



MCLEOD RUSSEL

Believe in tea

14th August 2024

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

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

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

Dear Sir/Madam,

Sub: Outcome of Board Meeting

Further to our letter dated 06th August 2024, we wish to inform you that pursuant to Regulation 30 and such other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at its meeting held today i.e., 14th August 2024 have inter alia:

- (i) Approved and taken on record the Unaudited Financial Results (Standalone and Consolidated) along with "Limited Review Report" submitted by M/s. Lodha & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), 2015 of the Company for the quarter ended 30th June 2024.
- (ii) Approved the re-appointment of M/s Lodha & Co LLP, Chartered Accountant (FRN: 301051E/E300284) as the Statutory Auditors of the Company for another term of five consecutive years commencing from the conclusion of the ensuing 26th Annual General Meeting (AGM) until the conclusion of the 31st AGM subject to approval of shareholders.

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

A copy of the aforesaid Results is enclosed herewith.

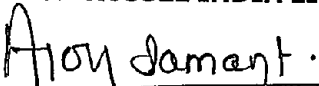
The Board Meeting commenced at 03.00 p.m. and concluded at 05.25 p.m.

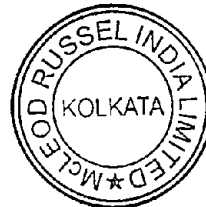
The above is for your information and records.

Thanking you,

Yours faithfully,

For McLEOD RUSSEL INDIA LIMITED


(ALOK KUMAR SAMANT)
COMPANY SECRETARY



Encl: As above

Registered Office :

MCLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGO LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



A Williamson Magor Group Enterprise

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

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **McLeod Russel India Limited** ("the Company") for the Quarter ended on June 30, 2024 ("the Statement" or "financial results"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ("Listing Regulations 2015"), which has been intialed by us for identification purposes.
2. This Statement which is the responsibility of the Company's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS - 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is drawn to the following Notes of the Statement which are subject matter of adverse conclusion as given in Para 5 below:
 - a) Note no. 4 dealing with Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,050 lakhs (including interest accrued till March 31, 2019) as on June 30, 2024 given to promoter group and certain other entities which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the company. Provision of Rs. 1,01,039 lakhs had been made there against in the earlier years. In absence of ascertainment and provision against the remaining amount, the loss for the period is understated to that extent. Impact in this respect as stated in the said note have not been ascertained by the management and recognised in these financial results;
 - b) Note No. 7(b) regarding non-recognition of Interest on loans, Inter Corporate Deposits and other amounts taken by the company and thereby the loss for the period is understated to the extent indicated in said note and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions in respect of certain advances being so claimed by customers as stated therein. Further, as stated in Note no. 7(a) and 7(b), penal/compound interest and other adjustments in respect of borrowings from lenders/banks/financial institution and ICDs etc. respectively have not been recognised and amount payable to lenders and other parties as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount with respect to these, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;



- c) Note no. 5(b) regarding non-determination of fair value of the Property, Plant and Equipment, Capital Work in Progress, Other Intangible Assets and Investment in subsidiary and impairment if any to be recognized thereagainst for the reasons stated in the said note. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us;
- d) Note no. 7(d) regarding non-determination/ recognition of amount payable in respect of claims pursuant to the undertaking executed between the company and the lenders in respect of certain group companies as dealt with in the said note and Note no. 7(c) regarding company's obligation in respect of the settlement arrived at with a corporate lender. Pending determination of the company's obligations and finalization of terms and conditions following the agreement arrived at with the parties, adjustments to be made in the financial results of the company are currently not ascertainable and as such cannot be commented upon by us;
- e) Note no. 7(e) regarding non-determination and recognition of amount payable in respect of rent for office premises. Pending final determination of amount payable, adjustments and impacts arising therefrom as stated in the said note have not been ascertained and as such cannot be commented upon by us;
- f) Note no. 7(f) dealing with statutory liabilities outstanding as at the end of the period and non-determination of adjustments to be given effect to in this respect if any including interest as stated in the said note. Pending final determination of amount payable, adjustments and impacts arising therefrom as stated in the said note have not been ascertained and as such cannot be commented upon by us;
- g) Note no. 8 regarding non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 7. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us; and
- h) As stated in Note no. 6, the predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under paragraph (a) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 could not be ascertained and commented upon by them. They were not able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Company in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/or are prejudicial to the interest of the company. Moreover, in case of advance of Rs. 1,400 lakhs to a body corporate which had subsequently been fully provided for, appropriate audit evidences as stated were not made available. These amounts are outstanding as on this date and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the company are valid for periods subsequent to March 31, 2019 including current period also. The matter as reported is under examination and pending before regulatory authorities. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the same.
5. Based on our review conducted as above, we report that because of the significance of the matters stated in Para 4 above including those relating to Inter-Corporate Deposits which as stated in Para 4(a) are doubtful of recovery, together with the consequential impact of these matters on the unaudited standalone financial results for the period which are expected to be material, we have come to the conclusion that the Statement read with notes thereon have not been prepared fairly in all material respect in accordance with aforesaid Indian Accounting Standards and other recognised accounting practices and policies generally accepted in India and has not disclosed fairly the information required to be disclosed in terms of the Listing Regulations, 2015, including the manner in which it is to be disclosed.



6. Attention is drawn to Note no. 5(a) of the financial results dealing with going concern assumption for preparation of the financial results of the Company. The Company's current liabilities have exceeded its current assets and operational losses have affected the net worth of the company. Further, the affairs including the matters forming part of and dealt with under Para 4 above have further impact to a significant extent on the net worth of the company. Loans given to promoter group and certain other entities in earlier years have mostly remained unpaid and are doubtful of recovery. Non-payment of these and the operational losses incurred by the company have resulted in insufficiency of company's resources for meeting its obligations. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations including statutory and employee's related dues including arrear of provident fund demanded by the authorities could not be met as well due to insufficiency of resources. The validity period of offer given to the lenders for One time Settlement ('OTS') got expired on September 30, 2023 and decision of lenders with respect to the resolution proposals including the company's proposal involving their debt recoverable from the company are awaited as on this date. The circumstances, prevailing situation and conditions indicate the existence of a material uncertainty about the Company's ability to continue as a going concern. However, the financial results of the Company due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome of the decision of the lenders and consequential restructuring/settlement of amount payable against borrowings and costs related thereto as per Note no. 5(a) to a sustainable level and tenure so that to ensure liquidity in the system over a period including by way of asset monetization, promoter's contribution etc. for repayment of the debt, and meeting liabilities and other statutory obligations of the company. The ability to continue as a going concern is dependent upon arriving at a suitable resolution with respect to the company's borrowing including the amount payable in this respect to the bankers as well as to asset reconstruction company in the cases of assignment of debt and cost thereof as expected as on this date and/or timely implementation thereof. Further, employees, statutory and other liabilities including for which demands have been raised by the authorities are required to be settled and/or agreed upon for payment. In the event of the management's expectation and estimation in this respect, not turning out to be feasible in future, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us. Our conclusion is not modified in respect of this matter.

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



Place: Kolkata
Date: August 14, 2024

R. P. Singh
R. P. Singh
Partner
Membership No. 052438
UDIN: 24052438BKFNFP1781

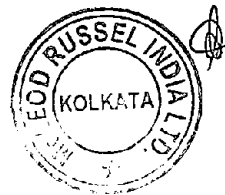
McLEOD RUSSEL INDIA LIMITED

Registered Office: Four Mangoe Lane, Kolkata - 700001

Web : www.mcleodrussel.com, Email id : administrator@mcleodrussel.com, Phone no: 033-2210-1221, Fax no.: 033-2248-3683
CIN: L51109WB1998PLC087076**STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED ON JUNE 30, 2024**

(Rs. in Lakhs except for EPS)

Particulars	Quarter ended			Year ended
	June 30, 2024	March 31, 2024	June 30, 2023	March 31, 2024
	(Unaudited)	(Audited) (Refer Note no.11(a))	(Unaudited)	(Audited)
1 Revenue from Operations	15,080	15,663	15,279	92,342
2 Other Income	24	226	93	439
Total Income (1+2)	15,104	15,889	15,372	92,781
3 Expenses				
a) Cost of Materials Consumed	(23)	(7)	(27)	1,242
b) Changes in Inventories of Finished Goods	(9,152)	11,960	(8,486)	644
c) Employee Benefits Expense	16,835	14,663	16,801	68,781
d) Finance Costs	4,291	4,975	4,891	18,504
e) Depreciation and Amortisation Expenses	1,249	1,298	1,300	5,202
f) Other Expenses	6,386	4,901	6,800	28,859
Total Expenses	19,586	37,790	21,279	1,23,232
4 Profit/(Loss) before Tax (1+2-3)	(4,482)	(21,901)	(5,907)	(30,451)
5 Tax Expense				
a) Current Tax	-	(1,041)	-	-
b) Income Tax relating to earlier years	-	-	3	3
c) Deferred Tax	(839)	(1,819)	278	(3,889)
Total Tax Expense	(839)	(2,860)	281	(3,886)
6 Profit/(Loss) for the period (4-5)	(3,643)	(19,041)	(6,188)	(26,565)
7 Other Comprehensive Income				
i) Items that will not be reclassified to profit or loss				
a) Remeasurements of post-employment defined benefit plans	(506)	244	(566)	(1,593)
b) Change in Fair Value of Equity instruments through other comprehensive income	597	46	886	1,026
ii) Income Tax relating to items that will not be reclassified to profit or loss	162	(78)	181	509
Total Other Comprehensive Income	253	212	501	(58)
8 Total Comprehensive Income for the period (comprising of profit and loss and other comprehensive income for the period) (6+7)	(3,390)	(18,829)	(5,687)	(26,623)
9 Earnings per Equity Share (EPS) (Rs.) (not annualised)				
Basic and Diluted	(3.49)	(18.23)	(5.92)	(25.43)
10 Paid-up Equity Share Capital : Face Value : Rs. 5/- per share	5,223	5,223	5,223	5,223
11 Other Equity excluding Revaluation Reserve				(16,062)

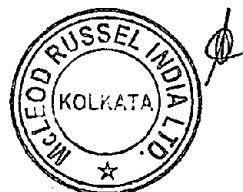


Notes to Unaudited Standalone Financial Results for the Quarter ended June 30, 2024

1. The above Unaudited Standalone financial results for the quarter ended June 30, 2024 (hereinafter referred to as "Financial Results") have been prepared in accordance with the Indian Accounting Standards ("Ind AS")- 34 "Interim Financial Reporting" as prescribed under section 133 of Companies Act, 2013 and compiled keeping in view the provisions of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). These financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on August 14, 2024 and have been subjected to Limited Review by the Statutory Auditors.
2. (a) Cost of materials consumed represents green leaf purchased from external sources.

(b) The Company is primarily engaged in the business of cultivation, manufacture and sale of tea across various geographical locations. In term of Ind AS 108 "Operating Segment", the Company has one business segment i.e. Manufacturing and Selling of Tea.

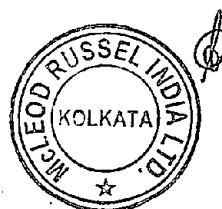
(c) As the Company is engaged in business of cultivation, manufacture and sale of tea, which is seasonal in character, figures for the quarter ended June 30, 2024 should not be construed as indicative of possible results for year ending March 31, 2025.
3. Remuneration to the extent of Rs. 342 Lakhs (including Rs. 75 lakh for the period) has been paid to the Managing Director for the period from May 17, 2023 to June 30, 2024 as decided by the Shareholder vide their special resolution dated July 14, 2023. The company prior to the said resolution as required in terms of Schedule V of the Companies Act, 2013 has made Application to the banks and financial institution for their approval and the same is awaited as on this date. Accordingly, the said amount being paid and held in trust have been recognised as advances, pending the aforesaid approval.
4. In respect of Inter-Corporate Deposits ('ICDs') given to Promoter group and certain other entities ('borrowing companies'), the amount outstanding aggregates to Rs. 2,76,109 Lakhs as at June 30, 2024 (March 31, 2024: Rs. 2,76,109 lakhs). Further, interest of Rs.9,941 lakhs on these amounts accrued upto March 31, 2019 are also outstanding as on this date. Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, have not been accrued since April 01, 2019. These borrowing companies which in turn advanced the amount so taken by them to Promoter Group and other entities including one of the promoter group company which was under Corporate Insolvency and Resolution Process ('CIRP') as per the Insolvency and Bankruptcy Code, 2016 ('IBC'), pursuant to which the Resolution Plan even though approved by Hon'ble National Company Law Tribunal ('NCLT'), Kolkata is yet to be implemented by the resolution applicant and thereby lenders of the said company have sought appropriate direction from Hon'ble NCLT on the matter. Provision of Rs. 1,01,039 lakhs (including interest of Rs. 9,941 lakhs accrued upto March 31, 2019) made in earlier years on lumpsum basis without prejudice to company's legal right to recover the amounts given by it has been carried forward during the period. The amount finally recoverable against outstanding amounts net of provision thereagainst as mentioned is pending determination and consequential impact will be given effect to on ascertainment of amount thereof. Pending this and the resolution with respect to company's borrowing as dealt with in Note no. 5(a) below, no further provision/adjustment at this stage has been made and recognised in the financial results for the period ended June 30, 2024.



5. (a) The Company's financial position is continued to be under stress and it is passing through prolonged financial distress over a considerable period of time. The realisation against tea even though has improved to certain extent, there was loss of crop owing to weather conditions having a significant impact on the volume of operations and the company's performance on an overall basis. The Inter-Corporate Deposits ('ICDs') given to various Promoter group and certain other entities in earlier years along with interest to the extent accrued earlier are lying outstanding as on this date. The operational performance as stated above added to the financial constraints being faced by the company resulting in hardship in servicing of the short term and long-term debts and meeting its statutory and other liabilities. Certain repayments were however, made to lenders against borrowings apart from by invocation of securities etc. by them, and through cut-back against sale proceeds of tea in earlier periods, but the fund generated through the operation have turned out to be highly insufficient for making payment towards company's obligations including those relating to Employees, statutory and other liabilities causing accumulation of amounts lying unpaid against these liabilities to a significant extent at the end of the period.

The Resolution process of the company in terms of circular dated June 07, 2019 issued by the Reserve Bank of India was initiated long back in earlier years. Inter-Creditor Agreement ('ICA') for arriving at and implementing the resolution plan was signed by all the lenders ('bankers'). Moreover, the forensic audit for utilisation of funds borrowed in the past conducted on behalf of the lenders, Techno Economic Viability (TEV), Valuation of tea estates and other assets and credit rating for draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker were completed. Pending this, even offer for One Time payment of Rs. 1,03,000 lakhs ('OTS') in settlement of entire amount outstanding against their loans including interest thereon was made at the behest of the lenders by the company, the validity period of which in absence of consensus among certain lenders got expired on September 30, 2023. Consequent to this, the company on the request of the lenders had submitted a fresh resolution plan in the month of January 2024. The valuations of the company carried out by two Independent Valuers appointed by the lenders have been completed and the draft reports submitted by them have been taken on record, deliberated and evaluated by them. Necessary directions have been issued to update the reports based on such deliberations and as per the latest audited financial statements for the year ended March 31, 2024. Further, a third valuer to have another independent view on the valuation of the company has also been appointed and the valuation exercise as mandated for the purpose is currently under progress. Meanwhile, certain lenders and other creditors have filed petitions before Debt Recovery Tribunal (DRT) and under Insolvency and Bankruptcy Code, 2016 ('IBC') with Hon'ble National Company Law Tribunal, Kolkata ('NCLT') which are pending before them as on this date. The lender banks as confirmed by the management are evaluating the resolution proposals involving the debt repayable to them including assignment thereof and necessary communication conveying their decision on the matter is awaited as on this date.

The management is confident that the lenders will arrive at a suitable resolution with respect to the company's borrowings from them so as to facilitate in arriving at a sustainable amount in this respect along with related costs thereto and the period over which these are repayable. Considering the lenders' support in restructuring their debt and expected outcome thereof along with management's continuous effort for rationalising operational costs as well and additional fund to be made available in the system or otherwise and other ameliorative measures taken and/or proposed to be taken in due course of time it is envisaged that the company will be able to strengthen its financial position over a period of time.

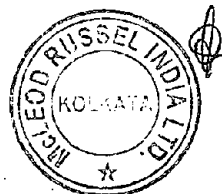


In view of the measures dealt herein above being under active consideration as on this date pending final decision of the lenders on the matter, these financial results have been prepared on going concern basis.

(b) As stated above, the Company has incurred significant amount of losses and it's current liabilities are in excess of the current assets. Considering these indicators and circumstances stated herein above in Note no. 5(a), fair Value of Property, Plant and Equipment, Capital Work in progress and other Intangible Assets ('CGU') are required to be assessed for testing of Impairment thereagainst. Further, the company has investment of Rs. 15,967 lakhs in Borelli Tea Holdings Limited which are also required to be tested for impairment as on June 30, 2024. The valuation exercise as stated in Note no. 5(a) has been undertaken and outcome thereof is awaited as on this date. Pending this, impairment if any in the value of CGU and Investments as such have not been determined and recognised in these financial results.

6. The predecessor auditors' had issued an adverse opinion on the audited financial statement for the year ended March 31, 2019. Inter-Corporate Deposits to companies as dealt herein above in Note no. 4 include amounts reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 1,85,011 Lakhs (net of provision) given to various parties as stated in Note no. 4 above are outstanding as on June 30, 2024. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities have been provided and final outcome and/or directions if any are awaited as on this date.
7. (a) Pending decision of the lenders as dealt with in Note no. 5(a) above and consequential adjustment in this respect, Interest on borrowings from banks including those assigned by them to the Asset Reconstruction Company ('ARC') have been continued to be provided on simple interest basis based on the rates specified in term sheet or otherwise stipulated/advised from time to time and penal/compound interest if any has not been considered. Further, amount repaid to lenders and/or recovered by them including by invoking securities and cut back payments from the sale proceeds of the tea etc., have been adjusted against principal amount outstanding. The amount payable to the lenders in respect of outstanding amounts including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of the resolution to be arrived at with the lenders as on this date.

(b) Further, Interest of Rs. 14,924 Lakhs (including Rs. 715 Lakhs for the period) on Inter Corporate Deposits/ Short-Term Borrowings of Rs. 24,300 lakhs outstanding as on June 30, 2024 taken by the company has not been recognised. Interest in this respect in line with (a) above have been determined on simple basis at stipulated rates or otherwise advised/ considered for similar arrangements from time to time. This includes certain payments made by certain body corporates on behalf of the company amounting to Rs. 4,030 lakhs (including payment of Rs. 1,921 lakhs made during the period to one of the bankers as per Note no. 9 below) against settlements made by them for repayment of ICDs, Advances and Borrowings taken by the company in earlier years, pending finalisation of terms and conditions with respect to these amounts. This however does not include interest if any on outstanding advances aggregating to Rs. 4,200 lakhs from customers, pending recognition as Inter Corporate Deposits and finalisation of terms and conditions thereof. Further, Interest including



compound/ penal interest if any payable with respect to these are currently not determinable and as such the amount in this respect have not been disclosed and included herein above.

(c) In terms of the settlement arrived at for repayment of dues of Rs. 10,000 lakhs of a corporate lender in earlier period by another party on behalf of the company, Rs. 2,000 lakhs so far paid over and above the principal amount in terms of said settlement had been charged out as finance cost in earlier years. Pending finalisation of terms and conditions with respect to company's obligation in this respect, further adjustments required if any in this respect are presently not ascertainable.

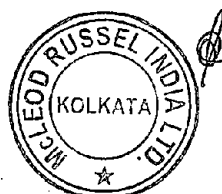
(d) The company had given undertaking to IL&FS Infrastructure Debt Fund ('ILFS-IDF') and Aditya Birla Finance Limited ('ABFL') in connection with borrowings and other facilities availed by the group entities. Pursuant to the agreements entered with ILFS-IDF and ABFL, the claim made by them have been settled during the year ended March 31, 2024 for Rs. 4,967 lakhs and Rs. 3,200 lakhs respectively by Dufflaghur Investment Limited ('Dufflaghur'). The company's obligations in this respect and related terms and condition thereof and consequential impact if any in this respect have presently not been determined and therefore has not been given effect to in these financial results.

(e) Lease Agreement in respect of premises having registered and corporate office of the company has expired on August 31, 2022 and terms thereof are yet to be finalised by the lessor. Pending this the amount of rent payable by the company being non-determinable as such has not been recognised in these financial results.

(f) The company has statutory liabilities lying unpaid as on June 30, 2024 and in certain cases demands have been received from the authorities. Necessary representations have been made to the authorities explaining the financial stringencies (as stated in Note no. 5(a)) currently being faced by it and the amount of interest etc. thereagainst has not been recognised in these financial results. The amounts as demanded are also subject to reconciliation with books of accounts of the respective tea estates and adjustments/ Impact in this respect are therefore currently not ascertainable.

(g) Adjustments, if any required with respect to (a) to (f) above will be recognised on determination thereof and will then be given effect to in the financial results of subsequent periods.

8. Certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 7, statutory liabilities including as dealt with in Note no. 7(f), clearing accounts (other than inter-unit balances), trade and other payables, advances from customers, loans and advances, trade and other receivables, other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.
9. Borelli Tea Holdings Limited ('BTHL'), a wholly owned subsidiary of the company entered into a capital contribution agreement with TLK Agriculture Joint Stock Company ('TLK'), taking Phu Ben Tea Company Limited ('PBTCL') (a Step Down subsidiary of the company) as a party to the said agreement whereby BTHL had sold 100% of Capital Contribution in PBTCL at a consideration of USD 2,15,00,00 to TLK and these shares being pledged to one of the lenders. Rs. 1,921 lakhs as received in this respect has been adjusted by them against their outstanding dues on May 03, 2024. Such amount as stated in Note no. 7(a) has been adjusted against principal outstanding and an equivalent amount has been recognised as ICD from BTHL.



10. The observations concerning Auditors' Conclusion/ Opinion on the standalone financial statements for earlier period have been dealt with in Note no. 4 to 8 above. The unresolved matters primarily relate to and are expected to be resolved on the outcome of the resolution as per Note no. 5(a) above and will then suitably be addressed in the subsequent periods.
11. (a) The figure for the quarter ended March 31, 2024 is the balancing figure between the audited figures in respect of the full financial year and the year to date upto the quarter ended December 31, 2023 which was subject to limited review by the Statutory Auditors.
- (b) Previous periods' figures have been regrouped/re-arranged wherever applicable to make them comparable with those of the current periods' presentation.

For McLeod Russel India Limited



(Aditya Khaitan)

Managing Director

(DIN No: 00023788)

Place: Kolkata

Dated: August 14, 2024



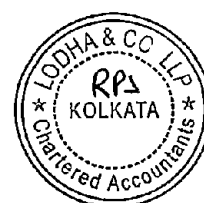
Chartered Accountants

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

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **McLeod Russel India Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the Quarter ended June 30, 2024 ("the Statement" or "consolidated financial results"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations 2015"), which has been initialled by us for identification purposes.
2. This Statement which is the responsibility of the Parent's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS - 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Necessary reports and informations from Subsidiaries' Independent Auditors are awaited as on this date and as such we are unable to assess the work and procedures followed by them for carrying out review of the consolidated financial statement of the subsidiary including step down subsidiaries and comment on the work of said auditor. Other than this, we have performed the procedures for review in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Listing Regulations 2015, to the extent applicable.
5. The Statement includes the results of the following Subsidiaries (including step down subsidiaries):
 - Wholly Owned Subsidiary
 - a) Borelli Tea Holdings Limited (BTHL)
 - Stepdown Subsidiaries (Wholly Owned subsidiaries of BTHL)
 - a) McLeod Russel Uganda Limited
 - b) McLeod Russel Africa Limited
 - c) McLeod Russel Middle East DMCC
6. Attention is drawn to the following Notes of the Statement which are subject matter of adverse conclusion as given in Para 7 below:
 - a) Note no. 5 dealing with Inter Corporate Deposits (ICD) aggregating to Rs. 2,86,050 lakhs (including interest accrued till March 31, 2019) as on June 30, 2024 given to promoter group and certain other entities which are doubtful of recovery and considering recoverability etc. are prejudicial to the interest of the parent. Provision of Rs. 1,01,039 lakhs had been made there against in the earlier years. In absence of ascertainment and provision against the remaining amount, the loss for the period is understated to that extent. Impact in this respect as stated in the said note have not been ascertained by the management and recognised in these consolidated financial results;



- b) Note No. 8(b) regarding non-recognition of Interest on loans, Inter Corporate Deposits and other amounts taken by the parent and thereby the loss for the period is understated to the extent indicated in said note and non-determination of interest and other consequential adjustments/disclosures in absence of relevant terms and conditions in respect of certain advances being so claimed by customers as stated therein. Further, as stated in Note no. 8(a) and 8(b), penal/compound interest and other adjustments in respect of borrowings from lenders/banks/financial institution and ICDs etc. respectively have not been recognised and amount payable to lenders and other parties as recognised in this respect are subject to confirmation from respective parties and consequential reconciliation. Pending final determination of amount with respect to these, adjustments and impacts arising therefrom have not been ascertained and as such cannot be commented upon by us;
- c) Note no. 7(b) regarding non-determination of fair value of the Property, Plant and Equipment, Capital Work in Progress, Other Intangible Assets and Goodwill arising on consolidation and impairment if any to be recognized thereagainst for the reasons stated in the said note. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us;
- d) Note no. 8(d) regarding non-determination/ recognition of amount payable in respect of claims pursuant to the undertaking executed between the parent and the lenders in respect of certain group companies as dealt with in the said note and Note no. 8(c) regarding parent's obligation in respect of the settlement arrived at with a corporate lender. Pending determination of the parent's obligations and finalization of terms and conditions following the agreement arrived at with the parties, adjustments to be made in the financial results of the parent are currently not ascertainable and as such cannot be commented upon by us;
- e) Note no. 8(e) regarding non-determination and recognition of amount payable in respect of rent for office premises. Pending final determination of amount payable, adjustments and impacts arising therefrom as stated in the said note have not been ascertained and as such cannot be commented upon by us;
- f) Note no. 8(f) dealing with statutory liabilities outstanding as at the end of the period and non-determination of adjustments to be given effect to in this respect if any including interest as stated in the said note. Pending final determination of amount payable, adjustments and impacts arising therefrom as stated in the said note have not been ascertained and as such cannot be commented upon by us;
- g) Note no. 9 regarding non reconciliation/disclosure of certain debit and credit balances with individual details and confirmations etc. including borrowings and interest thereupon dealt with in Note no. 8. Adjustments/ Impacts with respect to these are currently not ascertainable and as such cannot be commented upon by us; and
- h) As stated in Note no. 7, the predecessor auditor pertaining to financial year ended March 31, 2019 in respect of loans included under paragraph (a) above have reported that it includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 could not be ascertained and commented upon by them. They were not able to ascertain if the aforesaid promoter companies could, in substance, be deemed to be related parties to the Group in accordance with paragraph 10 of Ind AS-24 "Related Party Disclosures". Further certain ICDs as reported were in nature of book entries and/or are prejudicial to the interest of the parent. Moreover, in case of advance of Rs. 1,400 lakhs to a body corporate which had subsequently been fully provided for, appropriate audit evidences as stated were not made available. These amounts are outstanding as on this date and status thereof have remained unchanged and uncertainty and related concerns including utilisation thereof and being prejudicial to the interest of the parent are valid for periods subsequent to March 31, 2019 including current period also. The matter as reported is under examination and pending before regulatory authorities. Pending final outcome of the matter under examination we are unable to ascertain the impact of non-compliances and comment on the same.



7. Based on our review conducted as above, we report that because of the significance of the matters stated in Para 6 above including those relating to Inter-Corporate Deposits which as stated in Para 6(a) are doubtful of recovery, together with the consequential impact of these matters on the unaudited consolidated financial results for the period which are expected to be material, we have come to the conclusion that the Statement read with notes thereon have not been prepared fairly in all material respect in accordance with aforesaid Indian Accounting Standards and other recognised accounting practices and policies generally accepted in India and has not disclosed fairly the information required to be disclosed in terms of the Listing Regulations, 2015, including the manner in which it is to be disclosed.
8. Attention is drawn to Note no. 7(a) of the consolidated financial results dealing with going concern assumption for preparation of the financial results of the Parent. The Parent's current liabilities have exceeded its current assets and operational losses have affected the net worth of the parent. Further, the affairs including the matters forming part of and dealt with under Para 6 above have further impact to a significant extent on the net worth of the parent. Loans given to promoter group and certain other entities in earlier years have mostly remained unpaid and are doubtful of recovery. Non-payment of these and the operational losses incurred by the parent have resulted in insufficiency of parent's resources for meeting its obligations. Amount borrowed and interest thereupon could not be repaid as stipulated and other obligations including statutory and employee's related dues including arrear of provident fund demanded by the authorities could not be met as well due to insufficiency of resources. The validity period of offer given to the lenders for One time Settlement ('OTS') got expired on September 30, 2023 and decision of lenders with respect to the resolution proposals including the parent's proposal involving their debt recoverable from the parent are awaited as on this date. The circumstances, prevailing situation and conditions indicate the existence of a material uncertainty about the Parent's ability to continue as a going concern. However, the consolidated financial results of the Group due to the reasons stated in the said Note has been prepared by management on going concern basis, based on the management's assessment of the expected successful outcome of the decision of the lenders and consequential restructuring/settlement of amount payable against borrowings and costs related thereto as per Note no. 7(a) to a sustainable level and tenure so that to ensure liquidity in the system over a period including by way of asset monetization, promoter's contribution etc. for repayment of the debt, and meeting liabilities and other statutory obligations of the parent. The ability to continue as a going concern is dependent upon arriving at a suitable resolution with respect to the parent's borrowing including the amount payable in this respect to the bankers as well as to asset reconstruction company in the cases of assignment of debt and cost thereof as expected as on this date and/or timely implementation thereof. Further, statutory and other liabilities including for which demand have been raised by the authorities are required to be settled and/or agreed upon for payment. In the event of the management's expectation and estimation in this respect, not turning out to be feasible in future, validity of assumption for going concern and possible impact thereof including on carrying value of tangible and intangible assets even though expected to be material, as such presently cannot be commented upon by us. Our conclusion is not modified in respect of this matter.
9. We did not review the unaudited consolidated financial results and other financial information in respect of four subsidiaries (including three stepdown subsidiaries) whose interim consolidated unaudited financial statements reflects total income of Rs. 5,006 lakhs, Net profit after tax of Rs. 1,702 lakhs and total comprehensive income of Rs. 1,513 lakhs for the quarter ended June 30, 2024 as considered in the unaudited consolidated financial results. These consolidated interim financial statements have been reviewed by the auditor of BTHL (Wholly Owned subsidiary) whose report have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.

The above-mentioned subsidiaries are located outside India whose annual financial results have been prepared in accordance with the accounting principles generally accepted in their respective countries and have been reviewed by the auditor of BTHL under generally accepted standards and practices applicable in the respective countries. The financial results of aforesaid subsidiaries have been converted to Indian rupees (INR) and compiled as per the accounting principles generally accepted in India and have carried out the adjustments ('the subsidiary statements') required for the purpose of incorporating these in the consolidated financial results of the Group. These subsidiary statements as converted and compiled by the Parent's management, while placing reliance on the same have been reviewed by us



10. Our conclusion on the Statement except to the extent given in Para 6(f) is not modified in respect of the matters stated in Para (8) and (9) above.

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

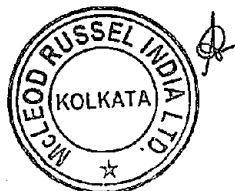
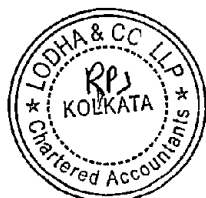
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Date: August 14, 2024



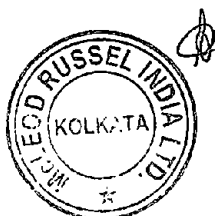
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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2024
(Rs. in Lakhs except for EPS)

Particulars	Quarter ended			Year ended
	June 30, 2024	March 31, 2024	June 30, 2023	March 31, 2024
	(Unaudited)	(Audited) (Refer Note no. 12(a))	(Unaudited)	(Audited)
1 Revenue from Operations	19,676	19,495	22,644	1,13,589
2 Other Income	349	567	262	1,065
Total Income (1 + 2)	20,025	20,062	22,906	1,14,654
3 Expenses				
a) Cost of Materials Consumed	301	539	913	4,198
b) Purchase of Tea	1,253	897	1,422	3,865
c) Changes in Inventories of Finished Goods	(8,629)	11,839	(6,860)	2,044
d) Employee Benefits Expense	17,859	15,884	18,231	74,408
e) Finance Costs	4,794	5,370	5,463	20,342
f) Depreciation and Amortisation Expenses	1,506	1,554	1,649	6,579
g) Other Expenses	7,869	8,960	9,392	39,883
Total Expenses	24,953	45,043	30,210	1,51,319
4 Profit/(Loss) before share of profit/(loss) of Associate, Exceptional Items and Tax (1+2-3)	(4,928)	(24,981)	(7,304)	(36,665)
5 Share of Profit/(Loss) of Associate	-	-	-	-
6 Profit/(Loss) before Exceptional Items and Tax(4+5)	(4,928)	(24,981)	(7,304)	(36,665)
7 Exceptional Items	1,921	8	-	508
8 Profit/(Loss) before Tax (6+7)	(3,007)	(24,973)	(7,304)	(36,157)
9 Tax Expense				
a) Current Tax	4	(921)	29	208
b) Income Tax relating to earlier years (net)	-	-	3	3
c) Deferred Tax	(947)	(2,210)	(71)	(5,209)
	(943)	(3,131)	(39)	(4,998)
10 Profit/(Loss) for the period (8-9)	(2,064)	(21,842)	(7,265)	(31,159)
11 Other Comprehensive Income				
A i) Items that will not be reclassified to profit or loss				
a) Remeasurements of post-employment defined benefit plans	(506)	330	(566)	(1,507)
b) Change in Fair Value of Equity instruments through other comprehensive income	597	46	886	1,026
ii) Income Tax relating to items that will not be reclassified to profit or loss	162	(103)	181	484
B i) Items that will be reclassified to profit or loss				
a) Exchange differences on translation of foreign operations	(189)	116	120	199
Total Other Comprehensive Income	64	389	621	202
12 Total Comprehensive Income for the period (comprising of profit and loss and other comprehensive income for the period) (10+11)	(2,000)	(21,453)	(6,644)	(30,957)
13 Profit/(Loss) for the period attributable to :				
Owners' of the Parent Company	(2,064)	(21,842)	(7,265)	(31,159)
Non-controlling interests	-	-	-	-
14 Other Comprehensive Income for the period attributable to :				
Owners' of the Parent Company	64	389	621	202
Non-controlling interests	-	-	-	-
15 Total Comprehensive Income for the period attributable to :				
Owners' of the Parent Company	(2,000)	(21,453)	(6,644)	(30,957)
Non-controlling interests	-	-	-	-
16 Earnings per Equity Share (EPS) (Rs.) (not annualised)				
Basic and Diluted	(1.98)	(20.91)	(6.95)	(29.83)
17 Paid-up Equity Share Capital : Face Value : Rs. 5/- per share	5,223	5,223	5,223	5,223
18 Other Equity excluding Revaluation Reserve				(5,319)



(Rs. in Lakhs)				
Segment Information:				
Particulars	Quarter ended			Year ended
	June 30, 2024	March 31, 2024	June 30, 2023	March 31, 2024
	(Unaudited)	(Audited) (Refer Note no. 12(a))	(Unaudited)	(Audited)
Segment Revenue:				
India	14,995	15,559	15,238	92,196
Vietnam	-	-	113	318
Uganda	3,135	2,705	5,283	15,697
UK	-	(120)	168	-
Others	1,546	1,351	1,842	5,378
Total	19,676	19,495	22,644	1,13,589
Segment Result:				
India	(4,566)	(22,046)	(5,908)	(30,596)
Vietnam	-	-	(200)	(407)
Uganda	(601)	(1,034)	(1,375)	(4,170)
UK	1,883	(1,975)	122	(1,353)
Others	277	82	57	369
Profit/(Loss) before Share of Profit and Tax	(3,007)	(24,973)	(7,304)	(36,157)
Share of Profit of Associate	-	-	-	-
Profit/(Loss) before Taxation	(3,007)	(24,973)	(7,304)	(36,157)
Less Taxation :				
Current tax	4	(921)	29	208
Income tax relating to earlier years (net)	-	-	3	3
Deferred tax	(947)	(2,210)	(71)	(5,209)
	(943)	(3,131)	(39)	(4,998)
Profit/(Loss) after taxation	(2,064)	(21,842)	(7,265)	(31,159)
Depreciation and amortisation relating to segments:				
India	1,249	1,297	1,300	5,202
Vietnam	-	-	28	179
Uganda	242	241	306	1,136
UK	15	15	15	60
Others	0	1	0	2
Total	1,506	1,554	1,649	6,579
Segment Assets				
India	3,35,890	3,24,716	3,44,364	3,24,716
Vietnam	-	-	6,605	-
Uganda	24,614	24,743	27,776	24,743
UK	3,265	3,264	3,822	3,264
Others	1,944	1,738	1,550	1,738
Total	3,65,713	3,54,461	3,84,117	3,54,461
Segment Liabilities				
India	3,22,183	3,09,563	3,08,254	3,09,563
Vietnam	-	-	4,783	-
Uganda	19,574	19,080	20,029	19,080
UK	712	727	647	727
Others	237	84	114	84
Total	3,42,706	3,29,454	3,33,827	3,29,454



Notes to Unaudited Consolidated Financial Results for the Quarter ended June 30, 2024

- (a) The above Unaudited Consolidated financial results of McLeod Russel India Limited ('the Parent') and its subsidiaries (together referred to as the 'Group') for the quarter ended on June 30, 2024 (hereinafter referred to as "Consolidated Financial Results") have been prepared in accordance with the Indian Accounting Standards ("Ind AS") - 34 "Interim Financial Reporting" as prescribed under section 133 of Companies Act, 2013 and compiled keeping in view the provision of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). These consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on August 14, 2024 and have been subjected to Limited Review by the Statutory Auditors.

(b) The consolidated financial results for the quarter ended June 30, 2024 include the figures of the Parent together with its subsidiary, Borelli Tea Holding Limited (UK) (BTHL) (Wholly owned subsidiary) and step-down subsidiaries i.e. McLeod Russel Uganda Limited (Uganda), McLeod Russel Africa Limited (Kenya) and McLeod Russel Middle East DMCC (Dubai).

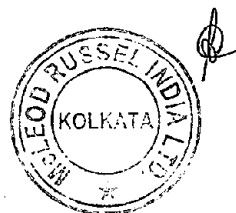
(c) The carrying amount of Investment in one of the associate namely D1 Williamson Bio Fuel Limited is Nil as the entire value of such investments was provided for in earlier years on account of diminution in its value as a result of its negative Net Worth. In view of the above, no further accounting under equity method has been done in these consolidated financial results.

- (a) Cost of materials consumed represents green leaf purchased from external sources.

(b) Segments have been identified in line with the Ind AS 108- Operating Segments, taking into account the different political and economic environment, risks and returns. The Group, being engaged in manufacture and selling of Tea, the operating segment have been considered on the basis of various geographical location and accordingly India, Uganda, UK and others have been considered to be reportable segment.

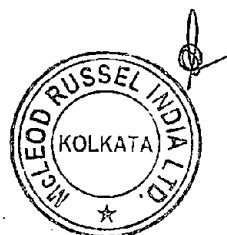
(c) As the Company is engaged in business of cultivation, manufacture and sale of tea, which is seasonal in character, figures for the quarter ended June 30, 2024 should not be construed as indicative of possible results for year ending March 31, 2025.

- (a) Borelli Tea Holdings Limited ('BTHL'), the wholly owned subsidiary of the parent entered into a capital contribution agreement with TLK Agriculture Joint Stock Company ('TLK'), taking Phu Ben Tea Company Limited ('PBTCL') (a Step Down subsidiary of the parent) as a party to the said agreement whereby BTHL had sold 100% of Capital Contribution in PBTCL at a consideration of USD 2,15,00,00 to TLK and these shares being pledged to one of the lenders. Rs. 1,921 lakhs as received in this respect has been adjusted by them against their outstanding dues on May 03, 2024. Such amount as stated in Note no. 8(a) has been adjusted against principal outstanding and an equivalent amount has been recognised as ICD from BTHL in the standalone financial results of the parent and thereby the provision created by BTHL against amount receivable from TLK has been written back in the consolidated financial results and as stated in Note no. 11(a) below have been shown as Exceptional Items.



(b) The financial statements of PBTCCL for the period from July 01, 2023 till October 31, 2023 had not been provided and thereby based on balances of assets and liabilities as on June 30, 2023, Gain of Rs. 508 lakhs (Quarter ended March 31, 2024: Rs. 8 lakhs) attributable to loss of controlling interest in PBTCCL on cessation of subsidiary of BTHL had been computed based on the latest financial statements as on June 30, 2023 and as stated in Note no. 11(b) were shown as Exceptional Items.

4. Remuneration to the extent of Rs. 342 Lakhs (including Rs. 75 lakh for the period) has been paid to the Managing Director by the Parent for the period from May 17, 2023 to June 30, 2024 as decided by the Shareholder of the Parent vide their special resolution dated July 14, 2023. The parent prior to the said resolution as required in terms of Schedule V of the Companies Act, 2013 has made Application to the banks and financial institution for their approval and the same is awaited as on this date. Accordingly, the said amount being paid and held in trust have been recognised as advances, pending the aforesaid approval.
5. In respect of Inter-Corporate Deposits ('ICDs') given to Promoter group and certain other entities ('borrowing companies') by the Parent, the amount outstanding aggregates to Rs. 2,76,109 Lakhs as at June 30, 2024 (March 31, 2024: Rs. 2,76,109 lakhs). Further, interest of Rs.9,941 lakhs on these amounts accrued upto March 31, 2019 are also outstanding as on this date. Interest on such ICDs considering the waiver sought by borrower companies and uncertainties involved with respect to recovery and determination of amount thereof, have not been accrued since April 01, 2019. These borrowing companies which in turn advanced the amount so taken by them to Promoter Group and other entities including one of the promoter group company which was under Corporate Insolvency and Resolution Process ('CIRP') as per the Insolvency and Bankruptcy Code, 2016 ('IBC'), pursuant to which the Resolution Plan even though approved by Hon'ble National Company Law Tribunal ('NCLT'), Kolkata is yet to be implemented by the resolution applicant and thereby lenders of the said company have sought appropriate direction from Hon'ble NCLT on the matter. Provision of Rs. 1,01,039 lakhs (including interest of Rs. 9,941 lakhs accrued upto March 31, 2019) made in earlier years on lumpsum basis without prejudice to parent's legal right to recover the amounts given by it has been carried forward during the period. The amount finally recoverable against outstanding amounts net of provision thereagainst as mentioned is pending determination and consequential impact will be given effect to on ascertainment of amount thereof. Pending this and the resolution with respect to parent's borrowing as dealt with in Note no. 7(a) below, no further provision/adjustment at this stage has been made and recognised in the consolidated financial results for the period ended June 30, 2024.
6. The predecessor auditors' had issued an adverse opinion on the audited consolidated financial statement for the year ended March 31, 2019. Inter-Corporate Deposits to companies as dealt herein above in Note no. 5 include amounts reported upon by predecessor auditor being in the nature of book entries. This includes amounts given to group companies whereby applicability of Section 185 of the Companies Act, 2013 and related non-compliances, if any could not be ascertained and commented upon by them. Loan of Rs. 1,85,011 Lakhs (net of provision) given to various parties as stated in Note no. 5 above are outstanding as on June 30, 2024. The issues raised including utilisation of amount of these loans etc. are also being examined by relevant authorities. Replies to the queries sought and information and details required by the authorities have been provided and final outcome and/or directions if any are awaited as on this date.



7. (a) The Parent's financial position is continued to be under stress and it is passing through prolonged financial distress over a considerable period of time. The realisation against tea even though has improved to certain extent, there was loss of crop owing to weather conditions having a significant impact on the volume of operations and the parent's performance on an overall basis. The Inter-Corporate Deposits ('ICDs') given to various Promoter group and certain other entities by the parent in earlier years along with interest to the extent accrued earlier are lying outstanding as on this date. The operational performance as stated above added to the financial constraints being faced by the parent resulting in hardship in servicing of the short term and long-term debts and meeting its statutory and other liabilities. Certain repayments were however, made to lenders against borrowings apart from by invocation of securities etc. by them, and through cut-back against sale proceeds of tea in earlier periods, but the fund generated through the operation have turned out to be highly insufficient for making payment towards parent's obligations including those relating to Employees, statutory and other liabilities causing accumulation of amounts lying unpaid against these liabilities to a significant extent at the end of the period.

The Resolution process of the parent in terms of circular dated June 07, 2019 issued by the Reserve Bank of India was initiated long back in earlier years. Inter-Creditor Agreement ('ICA') for arriving at and implementing the resolution plan was signed by all the lenders ('bankers'). Moreover, the forensic audit for utilisation of funds borrowed in the past conducted on behest of the lenders, Techno Economic Viability (TEV), Valuation of tea estates and other assets and credit rating for draft Resolution Plan prepared by SBI Capital Markets Limited, one of the leading investment banker were completed. Pending this, even offer for One Time payment of Rs. 1,03,000 lakhs ('OTS') in settlement of entire amount outstanding against their loans including interest thereon was made at the behest of the lenders by the parent, the validity period of which in absence of consensus among certain lenders got expired on September 30, 2023. Consequent to this, the parent on the request of the lenders had submitted a fresh resolution plan in the month of January 2024. The valuations of the parent carried out by two Independent Valuers appointed by the lenders have been completed and the draft reports submitted by them have been taken on record, deliberated and evaluated by them. Necessary directions have been issued to update the reports based on such deliberations and as per the latest audited financial statements for the year ended March 31, 2024. Further, a third valuer to have another independent view on the valuation of the parent has also been appointed and the valuation exercise as mandated for the purpose is currently under progress. Meanwhile, certain lenders and other creditors have filed petitions before Debt Recovery Tribunal (DRT) and under Insolvency and Bankruptcy Code, 2016 ('IBC') with Hon'ble National Company Law Tribunal, Kolkata ('NCLT') against the parent which are pending before them as on this date. The lender banks as confirmed by the management are evaluating the resolution proposals involving the debt repayable to them including assignment thereof and necessary communication conveying their decision on the matter is awaited as on this date.

The management is confident that the lenders will arrive at a suitable resolution with respect to the parent's borrowings from them so as to facilitate in arriving at a sustainable amount in this respect along with related costs thereto and the period over which these are repayable. Considering the lenders' support in restructuring their debt and expected outcome thereof along with management's continuous effort for rationalising operational costs as well and additional fund to be made available in the system or otherwise and other ameliorative measures taken and/or proposed to be taken in due course of time it is envisaged that the parent will be able to strengthen its financial position over a period of time.



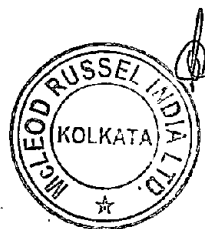
In view of the measures dealt herein above being under active consideration as on this date pending final decision of the lenders on the matter, these consolidated financial results have been prepared on going concern basis.

(b) As stated above, the Parent has incurred significant amount of losses and it's current liabilities are in excess of the current assets. Considering these indicators and circumstances stated herein above in Note no. 7(a), fair Value of Property, Plant and Equipment, Capital Work in progress and other Intangible Assets ('CGU') and Goodwill arising on Consolidation are required to be assessed for testing of Impairment thereagainst. The valuation exercise as stated in Note no. 7(a) has been undertaken and outcome thereof is awaited as on this date. Pending this, impairment if any in the value of CGU and goodwill arising on consolidation as such have not been determined and recognised in these consolidated financial results.

8. (a) Pending decision of the lenders as dealt with in Note no. 7(a) above and consequential adjustment in this respect, Interest on borrowings from banks including those assigned by them to the Asset Reconstruction Company ('ARC') by the Parent have been continued to be provided on simple interest basis based on the rates specified in term sheet or otherwise stipulated/advised from time to time and penal/compound interest if any has not been considered. Further, amount repaid to lenders and/or recovered by them including by invoking securities and cut back payments from the sale proceeds of the tea etc., have been adjusted against principal amount outstanding. The amount payable to the lenders in respect of outstanding amounts including interest thereagainst is subject to confirmation and determination and consequential reconciliation thereof in terms of the resolution to be arrived at with the lenders as on this date.

(b) Further, Interest of Rs. 14,924 Lakhs (including Rs. 715 Lakhs for the period) on Inter Corporate Deposits/ Short-Term Borrowings of Rs. 24,300 lakhs outstanding as on June 30, 2024 taken by the parent has not been recognised. Interest in this respect in line with (a) above have been determined on simple basis at stipulated rates or otherwise advised/ considered for similar arrangements from time to time. This includes certain payments made by certain body corporates on behalf of the parent amounting to Rs. 4,030 lakhs (including payment of Rs. 1,921 lakhs made during the period to one of bankers as per Note no. 3(a) above) against settlements made by them for repayment of ICDs, Advances and Borrowings taken by the parent in earlier years, pending finalisation of terms and conditions with respect to these amounts. This however does not include interest if any on outstanding advances aggregating to Rs. 4,200 lakhs from customers, pending recognition as Inter Corporate Deposits and finalisation of terms and conditions thereof. Further, Interest including compound/ penal interest if any payable with respect to these are currently not determinable and as such the amount in this respect have not been disclosed and included herein above.

(c) In terms of the settlement arrived at for repayment of dues of Rs. 10,000 lakhs of a corporate lender in earlier period by another party on behalf of the parent, Rs. 2,000 lakhs so far paid over and above the principal amount in terms of said settlement had been charged out as finance cost in earlier years. Pending finalisation of terms and conditions with respect to Parent's obligation in this respect, further adjustments required if any in this respect are presently not ascertainable.



(d) The parent had given undertaking to IL&FS Infrastructure Debt Fund ('ILFS-IDF') and Aditya Birla Finance Limited ('ABFL') in connection with borrowings and other facilities availed by the group entities. Pursuant to the agreements entered with ILFS-IDF and ABFL, the claim made by them have been settled during the year ended March 31, 2024 for Rs. 4,967 lakhs and Rs. 3,200 lakhs respectively by Dufflaghur Investment Limited ('Dufflaghur'). The parent's obligations in this respect and related terms and condition thereof and consequential impact if any in this respect have presently not been determined and therefore has not been given effect to in these consolidated financial results.

(e) Lease Agreement in respect of premises having registered and corporate office of the parent has expired on August 31, 2022 and terms thereof are yet to be finalised by the lessor. Pending this the amount of rent payable by the parent being non-determinable as such has not been recognised in these consolidated financial results.

(f) The parent has statutory liabilities lying unpaid as on June 30, 2024 and in certain cases demands have been received from the authorities. Necessary representations have been made to the authorities explaining the financial stringencies (as stated in Note no. 7(a)) currently being faced by it and the amount of interest etc. thereagainst has not been recognised in these consolidated financial results. The amounts as demanded are also subject to reconciliation with books of accounts of the respective tea estates of the parent and adjustments/ Impact in this respect are therefore currently not ascertainable.

(g) Adjustments, if any required with respect to (a) to (f) above will be recognised on determination thereof and will then be given effect to in the financial results of subsequent periods.

9. In case of the Parent, certain debit and credit balances including borrowings and interest thereupon dealt with in Note no. 8, statutory liabilities including as dealt in Note no. 8(f), clearing accounts (other than inter-unit balances), trade and other payables, advances from customers, loans and advances, trade and other receivables, other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof. Adjustments/ Impact in this respect are currently not ascertainable.
10. The observations concerning Auditors' Conclusion/ Opinion on the consolidated financial statements for earlier period have been dealt with in Note no. 5 to 9 above. The unresolved matters primarily relate to and are expected to be resolved on the outcome of the resolution as per Note no. 7(a) above and will then suitably be addressed in the subsequent periods.
11. Exceptional Items include:
- Provision of Rs. 1,921 lakhs created against amount receivable for TLK as stated in Note no. 3(a) written back in the consolidated financial results during the period ended June 30, 2024
 - Gain of Rs. 508 lakhs (Quarter ended March 31, 2024: Rs. 8 lakhs) on loss of control of PBTCL as per Note no. 3(b) above during the quarter and year ended March 31, 2024.



12. (a) The figure for the quarter ended March 31, 2024 is the balancing figure between the audited figures in respect of the full financial year and the year to date upto the quarter ended December 31, 2023 which was subject to limited review by the Statutory Auditors.

(b) Previous periods' figures have been regrouped/re-arranged wherever applicable to make them comparable with those of the current periods' presentation.

For McLeod Russel India Limited



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

Place: Kolkata
Dated: August 14, 2024

