | 3826.33 | 707.07 | 75.24 |
| Electrical Chennai | 4019.83 | 322.85 | NIL |
| General Division | 122.57 | NIL | NIL |

2(b) Pursuant to the closure of Electrical Division, Kolkata, The Audit Committee and the Board had approved writing off entire amount standing in the books of Electrical division, Kolkata as sundry debtors amounting to Rs.58.33 crores plus other advances and receivables of Rs.13.78 crores totaling Rs.72.11 crores, while existing provisions amounting to Rs. 34.47 crores and other liabilities no longer required held in the books amounting to Rs. 36.37 crores totaling Rs. 70.84 crores were approved for write back. Similar write offs/write backs of old balances and outstanding have been approved in other divisions of the Company as follows;

| Name of Division | Actual amount written | Provision held against | Net effect on Profit and |
|------------------|-----------------------|------------------------|--------------------------|
|------------------|-----------------------|------------------------|--------------------------|



| | off (In Rs. Crores) | the same written back (In Rs. Crores) | Loss (In Rs. Crores) |
|--------------------|------------------------|--|----------------------|
| Electrical Kolkata | 72.11 | 70.84 | 1.27 |
| Electrical Chennai | 28.66 | 28.66 | Nil |
| Engineering | 5.18 | 5.17 | 0.01 |
| Tea Division | 0.89 | 0.89 | Nil |
| General Division | 7.89 | 7.84 | 0.05 |
| Total | 114.73 | 113.40 | 1.33 |

The above write offs/write backs were approved by the Audit Committee and passed by The Board of Directors in the meeting of the Board held on 12th November, 2021. Actual amount written off was Rs.114.29 crores and provisions written back was Rs.115.91 crores respectively.

However, these items being quite old, the individual details of the same like bill/invoices, copies of correspondence with customers, copy of notice of recovery including legal notices, copies of legal cases filed against them for recovery if any, were not made available for our verification. No copy of any Court order or decree regarding settlement of pending dues, and no evidence of any suits or cases filed against these customers were made available for our verification. Copies of balance confirmation letters sent to these parties were also not made available. Some or all of the debts as of now may also be barred by the statute of limitation.

Furthermore, in our opinion the system of linking provisions made against individual doubtful debts and advances is not adequate. The Company makes overall provision and there is no system of linking of provisions customer wise. There is scope for improvement in this respect. Any fresh provision made henceforth should be linked to the original debt or advance.

In view of the above, we are unable to comment whether the writeoffs/write backs were made with due diligence. The effect on profits or losses of the Company due to the above, if any, is not ascertainable.

2(c) It was also resolved in the meeting referred to above that the entire unused stock and machinery (including any unaccounted for old goods not in stores/asset register), scrap of Brentford Unit as well as switchgear unit of Electrical division is to be sold through MSTC. However, the unaccounted for goods if any detected, should be accounted for. It is not clear to us how such goods would have escaped physical verification and remained unaccounted for.

The stock of inventories lying in Switchgear Unit and Brentford Unit were physically verified at the time of closure of Electrical division and an amount of Rs.0.06 crore was written off from the value of stock. The remaining balance lying in stock amounting to Rs.4.75 crore was fully provided for. Any amount which may be received subsequently on sale/disposal of the stock will be taken to profit and loss account. The physical verification report as referred to above was not made available for our verification.

As informed, the fixed assets of Electrical division are to be sold by tender/auction. Any shortfall/excess between the net realisable value and the book value would be put up before the board for write off/writeback.

The written down value of Property, Plant & Equipment amounting to Rs.684.39 lakhs is appearing under "Assets held for Disposal" in the Balance Sheet of the Company as on 31st March, 2022.



The above proposal has been agreed to by the audit committee and approved by the Board . However, the Audit Committee was informed that the amounts mentioned in the proposals were above the existing limits of DOP of CMD and Committee of Directors .hence the DOP of CMD and the Committee of Directors needs to be revised to give effect to these proposals.

Such revision of DOP is pending as on date of report.

In view of the above , we are unable to comment whether there existed adequate internal controls over the above transactions. The effect on profits or losses of the Company due to the above, if any is not ascertainable.

We have conducted our auditing in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of The Companies Act, 2013. Our responsibilities under those standards are further described in the Auditors Responsibilities for the Audit of Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by The Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of The Companies Act, 2013 and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with the requirement of the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

(3) Emphasis of Matter:

Without modifying our audit report, we draw attention to the following items:

- a In the absence of IT system audit, security of accounting/operational data, recovery of data through IT disaster management system and manual intervention at crucial levels of data transfer and at the time of consolidation result in high audit risk. The Ministry of Corporate Affairs have also introduced the concept of "audit trail" as a compulsory part of the maintenance of accounts and should cover the entire accounting system of the Company w.e.f. 2023-24. The Company has introduced such features for financial transactions e.g. cash/bank etc. This is to be introduced in all divisions of the Company.
- b Absence of exercise of adequate controls in the process of maintaining the records of the companies lease deeds and title deeds enhances the audit risk.
- c None of the divisions of the Company have contributed any amount to the Company's gratuity fund which is utilised towards payment of gratuity to employees on retirement.
- d Rs. 42.97 Lakhs recoverable from PF Department, Government of India, is pending over 10 years. However the amount has been fully provided for in the accounts .
- e Lease agreement of three tea gardens namely Banerhat, Choonabhutti and Haritalguri-3 (of New Dooars) and Brentford Unit of Electrical Division , Kolkata has not been renewed since long. Plate B of Brentford Unit has been handed over to landlord – Kolkata Port Trust on 1st October, 2021 while Plate A remains with the Company. Lease rent is being paid by the Company. Salami asked for by the West Bengal Government for renewal of lease of tea gardens amounting to Rs.177.66 lakhs (PY-Rs. 177.66 lakhs) is treated as "Claims not acknowledged as debts". The matter should be resolved immediately



as it disputes the Company's ownership of the tea gardens under its operation.

- f A few inoperative bank accounts of the Company still exist and should be closed to mitigate the fraud risk. The bank accounts have authorized signatories who have retired/resigned from the Company. These former employees should be replaced as signatories by the officials who are currently in the employment of the Company.
- g BSE has imposed a fine for three quarters of 2021-22 on the Company for non compliance of the requirements of the Regulation 17(1) of the SEBI (LODR) Regulations, 2015 pertaining to the composition of the Board including failure to appoint a woman director. These fines have not been paid by the Company as appointment of Directors is done by the Company's administrative ministry. The Demand Bill for April to June 2021 amounting to Rs.5,36,900/- and for July to September 2021 amounting to Rs. 5,42,800/- and October to December 2021 amounting to Rs.5,42,800/-has been received by the Company. No provision for the same has been made in the accounts. As intimated by the Company, GOI has appointed woman director with effect from 02.11.2021 and no further bill was raised by BSE for the 4th quarter in this matter till date as the requirement has been complied with.
- h Current municipal tax receipts of all the properties held by the Company were not made available for our verification and no proof of payment was produced before us.
- i The Company has assessed the effect on its operations due to the nationwide lockdown arising out of COVID 19 and concluded that no material adjustment are required for the same in the accounts as per Note No. 61 of the financial statements.
- j The Company has made an interest payment of Rs. 0.87 lakhs to GST department during the Financial Year 2021-22 and the reasons for the same should be analyzed to avoid recurrence in future.
- k There are old outstanding advances lying in all divisions of the Company which should be adjusted after scrutiny. In case of tea division an amount of Rs.2568.28 lakhs has been given as advance under various heads of expenses against which provision for doubtful advances exist amounting to Rs.125.48 lakhs only. These advances include security deposit and prepaid expenses which should be shown separately. However the Company does not maintain proper records of old advances which are considered to be good.
- l The Company holds 4,15,000 equity shares in WEBFIL valued at Rs.5.23 Lakhs (NAV) and 6% Cumulative redeemable preference shares of Rs 10/- each fully paid up at par-(original value) Rs. 204.40 Lakhs and Unsecured Redeemable Convertible Bond (original value) of Rs. 305.00 Lakhs which were to be redeemed on 1.4.21 and 20.12.21 respectively. Only part payment of the amount due was received by the Company. The balance outstanding as on 31.03.2022 was as follows:
- | Name of Security | Balance outstanding (Rs. Lakhs) |
|---|---------------------------------|
| 6% Cumulative Redeemable Preference shares; | 153.30 |
| Redeemable convertible Bonds | 295.00 |
- WEBFIL has paid an amount of Rs.160 lakhs by cheque on 20.04.2022 and proposed to pay the balance amount for preference shares by 2024-25 and bonds by 2025-26.
- No evaluation of Expected Credit Loss (ECL) due to deferment of payment has been made by the Company and no resulting provision has been created.
- m In Tea Division, Bills Receivables amounting to Rs 2.51 crore comprising of subsidies receivable and other receivables from various government agencies and organisations remained due for more than a year. This amount includes an amount of Rs. 91.89 Lakhs towards land compensation receivable from Indian Oil which is outstanding for more than three years. The company should make full effort to recover these amounts as early as possible.



- n The Company had a practice of charging interest on inter garden loans/advances amounting to Rs. 1402.64 lakhs in Tea Division which has been discontinued since long. However, interest accrued on these balances are being carried forward for set off under IUT. The same should be adjusted/written off after scrutiny.
- o During the year under audit the Company had reduced its stake in the two associate companies, namely The New Beerbhoom Coal Company Ltd. From 32.95% to 18% And KatrasJherriah Coal Company Ltd. From 31.88% to 18% and therefore the above two companies ceased to have associate status wef 13.08.2021. However book value of the remaining shares were not adjusted properly.
- p A few receipts of security deposits made by the Company with various organisations were not available for our verification.
- q No accounts and audit report of the Trust formed to manage the Pension Fund of the Company has been provided to us.
- r The use of Suspense account at the time of making entries in the books of accounts should be discontinued with all postings made in proper heads of accounts.
- s In the 242nd meeting of the Board of Directors held on 2nd June, 2021, the recommendation to the Board for consideration/approval of the proposal for closure of Electrical-Kolkata operations through VRS/VSS route from own resources have been approved, and necessary approvals as required from the ministry obtained.
In pursuit of the same, the Company has paid the net dues of the employees for closure of Electrical Division, Kolkata amounting to Rs.23.81-Crores from its own funds by 25th November 2021. The VRS component of this payment appears as "exceptional items" in the Profit and Loss account amounting to Rs.18.52 crores plus provision for stock obsolescence Rs. 4.13 crores, total Rs. 22.65 crores.
- t We have analysed the Store ledgers of Tea division, West Bengal and Assam gardens and observed the following:
(i) In case of many inventory items whose consumption is very high during the year no closing balances are being maintained as on 31.03.22 which is quite unusual as it may lead to stoppage of production and other crucial non-production activities.
(ii) In case of many inventory items there is no movement during the year and proper monitoring is required to utilize various items to avoid the same becoming obsolete/non moving.
(iii) In case of certain items of inventory where consumption is low to very low purchases have been made during the year.
- u Merger of Hooghly Printing Company Limited (HPCL) with Andrew Yule and Company Limited (The Company) under a scheme of amalgamation had been referred to NCLT under Section 232 of The Companies Act, 2013. NCLT had granted its approval vide its Order dated 3rd May, 2021. Pursuant to this order, all properties, assets, rights, powers and undertakings of the transferor company, as well as the liabilities, obligations, duties of the transferor company (HPCL) has been transferred to the transferee company (AYCL). All suits and legal proceedings for and against the transferor company will also be valid against the transferee company from the "effective date" of transfer. The effective date of transfer being 4th June, 2021, the merger has been given effect to in the accounts of Andrew Yule and Company Limited during the year 2021-22. A valuation report by a firm of valuers dated



15.06.2019 to assess the market value of Hooghly Printing Private Limited as on 31. 03. 2019 , has been produced before us . However the value of assets and liabilities of HPCL have been incorporated in the books of accounts of General Division at carrying cost . We have been informed that sundry debtors of Rs.107.44 lakhs of HPCL have been written off.

The written down value of property , plant and equipment has been transferred to General Division of the Company and appears as "Assets held for Disposal" in the Balance Sheet of the Company as at 31st March, 2022 valued at Rs. 54.83 lakhs only.

- v In the asset register of tea division it was found that some assets had been categorised under wrong heads and do not match with the assets heads as per Schedule II . In some cases the lives of the assets do not match with the lives given in Part C of Schedule II to the Companies Act, 2013 except for plant and machinery, where a technical report showing different lives have been provided to us. In some cases the balance lives of fixed assets have been taken wrongly.

We found that names /nature of many items of Plant & machinery and Furniture & Fixtures were not being mentioned specifically thereby it may be in doubt about the physical existence of these assets where the same are being carried on in the books .At the same time many assets may be damaged and beyond working conditions but no action has been taken to dispose of these assets.

Qualified opinion reported by auditors of subsidiary companies:

- w The auditor of Yule Electrical Ltd. has given qualified opinion due to the following reasons:
- (i)The Company is not a going concern as defined in IND AS-1 issued by ICAI since there were no operating activities in the concerned year as well as in the recent past. It is to be noted that the same had not been disclosed in "Notes to Financial Statement" which constituting a departure from the IND AS-1 issued by ICAI
 - (ii) No agreement related to the terms of payment and interest payable, if any, was available for unsecured Borrowings from Andrew Yule & Co. Ltd. Further, confirmation of Loan taken from others not produced to us.
- x The auditor of Yule Engineering Ltd. has given qualified opinion due to the following reasons:
- a. The Company is not a going concern as defined in AS-1, issued by ICAI since there were no operating activities in the concerned year as well as in the recent past. It is to be noted that the same had not been disclosed in 'Notes to Financial Statement' which constitute a departure from the Accounting Standard – 1, issued by ICAI
 - b. No agreement related to the terms of payment and interest payable, if any, was available for unsecured borrowings from Andrew Yule & Co. Ltd.

y. Emphasis of matter reported by the auditors of associate company Tide Water Oil Co. (India) Ltd.:

They have drawn attention to Note 19 to the financial statements of Tide Water Oil Company (India) Ltd. which describes the accounting of franchisee fee based on statement of franchisee fee received from Tide Water Oil Company (India) Ltd. and audited by an independent firm of chartered accountants.

(4) Information other than the Consolidated Ind AS Financial Statements and Auditors Report thereon:



The Company's Board of Directors are responsible for the information. The other information comprises the information included in the Management Discussion and Analysis, Boards Report including the Annexures to Boards Report, Business Responsibility Report, Corporate Governance and Shareholders Information, but does not include the Consolidated financial statements and our auditors report thereon. The information was not made available to us till date.

(5) Key Audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon and we do not provide a separate opinion in these matters. We have determined the matters described below to be the key audit matters to be communicated in this report. In respect of subsidiaries and associates key audit matters were reported in the audit reports of the erstwhile subsidiary company-Hooghly Printing Company Limited only.

| S.N. | KEY AUDIT MATTER | AUDITORS RESPONSE |
|-------------|--|--|
| 1. | Revenue Recognition | |
| | Revenue from sale of goods (hereinafter referred to as revenue) is recognized when the significant risks and rewards of ownership of goods is passed to the buyer. Revenue from sale of goods is measured at the fair value of the consideration received or receivable, net of returns or allowances, trade discounts and volume rebates. | Our audit procedures included the following: Assessed the Company's Revenue Recognition policies in line with IND AS 115 (Revenue from Contracts with Customers) and tested thereof: Evaluated the integrity of the general information and technology control environment and testing the operating effectiveness of controls over recognition of revenue. Evaluated the design, implementation and operating effectiveness of Company's controls in respect of revenue recognition. Tested the effectiveness of such controls over revenue cut off at year end. On a sample basis tested supporting documents for sales transactions recorded during the period closer to the year end and subsequent to the year end. Compared revenue with cyclical trends where appropriate, conducted further enquiries and testing. Assessed disclosures in financial statements in respect of revenue as specified in IND AS 115. |
| | The timing of revenue recognition is relevant to the reported performance of the Company. Revenue is a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred. | In order to get a sufficient understanding of litigations and contingent liabilities, we have discussed the process of identification implemented by the Management for such provisions through various discussions with Company's legal and finance departments. We read the summary of litigation matters provided by the Company's/ Unit's Legal and Finance Team. We read, where applicable, external legal or regulatory advice sought by the Company. |
| 2. | Provisions and Contingent Liabilities | |
| | The Company is subject to a number of legal, regulatory and tax cases for which final outcome cannot be easily predicted and which could potentially result in significant liabilities. Management's disclosures with regards to contingent liabilities are presented in Note No.40 to the Standalone Ind AS Financial Statements. The assessment of the risks associated with the litigations is based on complex assumptions. The amounts involved and the application of accounting | |



standards to determine the amount if any to be provided as a liability or disclosed as a contingent liability are inherently subjective. This requires use of judgment to establish the level of provisioning, increases the risk that provisions and contingent liabilities may not be appropriately provided against or adequately disclosed. Accordingly, this matter is considered to be a key audit matter.

We discussed with the Company's/ Unit's Legal and Finance Team certain material cases noted in the report to determine the Company's assessment of the likelihood, magnitude and accounting of any liability that may arise.

In light of the above, we reviewed the amount of provisions recorded and exercised our professional judgment to assess the adequacy of disclosures in the Standalone Ind AS financial statements

3. Key Audit Matters reported by the statutory auditor of Hooghly Printing Co. Ltd.

The Company has current liabilities of Rs.705lakhs..The current liabilities exceed current assets Given the nature of its business "Printing" which is scraped off by the Government of India as a matter of policy on PSUs there is hardly any possibility/probability for revival of the Company.The Company is being taken over by its parent Andrew Yule & Co . Ltd. Under the scheme of Arrangements approved by National Company Law tribunal(NCLT).

The audit procedures among others included the following:

- (i)Obtained an understanding of the processes and tested the Internal Controls Process associated with the Managements Assessment of going concern provision.
- (ii)Discussed with the management and assessed the assumptions, judgments and estimates used in such assessments having regard to past performance and current status of the Company.
- (iii) Assessed the adequacy of the disclosures in the standalone financial statements.

(6) Responsibility of the Management and those charges with Governance for the Consolidated Ind-AS financial statements:

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance, Consolidated changes in equity and Consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India,, including the Indian accounting standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated financial statements of The Group ,the respective Board of directors are responsible for assessing the ability of the respective Companies to continue as a going concern, disclosing, as applicable, matter related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Thoserespective Board of Directors of the Companies included in the Group and of its associates are also responsible for overseeing the Companies financial reporting process and its associates.



(7) Auditor's responsibilities for the Audit of the Consolidated Ind As Financial statements:

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

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

Identify and assess the risks of material misstatement of the IND AS financial statements whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of The Companies Act, 2013 we are also responsible for expressing an opinion on whether the Company has adequate internal financial control system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of the accounting policies used and the reasonableness of the accounting estimates and related disclosures made by the management.

Conclude on the appropriateness of the managements use of going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast a significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors report to the related disclosures in the IND AS financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report .However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the IND AS financial statements, including the disclosures , and whether the IND AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonable be thought to bear on our independence, and where applicable, related safeguards.

(8) Other Matters



(a) The process of merger of Hooghly Printing Company Ltd. has received the approval of NCLT vide its Order dated 03rd May, 2021 and the appointed date of merger has been declared on and from 4th June, 2021 and the merger has been given effect to in the accounts of Andrew Yule & Company Ltd. in the year 2021-22.

(b) We have considered information from the financial statements of the two subsidiaries, namely, Yule Engineering Ltd. and Yule Electrical Ltd., whose financial statements have been audited by other auditors, which reflect total assets of Rs.0.06 Lakhs as at 31st March, 2022. Total Revenues from continued operation of Rs. 0.08 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the net loss of Rs.1.50 lakhs of the subsidiary companies for the year ended 31st March, 2022.

© The consolidated financial statements of the single associate company, namely, Tide Water Oil Co. (India) Ltd., have been audited by other auditors whose audit reports have been furnished to us by the management and our opinion on the Consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of sub sections (3) and (11) of Section 143 of The Act, in so far as it relates to the aforementioned subsidiaries and associates, is based solely on the reports of the other auditor subject to non compliance of SA 705 and SA 570 by the respective auditors of two subsidiaries Yule Engineering Limited and Yule Electrical Ltd. During the year the company had reduced its stake in The New Beerbhoom Coal Company Ltd. and Katras Jherriah Coal Company Ltd. and they have ceased to have associate status wef 13.08.2021.

Our opinion on the consolidated financial statements and our report on the other legal and regulatory requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by management.

(d) Due to the COVID-19 pandemic, nationwide lockdown and other travel restrictions were imposed by the Government/local administration. Hence, some of the audit processes were carried out by electronically by remote access. The necessary records were made available by the management through digital medium and were accepted as audit evidence while reporting for the current period.

(9) Report on Other Legal and Regulatory Requirements:

As required by Section 143(3) of the Act, we report that:

(a) Read with our comments in Emphasis of Matter paragraph, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books, and proper returns adequate for the purposes of our audit have been received from units not visited by us and the reports of the other auditors, subject to our qualifications/emphasis of matter mentioned elsewhere in this report.

(c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss including The Statement of Other Comprehensive Income and consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements, subject to our qualification/emphasis of matter elsewhere in this report.



(d) In our opinion, the aforesaid Consolidated IND AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015 subject to our qualification/emphasis of matter elsewhere in this report.

(e) Section 164 (2) of the Act regarding disqualification for appointment of Director is not applicable to Government Companies vide notification no. GSR.463(E) dated 5th June, 2015.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our report in "Annexure A".

(g) With respect to the matters required to be reported upon as per directions of The Comptroller and Auditor General of India as per the provisions of Section 143(5) of The Companies Act, 2013, refer to our report in "Annexure B".

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The consolidated financial statements of the Company has disclosed the impact of pending litigations on the consolidated financial position of the Group in its IND AS financial statements – Refer Note 40 to the consolidated financial statements;

(ii) The Group and its Associates has not entered into any long-term contracts including derivative contracts for which there were material foreseeable losses.

(iii). There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its subsidiaries and associate companies.

(iv) Clause regarding dealings in Specified Bank Notes has been omitted

(v) (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kinds of funds) by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of ultimate beneficiaries;

(ii) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to accounts no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in



any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; , and

(iii) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub – clause (i) and (ii) contain any material mis-statement.

(vi) No Dividend has been declared or paid during the year by the company .

(vii) Clause regarding recording of audit trail is not applicable to the Company for the Current year.

(i) Based on our audit we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is a Government Company as defined in section 2(45) of The Act. Accordingly, reporting under Section 197(16) is not applicable.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

(Rudra Neil Mallick)

PARTNER

(MN: 053983)

(UDIN:22053983AJVRQK2623)



Place: KOLKATA

DATE: 30th May, 2022

Annexure A to the Independent Auditors Report

Referred to in Para 9(f) of our report of even date:

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

(1). We have audited the internal financial controls over financial reporting of Andrew Yule and Company Limited (The Company) as on 31st March, 2022 in conjunction with our audit of the Consolidated IND AS financial statements of the Company for the year ended on that date.

Managements Responsibility for Internal Financial controls

(2). The Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by The Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to companies policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information as required under the Companies Act, 2013.

Auditors Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

(6). The Company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of IND AS financial statements for external purposes in accordance with generally accepted accounting principles. The Company's



internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of IND AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorization of management and directors of the Company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the IND AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

(8) Based on our audit and the information and explanations given to us, we are of the opinion that:

(a) The flow of financial data from divisions, units and gardens are not seamlessly integrated with Head office accounts. It involves manual interventions at various stages of accounting.

(b) Absence of guidelines of IT general controls and segregation of duties does not give reasonable assurance regarding fair maintenance and accurate reflection of records with reasonable details for transactions and disposition of assets of the Company.

© Since the inception of computerization, IT systems audit has not been carried out.

(d) IT disaster recovery plan has not been defined.

(e) The company has not obtained balance confirmation certificates from a considerable number of sundry debtors and creditors.

(f) At the time of payment of medical bills, providing a doctors prescription as per Company's rule no. 6 is not followed in some cases.

(g) Brokerage of sale of tea is charged at 1% of the sale value before taxes. The program for recording sales of tea division (Crop book) gives a misleading picture in the crop book and is ignored for the purpose of brokerage payment. This irregularity should be rectified at the earliest to give the correct picture in the crop book.

(h) In tea division, the system of recording and creating provisions on expenses and liabilities should be improved upon.

(i) There are old outstanding advances lying in all divisions of the Company which should be adjusted after scrutiny. This indicates weakness in internal financial control

(j) Presence of a few negative balances in stores ledger of Tea Division indicates weakness in Internal control.



(k) in the fixed asset register, in majority of cases the situation of each asset is not mentioned and nature of some items of Plant & Machinery and Furniture & Fixtures are not being mentioned..

In view of the above observations, Internal financial Controls of the company as at 31st March, 2022 is inadequate with respect to its size, diversity and complexity of operations based on internal control over financial reporting criteria as stated in the Guidance Note on audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

(Rudra Neil Mallick)
PARTNER
(MN: 053983)
(UDIN:22053983AJVRQK2623)



Place: KOLKATA

DATE: 30th May, 2022

Annexure B to the Independent Auditors Report

Referred to in Para 9(g) of our report of even date:

Our reply to the directions by CAG under Section 143(5) of the Companies Act, 2013 on the basis of our audit of Consolidated financial statements of Andrew Yule & Company Ltd. applicable to the year 2021-22.

Andrew Yule and Company Limited:

| S.N. | Directions | Our Answer |
|------|--|---|
| 1. | Whether the Company has system in place to process all the accounting transactions through IT system.? If yes, the implications of processing the accounting transactions outside IT system on the integrity of the accounts along with the financial implications , if any, may be stated. | The Company does not presently possess an ERP accounting system or a fully integrated IT system among its units and Head Office and as such, necessary accounting integration is being done through separate data entry mode and by applying Consolidated IT software. The method adopted by the Company leaves a scope of absence of data integrity, thereby increasing the risk. |
| 2. | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interests etc.made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case the lender is a government company, then this direction is also applicable for statutory auditor of lender company) | There is no instance of restructuring/waiver/write offs of existing loans availed by the Company. |
| 3. | Whether funds (grants/subsidy etc) received/receivable for specific schemes from Central/State agencies were properly accounted for/utilized as per its terms and conditions? List the cases of deviation. | All funds received/receivable for specific schemes from Central/State agencies were properly accounted for under Note No. 22 relating to the head of "Other non current liabilities" |
| | | |

For subsidiary companies, their respective auditors reports under Section 143(5) are appended below:

Hooghly Printing Company Limited(Erstwhile subsidiary)

| S.N. | Directions | Reply of Auditor |
|------|--|--|
| 1. | Whether the Company has system in place to | The Company process all its accounting |



| | | |
|----|--|--|
| | process all the accounting transactions through IT system.? If yes, the implications of processing the accounting transactions outside IT system on the integrity of the accounts along with the financial implications , if any, may be stated. | transactions through IT system to the extent checked by us and based on information and explanation so obtained during the course of audit. |
| 2. | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interests etc.made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. | Based on our verification and explanations and information given to us there were no cases of restructuring of an existing loan or cases of waiver/write off of debts/loan/interest etc. made by a lender to the Company due to Company's inability to repay the loan. |
| 3. | Whether funds received/receivable for specific schemes from Central/State agencies were properly accounted for/utilized as per its terms and conditions? List the cases of deviation. | No such cases noticed. |

Yule Engineering Limited

| S.N. | Directions | Reply of Auditor |
|-------------|---|---|
| 1. | Whether the Company has system in place to process all the accounting transactions through IT system.? If yes, the implications of processing the accounting transactions outside IT system on the integrity of the accounts along with the financial implications , if any, may be stated. | Accounts have been maintained through Excel worksheet. Integrity of the accounts along with the financial implications have been checked. |
| 2. | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interests etc.made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. | There is no restructuring of an existing loan or cases of waiver /write off of debts/loans/interest etc made by a lender to the company due to the company's inability to repay the loan. |
| 3. | Whether funds received/receivable for specific schemes from Central/State agencies were properly accounted for/utilized as per its terms and conditions? List the cases of deviation. | No such funds received/receivable for specific schemes from Central/State Agencies. |

Yule Electrical Limited

| S.N. | Directions | Reply of Auditor |
|-------------|---|---|
| 1. | Whether the Company has system in place to process all the accounting transactions through IT system.? If yes, the implications of processing the accounting transactions outside IT system on the integrity of the accounts along with the financial implications , if any, may be stated. | Accounts have been maintained through Excel sheet in computer. Integrity of the accounts along with the financial implications have been checked. |
| 2. | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interests etc.made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. | There is no restructuring of an existing loan or cases of waiver /write off of debts/loans/interest etc made by a lender to the company due to the company's inability to repay the loan. |
| 3. | Whether funds received/receivable for specific schemes from Central/State agencies were properly | No funds received or receivable for specific schemes from Central/State agencies. |



| | | |
|--|--|--|
| | accounted for/utilized as per its terms and conditions? List the cases of deviation. | |
|--|--|--|

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

(Rudra Neil Mallick)
PARTNER
(MN: 053983)
((UDIN:22053983AJVRQK2623)



Place: KOLKATA

DATE: 30th May, 2022



S. K. BASU & CO

CHARTERED ACCOUNTANTS

COMPLIANCE CERTIFICATE

We have conducted the audit of the Consolidated accounts of Andrew Yule and Company Limited for the year ended 31st March, 2022 in accordance with the directions/sub directions issued by The Comptroller and Auditor General of India under Section 143(5) of The Companies Act, 2013 and certify that we have complied with all the directions/subdirections issued to us.

For S.K.BASU & CO.
CHARTERED ACCOUNTANTS
(FIRM NO: 301026E)

(Rudra Neil Mallick)
PARTNER
(MN: 053983)

(UDIN:22053983AJVRQK2623)



Place: KOLKATA

DATE: 30th May, 2022

ANNEXURE- I

Statement of Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Audited Financial Results-Standalone and Consolidated separately)

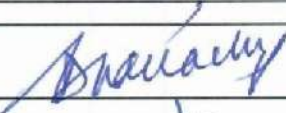

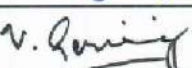

Statement on Impact on Audit Qualifications (Consolidated) for the Financial Year ended March 31, 2022.

[See Regulation 33/52 of the SEBI (LODR) (Amendment) Regulations, 2016]

| Particulars | Audited Figures (as reported before adjustment of qualifications) | Audited Figures (audited figures after) |
|-------------------------|---|---|
| 1 Turnover/Total Income | 47,098.14 | 47,098.14 |
| 2 Total Expenditure | 43,724.86 | 43,724.86 |
| 3 Net Profit/ (Loss) | (534.29) | (534.29) |
| 4 Earning Per Share | (0.11) | (0.11) |
| 5 Total Assets | 63,786.66 | 63,786.66 |
| 6 Total Liabilities | 63,786.66 | 63,786.66 |
| 7 Net Worth | 37,410.14 | 37,410.14 |
| 8 Exceptional Items | - | 2,265.94 |

| Audit Qualification: | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|----------------------|--|---|--|--|--|--------------|-------|-----|------|----------------------|---------|--------|-------|--------------------|---------|--------|-----|------------------|--------|-----|-----|----------------------|---|--|---|--------------------|-------|-------|------|--------------------|-------|-------|-----|-------------|------|------|------|--------------|------|------|-----|------------------|------|------|------|--------------|---------------|--------------|-------------|
| (a) | <p>Details of the Qualifications</p> <p>1(a) In absence of balance confirmation certificates and sufficient and appropriate audit evidence from Debtors and Creditors we are unable to form an opinion regarding correctness of the balances of Debtors and Creditors. Effect of the above, if any, on profit and loss of the Company is not ascertainable.</p> <p>The company has no policy to provide for receivables on the basis of age. Debtors outstanding for more than 36 months in each of the divisions of the company are as follows:</p> <table><thead><tr><th>Name of the Division</th><th>Total Receivables (In Rs. Lakhs)</th><th>Receivables over 36 months (In Rs. Lakhs)</th><th>Provisions available as on 31.3.22 (Rs. Lakhs)</th></tr></thead><tbody><tr><td>Tea Division</td><td>79.58</td><td>NIL</td><td>8.39</td></tr><tr><td>Engineering Division</td><td>3826.33</td><td>707.07</td><td>75.24</td></tr><tr><td>Electrical Chennai</td><td>4019.83</td><td>322.85</td><td>NIL</td></tr><tr><td>General Division</td><td>122.57</td><td>nil</td><td>Nil</td></tr></tbody></table> <p>In absence of confirmation of balances from the debtors and sufficient and appropriate audit evidence we are unable to</p> <p>1(b) Pursuant to the closure of Electrical Division, Kolkata, The Audit Committee and the Board had approved the write off the entire amount standing in the books of Electrical division, Kolkata as sundry debtors amounting to Rs. 58.33crores plus other advances and receivables of Rs. 13.78crorestotalling Rs. 72.11crores, while existing provisions amounting to Rs. 34.47crores and other liabilities no longer required held in the books amounting to Rs. 36.37crorestotallingRs. 70.84croreswere approved for write back. Similar write offs/write backs of old balances and outstanding have been approved in other divisions of the Company as follows:</p> <table><thead><tr><th>Name of the Division</th><th>Actual amount written off (In Rs. Crores)</th><th>Provision held against the same written back (In Rs. Crores)</th><th>Net effect on Profit and Loss (In Rs. Crores)</th></tr></thead><tbody><tr><td>Electrical Kolkata</td><td>72.11</td><td>70.84</td><td>1.27</td></tr><tr><td>Electrical Chennai</td><td>28.66</td><td>28.66</td><td>NIL</td></tr><tr><td>Engineering</td><td>5.18</td><td>5.17</td><td>0.01</td></tr><tr><td>Ten Division</td><td>0.89</td><td>0.89</td><td>NIL</td></tr><tr><td>General Division</td><td>7.89</td><td>7.84</td><td>0.05</td></tr><tr><td>Total</td><td>114.73</td><td>113.4</td><td>1.33</td></tr></tbody></table> <p>The above write offs/write backs were approved by the Audit Committee and passed by The Board of Directors in the meeting of the Board held on 12th November, 2021. Actual amount written off amounted to Rs.114.29Crores and provisions written back amounted to Rs.115.91crores respectively.</p> <p>However, these items being quite old, the individual details of the same like bill/invoices, copies of correspondence with customers, copy of notice of recovery including legal notices, copies of legal cases filed against them for recovery if any, were not made available for our verification. No copy of any Court order or decree regarding settlement of pending dues, and Furthermore, in our opinion the system of linking provisions made against individual doubtful debts and advances is not adequate. The Company makes overall provision and there is no system of linking customerwise. There is scope for improvement in this respect. Any fresh provision made henceforth should be linked to the original debt or advance.</p> <p>In view of the above, we are unable to comment whether the writeoffs/write backs were made with due diligence. The effect on profits or losses of the Company due to the above, if any, is not ascertainable.</p> <p>1(c) It was also resolved in the meeting referred to above that the entire unused stock and machinery (including any unaccounted for old goods not in stores/asset register), scrap of Brentford Unit as well as switchgear unit of Electrical division is to be sold through MSTC. However, the unaccounted for goods if any detected, should be accounted for. It is not clear to us how such goods would have escaped physical verification.</p> <p>The stock of inventories lying in Switchgear Unit and Brentford Unit were physically verified at the time of closure of Electrical division and an amount of Rs.0.06 crore was written off from the value of stock. The remaining balance lying in stock amounting to Rs.4.75 crore was fully provided for. Any amount which may be received subsequently on sale/disposal of the stock will be taken to profit and loss account. The physical verification report as referred to above was not available for our verification.</p> <p>Also, the fixed assets of Electrical division are to be sold by tender/auction. Any shortfall/excess between the net realisable value and the book value would be put up before the board for write off/writeback.</p> <p>The written down value of Property, Plant & Equipment amounting to Rs.684.39 lakhs are appearing as "Assets held for Disposal" in the Balance Sheet of the Company.</p> <p>The above proposal has been agreed to by the audit committee and approved by the Board. However, the Audit Committee was informed that the amounts mentioned in the proposals were above the existing limits of DOP of CMD and Committee of Directors, hence the DOP of CMD and the Committee of Directors needs to be revised to give effect to these proposals.</p> <p>Such revision of DOP is pending as on date of report.</p> | Name of the Division | Total Receivables (In Rs. Lakhs) | Receivables over 36 months (In Rs. Lakhs) | Provisions available as on 31.3.22 (Rs. Lakhs) | Tea Division | 79.58 | NIL | 8.39 | Engineering Division | 3826.33 | 707.07 | 75.24 | Electrical Chennai | 4019.83 | 322.85 | NIL | General Division | 122.57 | nil | Nil | Name of the Division | Actual amount written off (In Rs. Crores) | Provision held against the same written back (In Rs. Crores) | Net effect on Profit and Loss (In Rs. Crores) | Electrical Kolkata | 72.11 | 70.84 | 1.27 | Electrical Chennai | 28.66 | 28.66 | NIL | Engineering | 5.18 | 5.17 | 0.01 | Ten Division | 0.89 | 0.89 | NIL | General Division | 7.89 | 7.84 | 0.05 | Total | 114.73 | 113.4 | 1.33 |
| | Name of the Division | Total Receivables (In Rs. Lakhs) | Receivables over 36 months (In Rs. Lakhs) | Provisions available as on 31.3.22 (Rs. Lakhs) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Tea Division | 79.58 | NIL | 8.39 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Engineering Division | 3826.33 | 707.07 | 75.24 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Chennai | 4019.83 | 322.85 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | General Division | 122.57 | nil | Nil | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Name of the Division | Actual amount written off (In Rs. Crores) | Provision held against the same written back (In Rs. Crores) | Net effect on Profit and Loss (In Rs. Crores) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Kolkata | 72.11 | 70.84 | 1.27 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Electrical Chennai | 28.66 | 28.66 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | Engineering | 5.18 | 5.17 | 0.01 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Ten Division | 0.89 | 0.89 | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| General Division | 7.89 | 7.84 | 0.05 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total | 114.73 | 113.4 | 1.33 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (b) | Type of Audit Qualification: Qualified Opinion/ Disclaimer of Opinion/ Adverse Opinion | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (c.) | Frequency of Qualification | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (d) | For Audit Qualifications where the impact is quantified by the auditor, Management views | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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| (e) | For Audit Qualifications where the impact is not quantified by the Auditor, | <p>Qualification (1)(a)- Para 2.9 As per Co's accounting Policy Trade receivables are recognized initially at transaction price and subsequently measured at cost less provision on the basis of internal analysis of credit risk by the company.</p> <p>Based on the above the company, after due analysis, have made provisions in respect of such situations where risk of recovery is comparatively on higher side</p> <p>Further in Note No 59</p> <p>The Company has system of seeking year ending balance confirmation certificates from Debtors and Creditors. However, the company has maintained the figures available in accounts for cases wherein, no response from Debtors /creditors is received.</p> |
| | | <p>Qualification (1)(b)</p> <p>During the year ended 31/03/2022, the company has written off old unrealisable debtors and advances amounting to Rs 11366.33 Lakhs, since in the opinion of the management, the realisability of very old debtors is remote. On an analysis of the above amount of Rs 11366.33 Lakhs, it is seen that majority of the amount written off is outstanding for more than 10 Years mainly from various state undertakings and provisions against the same were already made in earlier year's accounts in a phased manner based on the internal assessment of the management. Also it may be noted that most of the Debtors which are state undertakings did not respond to our letters for confirmation.</p> <p>Accordingly the corresponding provisions made in current year and earlier year's Account in respect of such old Sundry Debtors and Advances of Rs 7573.42 Lakhs has been written back this year.</p> <p>Further Liability no longer required written back includes a sum of Rs 442.38 Lakhs being old sundry Creditors of ESG unit of Electrical - Kolkata Operations and Rs 603.38 Lakhs being certain other old liabilities of Electrical Kolkata operations. Future claims if any against this will be accounted for as and when they arise.</p> |
| | | <p>Qualification No 1(c)</p> <p>Electrical- Kolkata Operations has been closed w.e.f 25/11/2021 as per the decision of the competent authority. Accordingly amount paid on account Of VRS to the eligible employees of Electrical Kolkata Operations of Rs 1852.56 Lakhs and other related closure costs arising out of the said decision has been disclosed under Exceptional Items (Note-36). Gratuity and other Retiral benefits paid to the VRS Optees has been either charged in the Accounts or recovered from Yule Group Gratuity Fund.</p> <p>Further the Stocks, Plant and Machinery as per the decision of the competent authority has been decided to be monetised through E- Auction conducted by MSTC for liquidation of Bank Dues and payment to creditors.. Effects are being given as and when they are being sold. Final approval for disposal of Land & Building is pending before Government of India. Expenditure incurred post closure in respect of Electrical Kolkata units has been disclosed under discontinued operation under Note No 37 Further the Entire stock has been provided in the Accounts and the said provisions is reflected in Note-36. Also Necessary modifications in DOP is under process.</p> |
| | | <p>(i) Management estimation on the Impact of Audit Qualification</p> <p>Nil</p> |
| | | <p>(ii) Management is unable to estimate the impact, reasons for the same</p> <p>As Stated above</p> |
| | <p>(iii) Auditors comment on (i) and (ii) above</p> | <p>1(a) The company may consider updation of it's policy in this matter Partywise analysis and follow up may be maintained on written off amounts as chance of realisation exist 1(c) Agreed with opinion of management.</p> <p style="text-align: right;">1(b)</p> |

| Signatories : | |
|-----------------------------|---|
| 1) CEO/Managing Director |  |
| 2) CFO |  |
| 3) Audit Committee Chairman |  |
| 4) Statutory Auditor |  |
| Place: Kolkata | |
| Date: 30th May, 2022 | |

