Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003
CIN: L01119KL1978PLC002947
e-mail:hmlcorp@harrisonsmalayalam.com Website:www.harrisonsmalayalam.com
Tel: 0484-6624362 Fax: 0484-2668024

7th September, 2021

The Secretary Bombay Stock Exchange Ltd. Corporate Relationship Dept. 1st Floor, New Trading Ring Rotunda Building, PJ Towers Dalal Street, Fort **Mumbai - 400 001** Scrip Code:500467	The Secretary National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex Bandra (E) **Mumbai – 400 051** Symbol: HARRMALAYA

Dear Sir,

NOTICE OF FORTY FOURTH ANNUAL GENERAL MEETING FOR FY 2020-21

This is to inform you that the Forty Fourth Annual General Meeting ("AGM") of the Company will be held on Wednesday, September 29, 2021 at 12.00 Noon (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India in this regard.

Pursuant to Regulation 34(1) and Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2020-21 including the Business Responsibility Report, together with the Notice of AGM, which is being sent through electronic mode to the Members whose e-mail ID's are available with the Company.

The Annual Report and Notice of AGM are also available on the website of the Company at www.harrisonsmalayalam.com

The Notice of AGM of the Company inter alia provides the process and manner of remote e-voting / e-voting at AGM and instructions for participation at the AGM through VC/OAVM.

You are requested to kindly take the above on record.

Yours faithfully,
for HARRISONS MALAYALAM LIMITED

BINU THOMAS
Company Secretary

Encl.

HARRISONS MALAYALAM LIMITED

Annual Report 2020 - 2021

HARRISONS MALAYALAM LIMITED

INDIA'S SINGLE LARGEST PRODUCER OF RUBBER

Board of Directors

Golam Momen

J.M. Kothary

P. Rajagopalan

Venkitraman Anand (Whole Time Director)

Cherian M. George (Whole Time Director)

C. Vinayaraghavan

Kaushik Roy

Rusha Mitra

Company Secretary

Binu Thomas

Registered Office

24/1624, Bristow Road
Willingdon Island Cochin – 682003
Phone: 0484-2668023
E-mail: hmlcorp@harrisonsmalayalam.com
Website: www.harrisonsmalayalam.com

Activities

Plantations – Tea, Rubber, Fruits,

Spices & Other Crops

Trading & Exports in Tea and Rubber

Auditors

Walker Chandiok & Co LLP
Chartered Accountants
7th Floor, Modayil Centre Point
Warriam Road Jn. MG Road, Kochi
Kerala – 682016

Bankers

ICICI Bank

IDBI Bank

State Bank of India

HDFC Bank

Legal Advisors

Menon & Pai Advocates
I.S. Press Road Cochin - 682018

Secretarial Auditors

M/s. SEP & Associates,
Company Secretaries,
First Floor, Building No. C.C 56/172,
K.C. Abraham Master Road,
Panampilly Nagar, Kochi – 682 036

Cost Auditors

M/s. Shome & Banerjee
Cost Accountants
5A Nurulla Doctor Lane, (West Range)
2nd Floor, Kolkata – 700 017

Registrar & Share Transfer Agent

M/s. Link Intime India Pvt. Ltd.
Surya, 35, Mayflower Avenue Sowripalayam Road
Coimbatore – 641 028
Tel No.0422-2314792
E-mail:Coimbatore@linkintime.co.in

CONTENTS

Financial Performance
10 Years Track Record

₹ Crore

	11-12	12-13	13-14	14-15	15-16	16-17	17-18	18-19	19-20	20-21
Profit & Loss Account										
Total Income	**368.91**	**349.93**	**386.86**	**334.36**	**288.6**	**372.02**	**392.04**	**359.90**	**393.43**	**453.94**
Personnel cost	111.14	116.21	123.9	133.01	140.33	144.96	152.40	152.27	164.81	161.12
Raw materials & Purchases	93.83	89.07	107.44	94.31	78.74	118.86	115.01	114.90	94.44	135.53
Power & Fuel	16.6	19.62	20.43	21.31	19.86	20.27	22.30	20.67	21.95	21.29
Cultivation & Other Operating Expenses	104.15	91.86	99.81	89.3	68.78	60.08	73.88	68.01	72.36	66.11
Depreciation	6.49	6.76	6.47	7.29	5.52	5.01	4.16	4.16	4.30	4.11
	332.21	**323.52**	**358.05**	**345.22**	**313.23**	**349.18**	**367.75**	**360.00**	**357.86**	**388.16**
Selling Expenses	9.37	8.35	8.85	10.24	7.1	8.66	10.58	10.46	10.84	12.29
Cost of Sales	**341.58**	**331.87**	**366.9**	**355.46**	**320.33**	**357.84**	**378.33**	**370.46**	**368.70**	**400.45**
PBIT @	27.33	18.06	19.96	-21.3	-31.73	17.78	16.83	-10.56	24.73	53.49
PBT @	10.45	3.48	4.86	-35.26	-45.68	4.09	4.45	-24.08	9.28	40.45
Total Comprehensive income/(Loss)						0.49	1.33	-25.13	0.36	36.14
Earnings per Share of ₹ 10/-	2.55	1.24	2.38	-19.18	-24.75	2.22	2.41	-13.05	5.03	21.92
Dividend per Share of ₹ 10/-	1.5	0.75	1	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Balance Sheet										
Fixed Assets	426.67	433.06	431.6	429.58	424.59	284.99	287.98	289.65	297.62	306.39
Investments	0.21	0.21	0.21	0.21	0.16	0.16	0.16	0.16	0.16	0.16
Other Assets	88.56	96.82	109.41	83.29	76.36	75.74	92.51	83.25	105.51	100.31
Total Assets	515.44	530.09	541.22	513.08	501.11	360.89	380.65	373.06	403.29	406.86
Share Capital	18.45	18.45	18.45	18.45	18.45	18.45	18.45	18.45	18.45	18.45
Reserves & Surplus	300.53	301.21	303.46	268.21	222.52	84.00	85.33	60.20	60.56	96.7
Loan Funds	91.21	81.94	105.13	97.94	94.16	86.63	86.47	121.06	113.77	95.96
Other Liabilities	105.25	128.49	114.18	128.48	165.98	171.81	190.39	173.35	210.51	195.75
Total Liabilities	515.44	530.09	541.22	513.08	501.11	360.89	380.64	373.06	403.29	406.86

@ After extraordinary items and discontinuing operations

NOTICE

Notice is hereby given that the Forty Fourth Annual General Meeting(AGM) of Harrisons Malayalam Limited will be held on Wednesday, September 29, 2021, at 12:00 Noon. Indian Standard Time ("IST"), through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:

a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon; and

b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Kaushik Roy (DIN 06513489), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. To Reappoint Mr. Venkitraman Anand (DIN: 07446834) as Whole Time Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act (including any statutory modification(s), amendment(s), clarification(s), or re-enactment(s) or substitution(s) thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modification(s) thereof or supplements thereto ("Listing Regulations") and subject to the Articles of Association of the Company and subject to such other approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be imposed or prescribed by any of the authorities while granting such approvals, permissions and sanctions and as agreed to by Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee thereof), the consent of the Members of the Company be and is hereby accorded to the reappointment of Mr. Venkitraman Anand (DIN-07446834), Whole Time Director of the Company for a period commencing from October 1, 2021 to July 31, 2023 as recommended by Nomination & Remuneration Committee and Audit Committee, as set out in the Explanatory Statement annexed to the notice and subject to the terms and conditions of the draft agreement proposed to be entered into between the Company and Mr.Venkitraman Anand, with the liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment during his tenure within the scope of Section 197 and Schedule V of the Companies Act, 2013 or any amendments thereto or any re-enactments thereof as may be agreed to between the Board and Mr. Venkitraman Anand."

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during the currency of the tenure of services of Mr. Venkitraman Anand(DIN-07446834),the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013;

"RESOLVED FURTHER THAT the Board be and is hereby authorized to vary, amend, modify and revise from time to time the terms of remuneration payable to the Whole Time Director, within the above overall limit, as may be desired appropriate and the Board be and is hereby further authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, consider necessary, expedient or desirable, including to make necessary applications, representations with the concerned authorities and to settle any questions or doubts that may arise in relation thereto and to authorize one or more representatives of the Company to carry out any or all of the activities that the Board is authorized to do all things necessary for the purpose of giving effect to foregoing resolution and to execute such further deeds, documents and writings that may be considered necessary and appropriate."

4. To Reappoint Mr. Cherian M George (DIN: 07916123) as Whole Time Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act (including any statutory modification(s), amendment(s), clarification(s), or re-enactment(s) or substitution(s) thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modification(s) thereof or supplements thereto ("Listing Regulations") and subject to the Articles of Association of the Company and subject to such other approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be imposed or prescribed by any of the authorities while granting such approvals, permissions and sanctions and as agreed to by Board of Directors of the Company (hereinafter referred to as "the

Board" which term shall include the Nomination and Remuneration Committee thereof), the consent of the Members of the Company be and is hereby accorded to the reappointment of Mr. Cherian M George, Whole Time Director of the Company for a period commencing from February 13, 2022 to February 12, 2025 as recommended by Nomination & Remuneration Committee and Audit Committee, as set out in the Explanatory Statement annexed to the notice and subject to the terms and conditions of the draft agreement proposed to be entered into between the Company and Mr.Cherian M George, with the liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment during his tenure within the scope of Section 197 and Schedule V of the Companies Act, 2013 or any amendments thereto or any re-enactments thereof as may be agreed to between the Board and Mr. Cherian M George."

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during the currency of the tenure of services of Mr.Cherian M. George (DIN-07916123), the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to vary, amend, modify and revise from time to time the terms of remuneration payable to the Whole Time Director, within the above overall limit, as may be desired appropriate and the Board be and is hereby further authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion, consider necessary, expedient or desirable, including to make necessary applications, representations with the concerned authorities and to settle any questions or doubts that may arise in relation thereto and to authorise one or more representatives of the Company to carry out any or all of the activities that the Board is authorised to do all things necessary for the purpose of giving effect to foregoing resolution and to execute such further deeds, documents and writings that may be considered necessary and appropriate."

5. Appointment of Ms. Rusha Mitra (DIN:08402204) as an Independent Director

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 , SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Article 93 of the Articles of Association of the Company, Ms. Rusha Mitra (DIN:08402204), who was appointed by the Board of Directors of the Company as an Additional Director of the Company with effect from February 11, 2021and who holds office only up to the date of this Annual General Meeting and who is eligible for appointment and in respect of whom a notice has been received from a Member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Non- Executive Independent Woman Director of the Company for the first term, not liable to retire by rotation, for a period of five years with effect from February 11, 2021".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution."

6. Ratification of Cost Auditors Remuneration

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

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to the ratification of the remuneration of M/s. Shome & Banerjee, Cost Accountants, (Firm Registration No 000001), appointed as the Cost Auditors by the Board of Directors of the Company ('the Board") for the financial year ending March 31, 2022 to conduct cost audits relating to cost records of the Company and that the said Cost Auditors be paid a remuneration of ₹ 2,75,000 (Rupees Two Lakhs Seventy Five Thousand only) plus applicable taxes.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution."

By Order of the Board of Directors

Binu Thomas
Company Secretary
M. No FCS 11208

Place : Kochi
Date : August 12, 2021

Notes:

1. A Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto. The Board of Directors of the Company at its Meeting held on August 12,2021 considered that the Special Business under Item Nos.3, 4, 5 and 6 being considered unavoidable, be transacted at the 44th AGM of the Company.

2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and all other relevant circulars issued from time to time and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 as amended by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars") issued by the Securities and Exchange Board of India ('SEBI'), by virtue of which relaxations have been given to the companies, whose AGMs would become due in the year 2021 were permitted to conduct their AGMs on or before December 31, 2021 through VC/OAVM. the 44th AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of Members at a common venue. The deemed venue for the 44th AGM shall be the Registered Office of the Company situated at 24/1624, Bristow Road, Willingdon Island Cochin – 682003. Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the Meeting through VC/OAVM is annexed herewith (Refer Serial No. 32 of these Notes).

3. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis

4. Members are requested to express their views/send their queries in advance mentioning their name, DP ID and Client ID number /Folio No., email ID, mobile No. at agm@harrisonsmalayalam.com till 4 p.m. (IST) on Friday, September 24, 2021.

   (i) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance till 4:00 PM (IST) on Friday, September 24, 2021 mentioning their name, demat account number/folio number, email id, mobile number at agm@harrisonsmalayalam.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance till 4:00 PM (IST) on Friday, September 24, 2021 mentioning their name, demat account number/folio number, email id, mobile number at agm@harrisonsmalayalam.com. These queries will be replied to by the company suitably. Members who will participate in the AGM through VC/OAVM can also pose question/ feedback through question box option. These queries will be replied by the Company suitably depending on the availability of time at the AGM. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.

   (ii) When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.

   iii) The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

5. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

6. Institutional Investors, who are Members of the Company, are encouraged to attend the AGM through VC/OAVM facility and vote thereat. Corporate Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at mds@mdsassociates.in

7. In line with the MCA General Circular dated May 5, 2020, the Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. The Notice convening the 44th AGM has been uploaded on the website of the Company at harrisonsmalayalam.com under 'Investor Relations' section and may also be accessed on the websites of the Stock Exchanges i.e. BSE Limited

and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice is also available on the website of CDSL at https://www.evotingindia.com.

8. CDSL will be providing facility for voting through remote e-voting, for participation in the 44th AGM through VC/ OAVM facility and e-voting during the 44th AGM.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the SEBI Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 44th AGM and facility for those Members participating in the 44th AGM to cast vote through e-Voting system during the 44th AGM. For this purpose, the Company has entered into an agreement with CDSL as the authorised agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting system as well as e-Voting on the date of the AGM will also be provided by CDSL.

11. The 44th AGM of the Company is being convened through VC/OAVM in compliance with the applicable provisions of the Act read with all the applicable MCA and SEBI Circulars.

12. The business set out in the Notice will be transacted through remote electronic voting system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to E-voting are given in the Notice under Note No. 32 of these notes.

13. Pursuant to the MCA Circulars and SEBI Circulars, in view of the prevailing pandemic situation, the Notice of the 44th AGM and the Annual Report of the Company for the financial year ended March 31, 2021 including therein the Audited Financial Statements for the year 2020-21, the afore mentioned documents are being sent only by email to the Members. Therefore, Members whose email addresses are not registered with the Company or with their Registrar and Share Transfer Agent (RTA) or with their respective Depository Participant/s (DPs), and who wish to receive the Notice of the 44th AGM of the Company along with the Annual Report for the financial year 2020-21 and all other communications from time to time, can get their email addresses registered by following the steps as mentioned below:-

    1. For Physical shareholders- In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate, the following instructions to be followed:

       Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services> Email/Bank detail Registration - fill in the details and upload the required documents and submit. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e – mail id along with the copy of the PAN & cheque leaf with the first named shareholders name imprinted in PDF or JPEG format & also upload the image of share certificate with the request letter duly signed in PDF or JPEG format.

    2. For Demat shareholders - The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

    3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

14. The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, September 23, 2021 to Wednesday, September 29, 2021, both days inclusive.

15. Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules') the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had, accordingly transferred ₹ 4.78 Lakhs being the unpaid and unclaimed dividend amount pertaining to the Dividend for the Financial Year 2012-13

16. The Company has been sending reminders to Members having unpaid / unclaimed dividend before transfer of such dividend(s) to the Investor Education and Protection Fund (IEPF), set up by the Government of India. Details of the unpaid / unclaimed dividend are also uploaded as per the requirements, under "Investors Relations" section on the Company's website viz. www.harrisonsmalayalam.com., Members, who have not yet encashed their dividend pertaining to the Financial Year 2013 -14 are advised to write to the Company immediately claiming dividends declared by the Company. The Dividend for the Financial Year 2013-14 is due to be transferred to the IEPF Fund immediately after October 25, 2021. In case valid claim is not received by that date, the Company will also proceed to transfer the respective shares to the Demat Account of the IEPF Authority ('IEPF Account') in terms of the IEPF Rules by following the prescribed procedure.

17. Pursuant to the provisions of IEPF Rules, all shares of the Company in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority (‘IEPF Account’)’ within a period of thirty days of such shares becoming due to be transferred to the IEPF Account. Accordingly during the year under review the Company transferred 47405 number of Equity shares to the IEPF Account, on which the dividends remained unpaid or unclaimed for seven consecutive years with after following the prescribed procedure. In this regard, the Company has individually informed the Members concerned and also published notice in the newspapers as per the IEPF Rules. The details of such Members and shares transferred are uploaded in the “Investors Relations’ Section of the website of the Company viz; www.harrisonsmalayalam.com.

18. Dividend and corresponding shares, as stated in Points 16 and 17 above, once transferred to IEPF by the Company, may be claimed only from the IEPF Authority by following the procedure prescribed under the IEPF Rules. Mr. Binu Thomas, Company Secretary is the Nodal Officer of the Company for the purpose of verification of such claims.

19. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in Respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Link Intime India Private Limited in case the shares are held in physical form.

20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account No. by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN and Bank Account No. to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank Account details to the Registrar and Share Transfer Agent/ Secretarial Department of the Company.

21. In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019. In view of the above, Members are advised to dematerialize shares, if held by them in physical form.

22. To support the ‘Green Initiative’, the Members who have not registered their e-mail addresses are requested to register the same with the Company’s RTA/Depositories for receiving all communications including Annual Reports, Notices, Circulars etc. from the Company electronically.

23. Electronic copies of all the documents referred to in the accompanying Notice of the 44th AGM of the Company and in the Statement annexed to the said Notice shall be available for inspection in the “Investor Relations” section of the website of the Company at www.harrisonsmalayalam.com.

24. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection electronically. Members seeking to inspect such documents upto the date of AGM can send their request at the mail id agm@harrisonsmalayalam.com

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are advised not to leave their demat account(s) dormant for long. Periodic Statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

26. In case of transmission / transposition, the members are requested to forward their requests and other communications directly to the Registrar and Share Transfer Agent (RTA) of the company, M/s. Link Intime India Private Limited, “Surya”, 35, Mayflower Avenue, 2nd Floor, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028

27. Details as required in sub-regulation (3) of Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI in respect of the Director seeking re-appointment / appointment at the Annual General Meeting, form an integral part of the Notice. Requisite declarations have been received from the Director for seeking re-appointment / appointment

28. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e Wednesday, September 22, 2021

29. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the Meeting.

30. The Board vide its Resolution passed on August 12, 2021 has appointed Mr. M. D. Selvaraj, (FCS:960/COP: 411) of M/s MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer for conducting the e-voting process in accordance with the law and in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM, in the presence of at least two

witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company www. harrisonsmalayalam.com and on the website of CDSL immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The results along with Scrutinizer's Report shall also be forwarded to the stock exchanges where the shares of Company are listed.

31. Member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again. - At the end of remote e-voting period, the facility shall forthwith be blocked.

32. Procedure / Instructions for Members voting electronically and attending the AGM through VC/OAVM are as under:

(i) The remote e-voting period begins on Sunday, September 26, 2021 at 9.00 a.m. (IST) and ends on Tuesday, September 28, 2021 at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 22, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use forgot User ID and forgot Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Harrisons Malayalam Limited> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer mds@ mdsassociates.in and to the Company at the email address viz; agm@harrisonsmalayalam.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. (i) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance till 4:00 PM (IST) on Friday, September 24, 2021 mentioning their name, demat account number/folio number, email id, mobile number at agm@harrisonsmalayalam.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance till 4:00 PM (IST) on Friday, September 24, 2021 mentioning their name, demat account number/folio number, email id, mobile number at agm@ harrisonsmalayalam.com. These queries will be replied to by the company suitably.. Members who will participate in the AGM through VC/OAVM can also pose question/ feedback through question box option. These queries will be replied by the Company suitably depending on the availability of time at the AGM. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate, the following instructions to be followed:

   Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services> Email/Bank detail Registration - fill in the details and upload the required documents and submit. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e – mail id along with the copy of the PAN & cheque leaf with the first named shareholders name imprinted in PDF or JPEG format & also upload the image of share certificate with the request letter duly signed in PDF or JPEG format.

2. For Demat shareholders - The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

3. For Individual Demat shareholders – Please update your email id & mobile No. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-voting System, you can send an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF ITEMS OF SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE FORTY FOURTH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON SEPTEMBER 29, 2021

Statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts:

Resolution No.3

Mr.Venkitraman Anand (DIN:07446834) was appointed as Whole Time Director for a period of 3 years with effect from October 1, 2018 by way of Postal Ballot and E-voting on February 1, 2019. Mr. Venkitraman Anand's term as a Whole Time Director of the Company expires on September 30, 2021.The Board of Directors at its meeting held on June 10, 2021 have reappointed Mr.Venkitraman Anand based on recommendation of Nomination and Remuneration Committee and Audit Committee, for a period commencing from October 1, 2021 to July 31, 2023 subject to approval by shareholders.

The appointment is within the meaning of Sections 196, 197, 203 read with Schedule V and other applicable provisions if any of the Companies Act, 2013 and also read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to the approval of the shareholders. The terms and conditions of his appointment as recommended by the Nomination and Remuneration Committee are as set out below.

1. Period : October 1, 2021 to July 31, 2023.
2. Remuneration:
    a) Basic Salary: Not exceeding ₹ 47,00,000 per annum
    b) Allowance: Not exceeding ₹ 53,00,000 per annum
    c) Performance Bonus: Not exceeding ₹ 20,00,000 per annum as may be decided by the Board of Directors based on performance
3. Perquisites: Medi-claim insurance
4. In addition to the above, the Whole Time Director shall be eligible for the following perquisites, the value of which shall not be considered for computation of the aggregate remuneration.
    1) Company contribution to Provident Fund, Superannuation or Annuity Fund – 27% of Basic salary.
    2) Gratuity – 4.81% of basic salary.
    3) Encashment of unavailed leave at the end of the tenure as per Company policy.

The draft of the Agreement proposed to be entered into by the Company with Mr. Venkitraman Anand is available for electronic inspection without any fee by the members up to to the date of the Annual General Meeting during normal business hours of the Company

The General Information as required under Section II, Part II of Schedule V of the Companies Act, 2013 is furnished below.

1. GENERAL INFORMATION

(i) Nature of Industry : Plantation Industry (Tea & Rubber)

(ii) Date or expected date of commencement of commercial production:

It is an established Company. Certificate of Commencement of Business was issued by the Registrar of Companies,Kerala on June 14, 1978.

(iii) In case of new companies, expected date of commencement of activities as per Project approved by financial institution appearing in the prospectus: NA

(iv) Financial Performance based on indicators given below: As per Audited Financial Result for the year ended

₹ in Lakhs

Particulars	**31.03.2021**	31.03.2020	31.03.2019
	Standalone		
Revenue from Operations	**45111.12**	38730.04	35374.84
Other Income	**282.81**	612.78	615.29
Total Income	**45393.93**	39342.82	35990.13
Profit / (Loss) before Tax	**4044.59**	928.66	(2408.95)
Profit after Tax	**4044.59**	928.66	(2408.95)
Re-measurement of Gains/Losses	**(430.82)**	(892.52)	(103.67)
Total Comprehensive Income	**3613.77**	36.14	(2512.62)

(v) Foreign investment or collaboration if any – NIL

(vi) Other Disclosure:

The Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditor,

II. INFORMATION ABOUT MR.VENKITRAMAN ANAND

1. Mr.Venkitraman Anand with a work experience of over 37 years in diverse business & functional areas is a Commerce Graduate and has successfully completed the Business Leadership Programme conducted by the Murugappa group in partnership with Indian Institute of Management, Bangalore. After starting his career with Rungamattee Tea & Industries Limited and working there for around 12 years he joined Parry Agro Industries Limited the plantation arm of the Murugappa group and worked with them for around 17 years. In his tenure with Parry Agro Industries Limited he had a high performance career growth from Manager (Business Coordination) to a SBU Head. Throughout his career he has demonstrated expertise in overcoming existing deficiencies in employee, customer dissatisfaction, production, operations, and financial issues through effective turnaround management practices, resulting in the achievement of long and short term goals. Other areas of accomplishments include his outstanding abilities in implementing best practices and quality assurance, improving the quality management system, creating tracking systems, and implementing safety & operations processes. He is an Executive Committee Member of Cochin Chamber of Commerce and Industry,CII State Council Member and is also Convener,CII Panel for Food & Agriculture.

2. Past Remuneration: ₹ 90.51 Lakhs

3. Recognition and Awards: Nil

4. Job Profile and Suitability - Mr.Venkitraman Anand has been entrusted with the responsibilities to manage the affairs of the company on a day to day basis. With his experience in diverse field, he has gained considerable expertise in managing the plantations business

5. Remuneration Proposed - As detailed above in the explanatory statement

6. Comparative remuneration profile with respect to Industry, size of company, profile of the position and person: The Company's core business is Plantations in Tea and Rubber.

   It is the single largest producer of Natural Rubber in India and second largest Tea Plantation in South India. The Company owns 24 Estates in Kerala and Tamil Nadu put together and has a labour strength of approximately 9,750 number of employees as on March 31, 2021.The Company has a paid up capital of ₹ 18.45 Crores and is listed in the BSE Ltd. and National Stock Exchange of India Ltd. with approximately 26000 Shareholders. Given the size, complexity and nature of business, the remuneration proposed to be paid to Mr. Venkitraman Anand, Whole Time Director is in line with other similar companies.

   Mr.Venkitraman Anand does not hold any equity shares in the Company.

   No director, key managerial personnel, or their relatives except Mr. Venkitraman Anand, to whom the resolution relates, is interested in or concerned with the resolution in Item No. 3. The Board of Directors recommends the Special Resolution set out at Item No. 3 of the Notice for the approval of the Members.

7. Pecuniary Relationship: Except the payment of remuneration for his service as Whole Time Director as detailed hereinabove, he has no other pecuniary relationship with the Company or any relationship with any managerial personnel of the Company.

III. OTHER INFORMATION

1. Reasons of loss or inadequate profits:

   Not applicable as the Company have posted a net profit of ₹ 36.13 Crores for the year ended March 31, 2021

2. Steps taken or proposed to be taken for improvement:

   Not applicable as the Company have posted net profit of ₹ 36.13 Crores for the year ended March 31, 2021

IV: There is no severance fee or stock option available to him

Resolution No.4

Mr.Cherian M George,(DIN:07916123) Whole Time Director of the Company was appointed as Whole Time Director of the Company vide Postal Ballot and E-voting on April 15, 2019 for a period of three years with effect from February 13, 2019.His term will expire on February 12, 2022. The Board of Directors at its meeting held on August 12, 2021 have reappointed Mr. Cherian M George based on recommendation of Nomination and Remuneration Committee for a further period of 3 years commencing from February 13, 2022 till February 12, 2025 subject to approval of Shareholders.

The appointment is within the meaning of Sections 196, 197, 203, read with Schedule V and other applicable provisions if any of the Companies Act, 2013 and also read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to the approval of the shareholders. The terms and conditions of his appointment as recommended by the Nomination and Remuneration Committee and Audit Committee are as set out below.

1. Period: Three years from February 13, 2022 to February 12, 2025
2. Remuneration: Consolidated Pay not exceeding ₹ 1 Crore per annum
3. Perquisites

   Medical expenses reimbursement for self and family will be in accordance with Company's policy and is limited to actuals on production of treatment bills.

   The draft of the Agreement proposed to be entered into by the Company with Mr. Cherian Manamel George is available for electronic inspection without any fee by the members up to to the date of the Annual General Meeting during normal business hours of the Company.

I. The General Information as required underSection II, Part II of Schedule V of the Companies Act, 2013 is same as mentioned above for resolution 3.

II. INFORMATION ABOUT Mr. CHERIAN MANAMEL GEORGE

1. Mr Cherian Manamel George, has done BA & LLB from Bangalore University and Post Graduate Diploma in Business Administration from St Josephs College, Bangalore. He has 26 years of experience with Harrisons Malayalam Ltd (HML) and has deep knowledge in Plantation Business and allied Business. Mr. Cherian Manamel George Joined HML in 1995 as Asst. Manager in Tea Estates and moved on to Setting up of a new Vertical - Bought Leaf Operations in 2000. In 2006 he was moved to head office to be part of HR & IR team and later became General Manager HR in 2010. In 2015 he took Responsibility of Tea Sales & Marketing and in 2016 became the Vice President Tea Division. He was Elevated as Business Head of SBU –B with (both Tea & Rubber Business) in April 2018. Currently he is Executive Committee Member, Association of Planters of Kerala. Executive Committee Member, United Planters Association of South India, Member of Plantation Labour Committee, Kerala, Advisory board Member of Xavier School of Sustainability, Bhubaneshwar.
2. Past Remuneration: ₹ 47.83 Lakhs
3. Recognition and Awards: Nil
4. Job Profile and Suitability - Mr. Cherian Manamel George has been entrusted with the responsibilities to manage the affairs of the Company on a day to day basis. With his experience in plantations, he has gained considerable expertise in managing the plantations business
5. Remuneration Proposed as detailed above in explanatory statement
6. Comparative remuneration profile with respect to industry, size of company ,profile of the position and person:

   The Company's core business is Plantations in Tea and Rubber. It is the single largest producer of Natural Rubber in India and second largest Tea Plantation in South India. The Company owns 24 Estates in Kerala and Tamil Nadu put together and has a labour strength of approximately 9,750 number of employees as on March 31, 2021.The Company has a paid up capital of ₹ 18.45 Crores and is listed in the BSE Ltd. and National Stock Exchange of India Ltd. with approximately 26000 Shareholders. Given the size, complexity and nature of business, the remuneration proposed to be paid to Mr. Cherian Manamel George, Whole Time Director is in line with other similar companies..

   Mr. Cherian Manamel George does not hold any equity shares in the Company. No director, key managerial personnel, or their relatives except Mr. Cherian Manamel George, to whom the resolution relates, is interested in or concerned with the resolution in Item No. 4. The Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice for the approval of the Members.
7. Pecuniary Relationship:

   Except the payment of remuneration for his service as Whole Time Director as detailed hereinabove, he has no other pecuniary relationship with the Company or any relationship with any managerial personnel of the Company.

III. OTHER INFORMATION

1. Reasons of loss or inadequate profits:

   Not applicable as the Company have posted a net profit of ₹ 36.13 Crores for the year ended March 31, 2021
2. Steps taken orproposed to be taken for improvement:

   Not applicable as the Company have posted net profit of ₹ 36.13 Crores for the year ended March 31, 2021

IV. There is no severance fee or stock option available to him

Resolution No. 5

The Board of Directors (“Board”), upon recommendation of the Nomination and Remuneration Committee, appointed Ms.Rusha Mitra as an Additional (Independent) Director of the Company, not liable to retire by rotation, effective February 11, 2021. Pursuant to the provisions of Section 161 of the Act and Article 93 of the Articles of Association of the Company, Ms.Rusha Mitra will hold office up to the date of the ensuing Annual General Meeting (“AGM”) and is eligible to be appointed as a Director of the Company. The Company has, in terms of Section 160 of the Act, received, in writing, a notice from a Member proposing the candidature of Ms.Rusha Mitra for the office of Director. The Company has received from Ms.Rusha Mitra (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of the Companies(Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164(2) of the Act and(iii) a declaration to the effect that she meets the criteria of independence as provided under Section 149(6) of the Act and other requisite disclosures. The resolution seeks the approval of the Members in terms of Section 149 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules made thereunder, for appointment of Ms.Rusha Mitra as an Independent Director of the Company for a period of 5 years commencing from February 11, 2021.Ms.Rusha Mitra, once appointed, will not be liable to retire by rotation. In the opinion of the Board, Ms.Rusha Mitra is a person of integrity, fulfils the conditions of appointment specified in the Act and the Rules made thereunder and is independent of the Management of the Company. A copy of the draft letter for the appointment of Ms.Rusha Mitra as an independent director setting out the terms and conditions is available for electronic inspection without any fee by the members up to to the date of the Annual General Meeting during normal business hours of the Company.The profile and details regarding of Ms.Rusha Mitra are provided as annexure to this Notice. None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, except Ms.Rusha Mitra, to whom the resolution relates, are concerned or interested in the Resolution mentioned at Item No. 5 of the Notice. The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for the approval of the Members

Item No. 6 - Ratification of Cost Auditors Remuneration

The Board of Directors of the Company (‘the Board’), on the recommendation of the Audit Committee, has approved in their Meeting held on June 10,2021, the appointment and remuneration of M/s. Shome & Banerjee, Cost Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2022 at a remuneration of ₹ 2,75,000 (Rupees Two Lakhs Seventy Five Thousand only) plus applicable taxes. In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out under Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2022.

None of the Directors, Key Managerial Personnel, and their relatives are concerned or interested, financially or otherwise, in the aforesaid Resolution. The Board recommends passing of the Resolution as set out under Item No. 6 of the Notice for approval by the Members

By Order of the Board of Directors

Binu Thomas
Company Secretary
(M.No FCS 11208)

Place : Kochi
Date : August 12, 2021

HARRISONS MALAYALAM LIMITED
CIN: L01119KL1978PLC002947

Registered Office:
24/1624, Bristow Road, Willingdon Island, Cochin - 682003
Phone: 0484-2668023 | Fax: 0484-2668024
Website: www.harrisonsmalayalam.com | email: hmlcorp@harrisonsmalayalam.com

ANNEXURE A TO THE NOTICE

Details of Directors' seeking Re-appointment/Appointment at the Annual General Meeting pursuant to Regulation 26(4) and 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India

Name of the Director	Mr. Kaushik Roy	Mr. Cherian M. George	Mr. Venkitraman Anand	Ms. Rusha Mitra
DIN	06513489	07916123	07446834	08402204
Age	56 years	52 years	58 years	36 years
Date of Birth	28/03/1965	18/01/1969	08/06/1963	20/03/1985
Nationality	Indian	Indian	Indian	Indian
Date of first appointment on the Board	February 16, 2015	February 13, 2019	October 1, 2018	February 11, 2021
Inter-se relationshipbetween Directors andother Key Managerial Personnel	He is not related to any director and Key Managerial Personnel of the Company.	He is not related to any director and Key Managerial Personnel of the Company.	He is not related to any director and Key Managerial Personnel of the Company	She is not related to any director and Key Managerial Personnel of the Company
Qualification	M. Tech (Mechanical) from IIT- Kharagpur, and an alumnus of IMD-Switzerland. Degree in Business Administration from University of Tokyo.	Mr Cherian Manamel George, has done BA & LLB from Bangalore University and Post Graduate Diploma in Business Administration from St Josephs College, Bangalore.	Mr. Venkitraman Anand is a Commerce Graduate and has successfully completed the Business Leadership Programme conducted by the Murugappa Group in partnership with Indian Institute of Management, Bangalore	Ms. Rusha Mitra is a Law Graduate from W.B. National University of Juridical Sciences, Kolkata.
Expertise in specific functional areas	Mr. Kaushik Roy aged 56 years was appointed as the Non-Executive Director of the company on February 16, 2015. Mr. Kaushik Roy has a vast multi-functional business experience, spanning over two decades across different sectors like, Tyre and Cement,. Mr. Kaushik Roy is the Managing Director of PCBL. He took on the responsibility of providing leadership to PCBL from January 2013. He is widely acclaimed for bringing in a new era of leadership at PCBL. Prior to PCBL, he has been associated with Apollo Tyres Limited in various leadership roles and has also been a Management Board Member of the Company. He is a regular visiting faculty for various Management Institutions and also a speaker in various Conferences held across the globe. Mr. Kaushik Roy is a member of the Managing Committee of the Bengal Chamber of Commerce and Industry (BCC&I).	Mr. Cherian M. George has 25 years of experience with Harrisons Malayalam Ltd (HML) and has deep knowledge in Plantation and allied Business. Mr George Joined HML in 1995 as an Asst. Manager in Tea Estates and moved on to Setting up of a new Vertical - Bought Leaf Operations in 2000. In 2006 he was moved to Head Office to be part of HR & IR team and later became Gen Manager HR in 2010. In 2015 he took Responsibility of Tea Sales & Marketing and in 2016 became the Vice President Tea Division. He was Elevated as Business Head with (both Tea & Rubber Business) in April 2018. During his tenure in HML he had made significant contribution to the business, growth and performance excellence of the company.	Mr.Venkitraman Anand joined HML in 2018 and has work experience of over 37 years in diverse business & functional areas. After starting his career with Rungamattee Tea & Industries Limited and working there for around 12 years he joined Parry Agro Industries Limited the plantation arm of the Murugappa Group and worked with them for around 17 years. In his tenure with Parry Agro Industries Limited he had a high performance career growth from Manager (Business Coordination) to a SBU Head. He then joined Aspinwall and Company Limited a leading exporter of specialty Coffee as the Chief Executive and was inducted into their Board and re-designated as Executive Director. Other areas of accomplishments include his outstanding abilities in implementing best practices and quality assurance, improving the quality management system, creating tracking systems, and implementing safety & operations processes.	Ms.Rusha Mitra is a Partner in the Corporate & Commercial practice group in Khaitan & Co., Kolkata. Ms. Mitra specialises in corporate restructuring, mergers, acquisitions, demergers, reconstructions, re-organisation and advises companies on wide range of corporate law matters and Insolvency & Bankruptcy related matters. Ms.Mitra has over the years advised prominent clients in various business sectors on wide-ranging areas of practice including constitutional writs, suits, arbitrations, mismanagement and oppression petitions, winding up and other commercial and civil litigation matters before High Courts, National Company Appellate Law Tribunal, National Company Law Tribunals and other Quasi-judicial authorities in various jurisdictions including Kolkata, Chennai, Bhubaneswar, Jaipur, Gauhati and Shillong.

Name of the Director	Mr. Kaushik Roy	Mr. Cherian M. George	Mr. Venkitraman Anand	Ms. Rusha Mitra
Number of shares held in the Company & % of holding	Nil	Nil	Nil	Nil
List of Directorships held in other Public Limited Companies	Philips Carbon Black Ltd. Spencer International Hotels Ltd. STEL Holdings Ltd.	Harmony Plantations Limited Enchanting Plantations Limited Malayalam Plantations Limited	Nil	Naga Dhunseri Group Ltd. Lux Industries Ltd. Philips Carbon Black Ltd. GKW Ltd. Texmaco Rail & Engg Ltd. GMCO Ltd. Rainbow Investments Limited
Chairmanships / Memberships of Committees in other Public Limited Companies (Includes Audit Committee [AC] and Stakeholders Relationship Committee [SRC])	1	Nil	Nil	Nil
Number of Board meetings attended during the FY 2020 - 21	Held- 7 Attended- 6	Held – 7 Attended - 7	Held – 7 Attended - 7	Held – 7 Attended - 2

Note: For more details like remuneration drawn, etc. please refer to the Corporate Governance section of the Annual Report.

DIRECTORS' REPORT

To

The Members of Harrisons Malayalam Limited

Your Directors have pleasure in presenting the forty-fourth Annual Report together with the Audited Financial Statements, of the Company for the financial year ended March 31, 2021.

Financial Highlights

₹ in Lakhs

Particulars	31.03.2021	31.03.2020	31.03.2021	31.03.2020
	Standalone		Consolidated	
Revenue from Operations	**45111.12**	38730.04	**45111.12**	38730.04
Other Income	**282.81**	612.78	**282.81**	612.78
Total Income	**45393.93**	39342.82	**45393.93**	39342.82
Profit / (Loss) before Tax	**4044.59**	928.66	**4042.38**	926.25
Profit after Tax	**4044.59**	928.66	**4042.38**	926.25
Re-measurement of Gains/Losses	**(430.82)**	(892.52)	**(430.82)**	(892.52)
Total Comprehensive Income	**3613.77**	36.14	**3611.56**	33.73

1. Dividend

In order to augment the operations due to outbreak of covid and frequent lockdown, the Board of Directors have decided to plough back the profits into the system and regret the inability to pay dividend.

2. Transfer to Reserve

During the year under review the Company has not transferred any amount to the General reserve.

3. Material Changes and Commitments, If Any Affecting the Financial Position of the Company

There are no Material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year on March 31, 2021 to which the financial statements relates and the date of this report.

4. Change in the Nature of Business

During the year under review, there was no change in the nature of the business.

5. Performance

During the year under review, the Company has recorded revenue of ₹ 451.11 crores from its operations as compared to ₹ 387.30 crores for the previous year. The total revenue, including other income for the FY 2020-21 was ₹ 453.93 crores as compared to ₹ 393.42 crores for the previous year. The profit made by the Company for the FY 2020-21 was ₹ 36.13 Crores as compared to the profit of ₹ 36.14 lakhs for the previous year.

Tea:

The Tea harvested from own gardens during FY 2020-21 is at 11356 MT (10513 MT in the FY 2019-20). Bought leaf operations in tea for FY 2020-21 is at 3606 MT (3675 MT in FY 2019-20). Together with the Bought Operations, the total production was 14962 MT as compared to the total production of 14188 MT in the FY 2019-20. For the year ended March 31, 2021, the average price realized per kg of tea was ₹ 145.44 as against ₹ 125.76 realized during the Previous Year. Tea exported was 2830 MT as against 4352 MT exported last year.

Rubber:

The Rubber harvested from own gardens stood at 5772 MT during FY 2020-21 and is higher than 5755 MT achieved during FY 2019-20. Bought operations in Rubber for the FY 2020-21 is at 4956 MT which is higher than the 4199 MT of FY 2019-20. For the year ended March 31, 2021, the average price realized per kg of rubber was ₹ 155.55 as against ₹ 149.97 realized during the previous year. 140 hectares in Kumbazha Rubber Estate encroached by trespassers, continue to remain untapped.

6. Equity Share Capital

The paid up Equity Share Capital of the Company as on March 31, 2021 was ₹ 1845.43 Lakhs. There was no change in the share capital during the year under review .The equity shares of the Company are listed in the BSE Limited and the National Stock Exchange of India Limited.

7. Deposits

The Company has not accepted any deposits from the public in terms of Section 73 of the Companies Act, 2013 and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

8. Particulars of Loans, Guarantees or Investments

The Company has not given any Loans, Guarantees, Investments and Security as per the provisions of Section 186 of the Companies Act, 2013 during the Financial Year ended March 31, 2021.

9. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Information with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 is annexed to this Report (-Annexure A).

10. Management Discussion and Analysis

Management Discussion and Analysis in terms of Regulation 34 of SEBI (Listing Agreement and Disclosure Requirements) Regulations 2015 forms a part of this Report and is annexed as Annexure 'B' to this Report. Key Financial Ratios for the financial year ended March 31, 2021, are provided in the Management Discussion and Analysis Report given in 'Annexure-B' which is annexed hereto and forms a part of the Board's Report.

11. Corporate Governance

A separate Report on Corporate Governance (Annexure C) along with Additional Shareholder Information (Annexure D) as Prescribed under the Listing Regulations executed with the Stock Exchanges is annexed as a part of this Report along with the Practicing Company Secretary's Certificate.

12. Subsidiary Companies

As at March 31, 2021 the Company has two wholly owned subsidiary companies, namely Enchanting Plantations Limited (EPL) and Harmony Plantations Limited (HPL) and have been considered in the consolidation of financial statements.

As per sub section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements and performance of the Company's subsidiaries for the year ended March 31, 2021, is included as per the prescribed format in this Annual Report. The Annual Accounts of these subsidiaries are uploaded on the website of the Company at www.harrisonsmalayalam.com. The Annual Accounts of these subsidiaries and the related detailed information will be made available to any Member of the Company seeking such information at any point of time and is also posted on the website of company www.harrisonsmalayalam.com. The consolidated performance of the Company and its subsidiaries has been referred to wherever required and salient features of subsidiaries are annexed as annexure to the Annual Report in Form AOC-1

13. Consolidated Financial Statements

In accordance with Section 129(3) of the companies Act, 2013 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 entered into with the Stock Exchanges, the Consolidated Financial Statements of the Company including the financial details of all the subsidiary companies of the Company, forms part of this Annual Report. The Consolidated Financial Statements have been prepared in accordance with the Accounting Standards issued by the Institute of Chartered Accountants of India.

14. Directors and Key Managerial Personnel

As on March 31, 2021, Mr Venkitraman Anand, Mr. Cherian M George, WholeTime Directors, Mr. Ravi. A CFO and Mr Binu Thomas Company Secretary cum Compliance Officer are the Key Managerial Personnel of the Company.

Pursuant to the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Kaushik Roy (DIN: 06513489) retires by rotation and being eligible, offers himself for re-appointment.

During the year under review based on recommendation of Nomination and Remuneration Committee Mr. C Vinayaraghavan (DIN:01053367) who was appointed as Additional Director with effect from November 11, 2019 was appointed as Director of the Company at the Annual General Meeting held on September 24, 2020

Ms.Rusha Mitra (DIN: 08402204) was appointed pursuant to recommendation of Nomination and Remuneration Committee and subject to approval of shareholders as Additional Director and Independent Director with effect from February 11, 2021 for a period 5 years by the Board at its meeting held on February 11, 2021.

Mr.Venkitraman Anand (DIN:07446834) was appointed as Whole Time Director for a period of 3 years with effect from October 1, 2018 by way of Postal Ballot and E-voting on February 1, 2019. Mr. Venkitraman Anand's term as a Whole Time Director of the Company expires on September 30, 2021.The Board of Directors at its meeting held on June 10 2021 has reappointed Mr.Venkitraman Anand based on recommendation of Nomination and Remuneration Committee and subject to the approval of Shareholders for a period commencing from October 1, 2021 to July 31, 2023.

Mr. Cherian M George,(DIN:07916123) was appointed as Whole Time Director of the Company vide Postal Ballot and E-voting on April 15, 2019 for a period of three years with effect from February 13, 2019 till February 12, 2022.His term will expire on February 12, 2022. The Board of Directors at its meeting held on August 12, 2021 has approved the reappointment of Mr.Cherian M George pursuant to recommendation of Nomination and remuneration Committee and subject to approval of Shareholders for a further period of 3 years commencing from February 13, 2022 till February 12, 2025.

Details of the proposal of appointment/re-appointment of the afore-mentioned Directors are mentioned in the Explanatory Statement annexed to the Notice of the 44th AGM of the Company.

Ms.Kusum Dadoo (DIN:06967827) Non Executive independent Director resigned from the Board with effect from February 4, 2021 due to other professional obligation and commitments and it was intimated to stock exchanges BSE Limited & NSE Limited. She have also confirmed that there is no other material reason other than those provided in the resignation letter.

Mr V. Venugopal was reappointed as Manager of the Company at the Annual General Meeting held on September 6, 2019 as Manager of the Company w.e.f August 14, 2019, to August 13, 2020.His term as Manager of the Company ceased on August 13, 2020 and it was intimated to stock exchanges BSE Limited & NSE Limited

Meetings of the Board of Directors

During the year under review 7 meetings of the Board of Directors were held. The company has complied with all the applicable Secretarial Standards. More details about the meetings of the Board are given in the Report on Corporate Governance, forming part of this Report.

Statement regarding the opinion of the Board concerning integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year

In the opinion of the Board, Mr. P Rajagopalan (DIN:02817068), Ms Rusha Mitra (DIN:08402204), Mr. J M Kothary , (DIN:-00015254) Mr. G Momen (DIN:00402662), are persons of integrity and have the relevant expertise and experience as required under the Nomination and Remuneration Policy of the Company. Such expertise and experience help in making informed decisions and guides the Board for the effective functioning of the Company.

Declaration by Independent Directors

The Independent Directors have submitted their declaration of independence, as required pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 25(8) of SEBI listing Regulation stating that they continue to meet the criteria of independence as provided in sub-section (6) of Section 149 including Rule 6 (3) of Companies Appointment of Directors and Qualification) Rules 2014 of the Companies act 2013 and Regulation 16 of the Listing Regulations. Further, Independent Directors of the Company have also confirmed that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013.

Board Evaluation

The Board has carried out an annual evaluation of its own performance, the directors and also committees of the Board based on the guidelines formulated by the Nomination & Remuneration Committee. Board composition, quality and timely flow of information, frequency of meetings, and level of participation in discussions were some of the parameters considered during the evaluation process. Further, the Independent Directors of the Company met once during the year to review the performance of the Non-executive directors, Chairman of the Company and performance of the Board as a whole.In the opinion of the Board, the Independent Directors also possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014.

a. Policy on Remuneration to Directors, KMP and Senior Management Personnel

The Board based on the recommendation of the Nomination and Remuneration Committee has formulated a policy on remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The policy covers the appointment, including criteria for determining qualification, positive attributes, independence and remuneration of its Directors, Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Policy is annexed as Annexure E to this report.

None of the Whole-time Directors receive any remuneration or commission from any of its subsidiaries.

Non-Executive Independent Directors

The criteria of making payments to non-executive directors can be accessed on the website of the Company at http://www. harrisonsmalayalam.com

15. Auditors

Statutory Auditors

Walker Chandiok & Co LLP, Kochi, Chartered Accountants, (Firm's Registration No. 001076N/ N500013) were appointed as the Statutory Auditors of the Company to hold office for a period of five years from the conclusion of the fortieth Annual General Meeting (AGM). until the conclusion of the forty fifth Annual General Meeting. The said appointment of the Statutory Auditors was required to be ratified at every Annual General Meeting. However, pursuant to the amendment in the proviso to Section 139 which has been made effective on May 07, 2018, the requirement of ratification of appointment of Statutory Auditors at every Annual General Meeting has been omitted. Accordingly, M/s Walker Chandiok & Co LLP,Kochi, continue to hold office as Auditors of the Company

Internal Auditors

As prescribed under Section 138 of the Companies Act, 2013, the Board appointed M/s Suri & Co for carrying out internal audit of the Company for FY 2020-21. The internal audit was completed as per the scope defined by the Audit Committee from time to time.

Cost Audit

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 (as amended), the Board of Directors, on the recommendation of the Audit Committee have appointed M/s. Shome & Banerjee, Cost Accountants, 5A, Nurulla Doctor Lane, (West Range), 2nd Floor, Kolkata – 700 017 (Firm registration No.000001) as cost auditor of the company to conduct audit of the cost records for the FY 2021-22. The remuneration payable to the Cost Auditor is subject to ratification of members at the ensuing AGM and the same is included in 44th AGM Notice. The Company has made and maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

Secretarial Audit

In terms of the provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s. SEP & Associates, Practicing Company Secretaries, as Secretarial Auditors to conduct Secretarial Audit for the FY 2020-21. The Secretarial Audit Report in Form MR-3 is annexed to this report as Annexure 'F'.

QUALIFICATION, RESERVATION OR ADVERSE REMARK IN THE AUDIT REPORTS

There is no qualification, reservation or adverse remark made by the Statutory or Secretarial Auditors in their Audit Reports. There were no frauds reported by the auditors under provisions of the Companies Act, 2013.

16. Significant and material Orders passed by the Regulators/Courts, if any:

There are no significant or material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of your Company and its future operations.

17. Awards and Achievements

During the year under review, Great Place to Work®, the global authority on workplace culture, ranks 16th Harrisons Malayalam Ltd on the Best Workplaces in AsiaTM 2021 list. The Company was ranked #6 in India's Best companies to work for in 2021 study conducted by Great Place To Work Institute and Economic Times. Harrisons Malayalam Ltd is also recognized among India's Best Workplaces for Women 2021 – Top 50 List reinforcing the organisation's commitment towards Diversity, Equity and Inclusion. During the year under review, the Company won Tea Golden Leaf India Awards 2021 for Upper Surianalle Tea Factory & Lockhart Tea Factory in Munnar, Achoor Tea Factory, Wayanad and Wentworth Tea Factory for Nilgiri- Wayanad. . The Company has won the Kerala State Safety Awards 2020 by Department of Factories & Boilers, Government of Kerala for Upper Surianalle Tea Factory, Munnar. The Company's Mundakayam Estate received certificate from Government of Kerala for being fully complaint with green protocol.

18. Directors' Responsibility Statement

In terms of clause (c) of sub-section (3) and sub-section (5) of Section 134 of the Companies Act, 2013, the Directors of the Company hereby state and confirm that:

(i) In the preparation of annual accounts for the financial year ended March 31, 2021, the applicable accounting standards have been followed, along with proper explanation relating to material departures if any;

(ii) we have selected such accounting policies and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit for the period from April 1, 2020 to March 31, 2021

(iii) we had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) The Directors had prepared the annual accounts for the financial year ended March 31, 2021 on a going concern basis;

(v) Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

19. Industrial Relations

Plantation is highly labour intensive and your Company considers people as its biggest assets. The welfare and wellbeing of workers are monitored closely. Industrial relations remained cordial throughout the year

20. Internal Control Systems & their Adequacy

Notes on Internal financial control and its adequacy forms part of Management Discussion and Analysis Report.

21. Other Disclosure:

Extract of annual return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2021 is available on the website of the Company at the link :www.harrisonsmalayalam.com

Whistle Blower Policy / Vigil Mechanism

Pursuant to Section 177 of the Companies Act, 2013 the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 with the Stock Exchanges, the Company has established a Whistle Blower Policy (Vigil Mechanism) to deal with instances of fraud and mismanagement if any. The policy has been uploaded on the Company's website https://www.harrisonsmalayalam.com/investor_info.htm

Corporate Social Responsibility

In accordance with Section 135 of the Act and the rules made thereunder, the Company has formulated a Corporate Social Responsibility Policy. However the company does not have any three year average profit and hence not required to incur any expenditure on Corporate Social Responsibility under the provisions of the Act. The members of the Committee are Mr. Golam Momen, Mr. P Rajagopalan and Mr. C Vinayaraghavan. The details of CSR Committee is detailed in Corporate Governance Report. The CSR Policy can be accessed at the website of the Company at link https://www.harrisonsmalayalam.com/investor_info.htm .The details of CSR activities voluntary undertaken is annexed to this report as 'G'

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 covering all employees of the Company. Internal complaints committee set up for the purpose have received one complaint for redressal during the year and there are no complaints which were required to be disposed off or pending as at the end of the financial year. Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Committees of the Board

Currently, the Board has five committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, and the Risk Management Committee. A detailed note on the composition of the Board and its Committees is provided in the Corporate Governance Report annexed to this Report

There have been no situations where the Board has not accepted any recommendation of the Audit Committee.

Secretarial Standards

The Institute of Company Secretaries of India has currently mandated compliance with the Secretarial Standards on board meetings and general meetings, as revised w.e.f. October 1, 2017. During the year under review, the Company has complied with the applicable Secretarial Standards.

Risk Management

Risk Management is the process of identification, assessment and prioritisation of risks followed by coordinated efforts to minimise, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximise the realisation of opportunities.

The Company has adopted a Risk Management Policy in accordance with the provisions of the Companies Act 2013 and in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Related Party Transactions

All Related Party Transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Hence, the provisions of Section 188 of the Act are not attracted. Thus, disclosure in Form AOC-2 is not required. Further, there are no materially significant Related Party Transactions during the year under review made by the Company with its Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee for approval.

The Policy on Related Party Transactions duly approved by the Board of Directors of the Company is posted on the Company's website and may be accessed at the link: https://www.harrisonsmalayalam.com/investor_info.htm

Key Managerial Personnel and Employees

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 is marked as 'Annexure H', which is annexed hereto and forms a part of the Board's Report.

Business Responsibility Reporting

As required under Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Business Responsibility Report forms part of the Directors' Report and is enclosed as separate Annexure I

Acknowledgements

The Board wishes to place on record its sincere appreciation for the continued assistance and support extended to the Company by its customers, vendors, bankers, Government authorities and employees.

Your Directors are also grateful for your continued encouragement and support.

On behalf of the Board of Directors

	Venkitraman Anand	**Cherian M. George**
Place : Kochi	Whole Time Director	Whole Time Director
Date : August 12, 2021	(DIN: 07446834)	(DIN: 07916123)

PARTICULARS AS REQUIRED UNDER SECTION 134(M) OF THE COMPANIES ACT, 2013

(ANNEXURE 'A' TO THE DIRECTORS' REPORT)

Pursuant to Rule 8(3) of the Companies (Accounts) Rules, 2014, particulars of Conservation of Energy, Technology Absorption etc. for the year ended March 31, 2021 are given below.

A) Conservation of Energy

i) Steps taken or impact on conservation of energy:

The significant energy conservation measures undertaken by the Company during the year were Introduction of transparent roofing in factories to get day light to reduce lighting electricity consumption. This initiative started during the previous year and is being implemented in a phased manner across all factories. Power factor improvement is another step taken in factories by addition of suitable capacitors. AMC introduced for the heater units in factories to ensure the operational efficiency. Heater unit hot water line de-scalling is done as per the norms to have energy efficiency. All new motors procured in factories are EE type, which will contribute towards energy consumption reduction. Maintenance cost reduction initiatives are taken up in factories by standardization of spares and lubricants. All tea estate operations, factory operations and warehouse activities are sustainability certified & are certified from SAN Rainforest Alliance, UTZ and Trustea. Achoor factory is ISO9001-2015 certified. Soil conservation activities are initiated in all estates by means of green fencing and by planting Vettiver along the boundary hedges. 15% of every tea estate area get covered up with vettiver during each season. Tree planting is done extensively across estates to contribute towards low carbon footprint. Water conservation initiatives focus towards making of earthen buds and small check dams. These activities are supported by the local self-governments also. Water collection ponds are being made in open spaces to collect water. Trenches are made in fields with lock-and-spill arrangement to collect rain water. Old pipe lines are being replaced with new HDPE hoses to arrest wastage of water. Additional water storage tanks from natural, gravity sources have been installed for the estate employees and factory requirements. Utilizing fuel wood from sustainable sources within the estate to reduce dependency on fossil fuels

ii) Steps taken by the Company to utilize alternate sources of energy

The Company uses environment friendly briquettes made from agri-waste in its factories. Trenching in tea fields is used for water harvesting. Earthen dams are built in all tea estate for water harvesting.

B) Technology Absorption

i) Efforts made towards technology absorption and benefits derived thereupon

Fuel saving is achieved by using hot water generator. Conventional steel chimneys in tea factories would be replaced with concrete chimneys in a phased manner. This would reduce the maintenance costs. Replacing the existing bulbs/ lamps with energy efficient LED lamps across all factories, offices and bungalows in a phased manner would help reduce electricity consumption and thereby power cost.

ii) Expenditure incurred on R & D

We have initiated studies and are trying to move into the area of biotechnology away from chemistry and biochemistry which will entail a greener foot print. Trials are being conducted using enzymes and beneficial microbes to replace acids and other chemicals. We have achieved partial success in area of de-proteinisation chemistry and work in this direction is going on.

C) Foreign Exchange earnings and Outgo

During the year 2020-21, the foreign exchange earned in terms of actual inflows was ₹ 4,183.42 lakhs and foreign exchange outgo in terms of actual outflow was ₹ 21.92 lakhs.

FORM A (FORMING PART OF ANNEXURE 'A')
POWER AND FUEL CONSUMPTION

			TEA		RUBBER	
			Twelve months ended	Twelve months ended	**Twelve months ended**	Twelve months ended
			31.03.2021	31.03.2020	**31.03.2021**	31.03.2020
1.	**ELECTRICITY**					
	(a) Purchased					
	Units	(KWH)	**9542787**	9303611	**1463957**	1351981
	Total Amount	(₹)	**72212651**	72236028	**11583232**	10233582
	Rate/Unit	(₹ /KWH)	**7.57**	7.76	**7.91**	7.57
	(b) Own Generation					
	Through Diesel Generator					-
	Units	(KWH)	**440302**	561916	**55834**	79989
	Units per litre of Diesel Oil	(KWH)	**2.63**	2.65	**2.60**	2.18
	Fuel - Cost/Unit	(₹ /KWH)	**28.90**	26.74	**30.41**	32.33
2.	**FIREWOOD**					
	Total Quantity of Firewood	(Cu.Mtr)	**50160**	36681	**2042**	2283
	Total Amount	(₹)	**64471108**	48245186	**1592787**	2250223
	Rate/Cu.Mtr	(₹)	**1285**	1315	**779.86**	986
3.	**OTHERS**					
	HSD Oil for Transport & Material Handling etc.					
	Quantity	(K.Ltr)	**86.00**	91.66	**55.64**	84.13
	Total Cost	(₹)	**6594417**	6645357	**4284617**	5884383
	Rate/Unit Cost	(₹ /K.Ltr	**76347**	72504	**77010**	69946
	Consumption per Unit of Production					
	Products					
	TEA/RUBBER	(Kgs.)	**14095564**	13762979	**7100805**	5953715
	Energy Used:					
	Electricity (incl. own generation)	(KWH/Kg)	**0.71**	0.72	**0.22**	0.25
	Briquetted Fuel	(Kgs.)	**3041132**	5300486	**-**	-
	Firewood	(Kgs.)	**-**		**-**	-
	Coconut Shells	(Kgs.)	**-**	-		-
	Coal	(Kgs.)	**4250**	3952	**-**	-
	Wood Waste	(Kgs.)	**-**		**-**	-

MANAGEMENT DISCUSSION AND ANALYSIS REPORT
(ANNEXURE 'B' TO THE DIRECTORS' REPORT)

OVERVIEW

TEA

India is the largest producer and consumer of black tea in the world. India ranks 2nd in world tea production with a share of 23% and is the 4th largest tea exporters with a share of 13%. On an average 18% of the total production is exported and the balance 82% is available for domestic consumption. During the current year 2020-21, in view of the restrictions due to COVID-19 followed by floods in the major tea growing regions in India, the tea production is estimated to fall by 10 - 12%.Based on the provisional data of production, the cumulative tea production during 2020-21 (April-September) arrives at 782.56 million kg. It is expected that the tea production for 2020-21 will be around 1240-1250 million kg.

During the current financial year 2020-21 (April-August), the provisional tea exports stood at 79.65 million kg, with a FOB value of ₹ 1892.16 Crore as compared to 100.15 million kg, and FOB value of ₹ 2340.58 Crore of the corresponding period last year, a decline of 15.18 million kg in quantity (19.56%) and ₹ 383.03 Crore in value (21.23%). The decline in tea production and logistical challenges due to COVID-19 pandemic is likely to affect tea exports. It is expected that the tea exports for 2020-21 will be around 210-215 million kg.(Source :Annual Report of Department of Commerce)

Outlook

India have lost market share to Kenya as the latter had bumper production and gained from low selling prices. Iran, which accounts for 50% of Orthodox tea, is having payment issues and is not buying with the same vigour. The situation may continue till US lifts sanctions on Iran. In the domestic market too, the pandemic has impacted production badly, the movement restriction due to lockdown has also pushed down sales. Moreover, out of home consumption, such as hotel, restaurant and catering has declined.

The production and export of tea was impacted badly by the covid- 19 pandemic and due to inclement weather and high prices. . We expect outlook of tea to improve after situation of pandemic returns to normalcy. Enhanced vaccination among people and easing of lockdown restriction will further help in boosting of demand and consumption as at present out of home consumption namely hotel, restaurant and catering has reduced. The Company produces premium quality teas and will gain from increase in average realisation of quality teas

OVERVIEW

Rubber

The Indian Rubber Industry is broadly divided into Tyre and Non Tyre Sectors. India is the 5th largest producer of natural rubber, 2nd largest consumer of natural rubber, 5th largest consumer of natural rubber and synthetic rubber together in the world. India is also the world's largest manufacturer of reclaimed rubber. The turnover of Rubber Industry is estimated to be approx ₹ 85000 Cr which comprise of ₹ 55000 crore from Tyre Industry and 30,000 crore (Non Tyre including latex industry) during 2020-21. The estimated export of rubber goods during 2020-21 is ₹ 8252 crore as against ₹ 8921 crore in 2019-20. The estimated import of rubber goods during 2020-21 is ₹ 12908 crore as against 14446 cores in 2019-20.(Source :Annual Report of DPIIT)

Outlook

As per the report of Association of Natural Rubber Producing Countries (ANRPC) the World Bank has revised upward its projection for the global economy for 2021 from 4.0% in January 2021 to 5.6% in its recent release, Global Economics Prospects. The improved projection is mainly driven by the recovery observed in major economies. The world is still facing difficulty in balancing between the need to support the recovery while safeguarding the fiscal sustainability.

The global outlook of Natural Rubber (NR) projected for 2021 is relatively balanced from the past, however, NR market recovery is still subject to several factors such as diseases faced by the NR producing countries, and other external factors such as emergence of Covid-19 outbreak of new variant, vaccines supply access and vaccination rollout programme in respective countries. .

We expect outlook of rubber to improve on account of demand from health care and automobile industry. We expect demand of rubber from automobile industry to improve further on account of increase in preference of vehicles for personal mobility. Increase in the pace of vaccination and easing of lockdown restriction will also support the economy to revive fast, which will further boost the demand. The initiatives taken by various governments are also expected to help the economy to recover fast post covid.

OPPORTUNITIES AND THREATS

Tea and Rubber plantation is dependent on the vagaries of nature, to combat this we continuously improve our methods in harvesting methodology. It is also labour intensive and subject to stringent labour laws. High labour cost, social cost, high infrastructure cost and rising energy and other input costs remain its major problems. Shortage of labour during peak season in some pockets and rising labour cost is also a cause for concern. These problems will be addressed by improving labour productivity through mechanisation and various other initiatives.

Your Company's strategy, keeping in mind the macro trends, is to continually better its performance by driving innovation to deliver differentiation through existing and new products and by moving up the value chain and reducing cost. With the expected stabilisation of rubber prices and HML achieving better volumes in both tea and rubber through, own and bought operations, the Company should be able to further improve its performance. The Company is adopting best agricultural practices to improve both volumes of tea and rubber crops

INTERNAL CONTROL SYSTEM

HML has in place an adequate Internal Control system commensurate to its size and nature of operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safe guarding the assets from unauthorized use or loss, extending transactions with proper operation and ensuring compliance of corporate policies. Internal Control is supplemented by regular management review, documented policies and procedures, as also internal audits. The Company has an Audit Committee, details of which have been provided in the Corporate Governance report. The Audit Committee reviews Audit Reports submitted by Internal Auditors. Suggestions for improvement are considered and the Audit Committee follows up implementation of corrective actions. The Committee also meets the Company's statutory auditors to ascertain their views on the adequacy of internal control systems in the Company and keeps the Board informed of its major observations from time to time.

HUMAN RESOURCES

HML employs about 9,750 number of employees at its tea and rubber plantations. During the year under review the Company secured place in the Asia's Best Workplaces List 2021 and was ranked 16- in Asia's Best Workplaces List 2021. The Company secured 6th place in India's Best companies to work for in 2021 in the survey conducted by Great Place To Work Institute and Economic Times. A brief write up on the same is annexed to this report. The Company would like to record its appreciation to its employees and their whole hearted support and cooperation during these difficult periods.

Finance

The total income during the year stood at ₹ 45,393.93 Lakhs. EBITDA (Earnings Before Interest, Tax, and Depreciation) was at a profit of ₹ 5,814.75 Lakhs. The Profit Before Tax was at ₹ 4,044.59 Lakhs.

Key Financial Ratios	**2020-21**	2019-20
Debtors Turnover Ratio	**37.46**	43.60
Inventory Turnover Ratio	**8.72**	8.45
Interest Coverage Ratio	**3.97**	1.58
Current Ratio	**0.49**	0.47
Debt Equity Ratio	**0.83**	1.44
Operating Profit Margin (%)	**11.87%**	6.37%
Net Profit Margin (%)	**8.91%**	2.58%
Return on Net Worth	**35.12%**	11.75%

Significant changes in the above ratios are on account of the higher profits, primarily on account of higher production and prices in both Tea and Rubber.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations are "forward looking statements" within the meaning of applicable securities laws and regulations. Actual result could defer materially from those expressed or implied. Significant factors that could make a difference to the Company's operations include domestic and internal economic conditions affecting demand and supply, commodity prices, changes in Government regulations, tax regimes and other statutes. Market data and product information contained in this Report have been based on information gathered from various published and unpublished reports and their accuracy, reliability and completeness cannot always be assured.

PEOPLE POWER AT HARRISONS

The war against Covid-19 is on and is yet to be won with vaccines as our weapons. It is also the second year which is rapidly transforming our workplaces, our business models, and what our next normal will look like. An amalgamated mix of WFH, remote work, and hybrid work is transforming our work models and along with that the capabilities required to thrive in these new systems.

The way our employees worked and responded during this time of crisis is absolutely appreciated and was inspiring seeing each one rising to the occasion with agility, flexibility, courage and a caring heart.

HML has featured in the Asia's Best Work Places with rank#16 and has been recognized as Rank#6 in India's Best Companies to Work for - 2021 by the survey conducted by Great Place to Work Institute and The Economic Times. Diversity & Inclusion practices followed at HML has made HML feature in the Top 50 India's Best Workplaces for Women 2021 list. HML is the first Kerala based company to feature in the Top-10 List published by Great Place to Work Institute and is a front runner, ever since we started participating in the competition from 2014.

The Trust, Pride & Camaraderie levels have reinforced during this pandemic. The virtual Celebrations/ engagements, virtual communication meetings, virtual Trade Union interactions all played a crucial role in keeping the spirits high. We believe our culture of open & transparent communication and resilience has brought various recognitions. Considering the values, culture and the HR Practices followed at HML, we are sure to sustain and improve our employee experience and happiness levels of all stake holders at HML. Recognitions during the crisis times bring in lot of confidence and rigor in our forward journey

Employees look to organizations for holistic support –physical, financial and mental well-being through various initiatives especially during a crisis. The Trust factor was further strengthened with Leadership effectiveness, proactive communication which shares open and transparent information to employees. Series of happiness initiatives keeping the engagement levels of employees high and suitable learning interventions which keep the developing quest tickled for employees also has underwired the Trust factor.

"Crisis brings people closer. We have been together day in and day out during the pandemic holding hands, taking care, helping each other & protecting our families and community around. Recognition by GPTW is endorsement of the strong values and culture which we follow at HML"

REPORT ON CORPORATE GOVERNANCE (ANNEXURE 'C' TO DIRECTORS' REPORT)

The Company's policy on Corporate Governance emphasises on conducting its operations effectively and meeting its obligations towards its various shareholders and to the society at large. The Company endeavours to produce quality products that consistently command respect, trust and loyalty by way of sustained efforts in the plantation and adoption of latest technologies. The Company also give due importance to its obligation towards the large work force that it employs in the plantation. The Company runs a business that has human face and values environment, people, product, plantations, practices, customers and shareholders. The company believes in achieving its goal which results in enhancement of shareholders value through transparency, professionalization and accountability.

HML is in compliance with the Corporate Governance guidelines as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

BOARD OF DIRECTORS

Composition of the Board

As on March 31, 2021, HML's Board of Directors consists of eight Directors, of which four are Independent Directors, including one Independent Woman Director. There are two Non-Executive Non-Independent Directors and two Whole Time Directors. The composition of the Board satisfies the requirements of Section 149 of the Companies Act, 2013 ("the Act") and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Composition & Category of Directors

The Company has an optimum combination of executive and non-executive directors. As on March 31, 2021, the Company has 8 directors and the composition of the Board of Directors is as provided herein. In terms of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), at least 50% of the Board should comprise of non-executive Independent Directors with at least one woman director. The non-executive Independent Directors constitute 50% of the Board as at March 31, 2021. None of the Directors are related to each other.

NUMBER OF BOARD MEETINGS

In 2020-21, the Board of the Company met seven times, on 20.04.2020, 26.06.2020, 21.08.2020, 24.09.2020, 12.11.2020, 11.02.2021 and 26.03.2021. The maximum gap between any two Board meetings was less than one hundred and twenty days.

DIRECTORS' ATTENDANCE RECORD AND DIRECTORSHIPS

Table 1 details the composition and the attendance record of the Board of Directors. None of the Directors is a member of more than ten Board-level Committees of public companies in which they are Directors, nor is Chairman of more than five such Committees.

Table1: Composition of the Board of Directors as on March 31, 2021 is stated below

Name of Director	Category	No. of Directorships and Committee memberships / Chairmanships in Indian public companies including this Co.			Attendance particulars		
		Director 1	Member 2	Chairman 3	No. of Board Meetings held	No. of Board Meetings attended	Attendance at last AGM
Mr.Venkitraman Anand	Whole Time Director	1	0	0	7	7	Yes
Mr. Cherian M. George	Whole Time Director	4	0	0	7	7	Yes
Mr. G. Momen	Non Executive Independent	6	6	2	7	6	No
Mr.P Rajagopalan	Non Executive Independent	2	0	0	7	7	Yes
Mr. J M Kothary	Non Executive Independent	4	2	2	7	6	No
Ms. Rusha Mitra	Non Executive Independent	8	1	1	7	2	No
Ms. Kusum Dadoo*	Non Executive Independent	1	0	0	7	5	Yes
Mr. Kaushik Roy	Non Executive Non Independent	4	1	0	7	6	Yes
Mr. C. Vinayaraghavan	Non Executive Non Independent	6	0	0	7	7	Yes

Notes:

1. The Directorships held by Directors in Table 1 do not include alternate directorships and directorships of foreign companies, Section 8 and One Person Companies and Private Limited Companies.

2. In accordance with Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Memberships/ Chairmanships of only the Audit Committees and Stakeholders Relationship Committees of all public limited companies have been considered.

3. Mr.C Vinayaraghavan Additional Director was appointed as Director in the AGM held on 24.09.2020

4. Ms. Kusum Dadoo resigned from the Board on 04.02.2021

5. Ms. Rusha Mitra was appointed to the Board on 11.02.2021

Details of Directorship(s) / Committee membership(s) / Chairmanship(s) held by Directors as on March 31, 2021, are as under:

Name of the Director	Directorships in public companies		Committee position		Name of the listed companies	Category of directorship in listed companies
	Listed	Unlisted	Membership (including chairmanship)	Chairmanship		
Golam Momen	5	1	8	2	1.Harrisons Malayalam Ltd. 2.Baghmari Tea Co. Ltd. 3.The Scottish Assam (India) Ltd 4.Kanco Tea & Industries Ltd. 5.Bengal Tea & Fabrics Ltd.	Independent Independent Independent Independent Independent
J.M. Kothary	2	2	4	2	1.Harrisons Malayalam Ltd. 2. Indian Card Clothing Co. Ltd.	Independent Independent
Rusha Mitra	6	2	2	1	1.Harrisons Malayalam Ltd. 2.Naga Dhunseri Group Ltd 3.Lux Industries Ltd 4.Philips Carbon Black Ltd 5.GKW Ltd 6.Texmaco Rail & Engg Ltd	Independent Independent Independent Independent Independent Independent
Kaushik Roy	3	1	1	-	1.Harrisons Malayalam Ltd. 2.Philips Carbon Black Ltd. 3.STEL Holdings Ltd.	Non Exe. Non Independent Executive Non Exe Non Independent
P. Rajagopalan	1	1	-	-	Harrisons Malayalam Ltd	Independent
Cherian M. George	1	3	-	-	Harrisons Malayalam Ltd.	Executive Whole Time Director
Venkitraman Anand	1	0	-	-	Harrisons Malayalam Ltd	Executive Whole Time Director
C. Vinayaraghavan	1	5	-	-	Harrisons Malayalam Ltd	Non Exe Non Independent

Notes:

1. Directorships held by Directors in the afore-mentioned Table do not include Private Limited Companies, Foreign Companies, Section 8 Companies, Alternate Directorships and One Person Companies. All the Public Limited Companies, whether listed or not, have been considered in the afore-mentioned Table.

2. Memberships / Chairmanships of only the Audit Committee and the Stakeholders' Relationship Committee of the public limited companies, whether listed or not, have been considered. All other companies including private limited companies, foreign companies and companies under Section 8 of the Act have been excluded.

SEPARATE MEETINGS OF INDEPENDENT DIRECTORS

During 2020-21, the Independent Directors met on March 27, 2021 in order to, inter alia, review the performance of non-independent directors including that of the Chairman taking into account the views of the executive and non-executive directors; assess the quality, quantity and timelines of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties and other related matters. All the independent directors attended the said meeting.

The details of the familiarisation programme is disclosed on the Company's website at www.harrisonsmalayalam.com

THE FOLLOWING IS THE LIST OF CORE SKILLS/EXPERTISE/ COMPETENCIES IDENTIFIED BY THE BOARD OF DIRECTORS AS REQUIRED IN THE CONTEXT OF ITS BUSINESS(ES) AND SECTOR(S) FOR IT TO FUNCTION EFFECTIVELY AND THOSE ACTUALLY AVAILABLE WITH THE BOARD:

The brief profiles of Directors forming part of this Annual Report gives an insight into the education, expertise, skills and experience of the Directors, thus bringing in diversity to the Board's perspectives.

In terms of the requirement of the Listing Regulations, the Board has identified the core skills/expertise/ competencies of the Directors in the context of the Company's business which are vital for effective functioning and as available with the Board are as follows:

	GM	RM	JM	PR	KR	VA	CMG	CVR
Knowledge - understand the Company's business, (policies, and culture major risks and threats and potential opportunities) and knowledge of the industry in which the Company operates,	Y	Y	Y	Y	Y	Y	Y	Y
Technical/Professional skills and specialized knowledge to assist the ongoing aspects of the business.	Y	Y	Y	Y	Y	Y	Y	Y
Accounting/Finance/Legal	Y	Y	Y	Y	Y	Y	Y	Y
CEO/Senior Management Experience	Y	-	Y	Y	Y	Y	Y	Y
Plantations Business Experience	Y	-	Y	Y	Y	Y	Y	Y
General Management and Business Operations	Y	-	Y	Y	Y	Y	Y	Y

Note: GM-Golam Momen,RM-Rusha Mitra,JM- J M Kothary,KR-Kaushik Roy,VA-Venkitraman Anand, PR- P. Rajagopalan

CMG-Cherian M George, CVR-C Vinayaraghavan,Y -Yes

RELATED PARTY TRANSACTIONS

Details of transactions of a material nature with any of the related parties as specified in Indian Accounting Standard (AS) 24 issued by the Institute of Chartered Accountants of India are disclosed in Note 38 to the financial statements for the year 2020-21. There has been no transaction of a material nature with any of the related parties which was in conflict with the interests of the Company. There has been no material pecuniary relationship or transaction between the Company and its non-executive Directors during the year. The Company's policy on dealing with Related Party Transactions is available at the Company's website www.harrisonsmalayalam.com

INFORMATION SUPPLIED TO THE BOARD

The Directors are presented with detailed notes along with the agenda papers well in advance of their meeting. Necessary information as required under the statute and in line with the guidelines on Corporate Governance are placed before and reviewed by the Board. The Board periodically reviews compliance reports prepared by the Company regarding all laws applicable to the Company, as well as steps taken to rectify instances of non-compliance, if any.

Important operational matters are brought to the notice of the Board at its meetings held from time to time.

CODE OF CONDUCT

The Code of Business Conduct and Ethics relating to matters concerning Board members and Senior Management Officers and their duties and responsibilities has been meticulously followed. All Directors and Senior Management Officers have affirmed compliance of the provisions of the Code during the year 2020-21 and a declaration from the Whole Time Directors to that effect is given at the end of this report. The code is available on the Company's website www.harrisonsmalayalam.com

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

As on March 31, 2021, Audit Committee consist of Mr. Golam Momen, Mr. J.M. Kothary and Ms. Rusha Mitra. Ms. Rusha Mitra, Independent Director, is the Chairperson of the Committee. All members of the Audit Committee have accounting and financial management expertise.

The Committee met four times during the course of the financial year on 26.06.2020, 21.08.2020, 12.11.2020 and 11.02.2021.

Table 2: Attendance record of Audit Committee members for 2020-21

Name of Members	Status	Category	No. of Meetings	
			Held	Attended
Ms. Rusha Mitra*	Chairperson	Independent	4	0
Mr. G. Momen	Member	Independent	4	4
Mr. J.M. Kothary	Member	Independent	4	4
Ms. Kusum Dadoo*	Chairperson	Independent	4	3

Ms. Kusum Dadoo resigned from the committee w.e.f. 04.02.2021
Ms. Rusha Mitra was appointed in the committee w.e.f. 11.02.2021

The chief of finance and representatives of the statutory auditors are invitees to the Audit Committee meetings. The Audit Committee also invites the cost auditor and internal auditor in case of necessity. The Company Secretary is the Secretary to the Committee.

The functions of the Audit Committee of the Company include the following:

1. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
2. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
    a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134 of the Act.
    b) Changes, if any, in accounting policies and practices and reason for the same.
    c) Major accounting entries involving estimates based on the exercise of judgment by management.
    d) Significant adjustments made in the financial statements arising out of audit findings.
    e) Compliance with listing and other legal requirements relating to financial statements.
    f) Disclosure of any related party transactions.
    g) Qualifications in the draft audit report, if any.
3. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
4. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
5. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
6. Discussion with internal auditors any significant findings and follow up thereon.
7. Investigating into any matter in relation to the items specified in the terms of reference and reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
8. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
9. Reviewing the Company's risk management policies.
10. Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
11. Carrying out any other function as required in accordance with SEBI Listing Regulations and the Companies Act 2013.

The auditors and the key managerial personnel have a right to be heard in the meetings of the Audit Committee when it considers the auditor's report.

The Audit Committee is empowered, pursuant to its terms of reference, to:

a) Investigate any activity within its terms of reference and to seek any information it requires from any employee.

b) Obtain professional advice from external sources to carry on any investigation and have full access to information contained in the records of the company.

c) Discuss any related issues with the internal and statutory auditors and the management of the company.

d) Review and monitor the auditor's independence and performance, and effectiveness of audit process.

e) Approve subsequent modification of transactions of the Company with related parties.

f) Scrutinize the inter-corporate loans and investments and evaluate internal financial controls and risk management systems.

g) Oversee the vigil mechanism / whistle blower policy of the Company.

The Company has systems and procedures in place to ensure that the Audit Committee mandatorily reviews:

- Management discussion and analysis of financial condition and results of operations.
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management.
- Management letters / letters of internal control weaknesses issued by the statutory auditors.
- Internal audit reports relating to internal control weaknesses.
- The appointment, removal and terms of remuneration of the internal auditor.
- Whenever applicable, monitoring end use of funds raised through public issues, rights issues, and preferential issues by major category (capital expenditure, sales and marketing, working capital etc.) as part of the quarterly declaration of financial results.

In addition, the Audit Committee of the Board is also empowered to review the financial statements, in particular, the investments made by the unlisted subsidiary companies, in view of the requirements under Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. No person has been denied access to the Committee.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee looks into redressal of grievances of shareholders and other security holders such as transfer of shares, issue of share certificates, non-receipt of Annual Report and non-receipt of declared dividends.

The Stakeholders Relationship Committee comprises of Mr.G. Momen, Ms.Rusha Mitra, and Mr J.M. Kothary. Mr. G. Momen is the Chairman of the Committee. The Committee met once during the year on 27.03.2021 Table 3 gives the details of attendance.

Table 3: Attendance record of Stakeholder Relationship Committee for 2020-21

Name of Members	Status	Category	No. of Meetings	
			Held	Attended
Mr. G. Momen	Chairman	Independent	1	1
Mr. J.M. Kothary	Member	Independent	1	1
Ms. Kusum Dadoo*	Member	Independent	1	0
Ms. Rusha Mitra*	Member	Independent	1	1

Ms. Kusum Dadoo resigned from the committee w.e.f. 04.02.2021
Ms. Rusha Mitra was appointed in the committee w.e.f. 11.02.2021

For expediting the process of registration of transfers of the Company's securities, the Board has delegated the power of approving share transfers and for dealing with matters connected therewith to a committee comprising of Senior Manager Legal, Chief Financial Officers and the Company Secretary, who is also the Compliance Officer. The delegated authority attends to share transfer formalities at least once a fortnight. The Company Secretary Mr. Binu Thomas is the Secretary of Committee.

NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee comprises of Ms. Rusha Mitra, Mr.Golam Momen and Mr. J.M. Kothary. Ms. Rusha Mitra is the Chairperson of the Nomination & Remuneration Committee.

The role of the Committee, inter-alia, includes

- Identify persons qualified to become directors or hold senior management positions and advise the Board for such appointments/removals where necessary;
- Formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of directors, key managerial personnel and other employees;
- Evaluate the performance of every director;
- Devise a policy on Board diversity.

In accordance with the recommendation of the Committee, the Company has since formulated a Remuneration Policy for directors, key managerial personnel, senior management personnel and other employees of the Company. The Committee is responsible for recommending the fixation and periodic revision of remuneration of the Manager and Whole Time Director of the Company. The performance evaluation criteria for non-executive including Independent Directors laid down by the Committee and taken on record by the Board include:

a. Attendance and participation in the Meetings

b. Preparedness for the Meetings

c. Understanding of the Company and the external environment in which it operates and contributes to strategic direction

d. Raising of valid concerns to the Board and constructive contribution to issues and active participation at meetings.

e. Engaging with and challenging the management team without being confrontational or obstructionist

During the year, the Committee met on 27.01.2021. Table gives the details of attendance:.

Name of Members	Status	Category	No. of Meetings	
			Held	Attended
Ms. Kusum Dadoo*	Chairperson	Independent	1	1
Mr. Golam Momen	Member	Independent	1	1
Mr. J.M. Kothary	Member	Independent	1	1
Ms.Rusha Mitra*	Chairperson	Independent	1	0

* Ms. Kusum Dadoo resigned w.e.f 4.02.2021
Ms. Rusha Mitra appointed in the committee w.e.f 11.02.2021

DIRECTORS'/MANAGER'S REMUNERATION

Payment of remuneration to the Whole Time Director(s) / Manager is governed by the agreements executed between them and the Company and are governed by Board and shareholders' resolutions. The remuneration structure comprises of salary, variable pay, perquisites and allowances and retirement benefits in the form of superannuation and gratuity. The details of all remuneration paid or payable to the Directors / Manager have been given below:

₹ in lakhs

Name of the Director	Salary & Perquisites	Sitting Fees	Total
Mr. G. Momen	-	1.60	1.60
Mr. P. Rajagopalan	-	1.40	1.40
Mr. J.M. Kothary	-	1.60	1.60
Ms. Kusum Dadoo	-	1.30	1.30
Mr. Kaushik Roy	-	1.20	1.20
Ms. Rusha Mitra	-	0.40	0.40
Mr. C. Vinayaraghavan	-	1.40	1.40
Mr. Venkitraman Anand	90.51	-	90.51
Mr. Cherian M. George	47.83	-	47.83
Mr. V. Venugopal– Manager	18.83	-	18.83

The breakups of Salary & Perquisites are stated below:

Mr. Venkitraman Anand, Whole Time Director ₹ in lacs

Basic Salary	Other allowance	Perquisites	Retirement Benefits	Total
36.82	43.75	-	9.94	90.51

Mr. Cherian M. George, Whole Time Director ₹ in lacs

Basic Salary	Other allowance	Perquisites	Retirement Benefits	Total
17.67	25.39	-	4.77	47.83

Mr. V. Venugopal, Manager ₹ in lacs

Basic Salary	Other allowance	Perquisites	Retirement Benefits	Total
10.13	5.96	-	2.74	18.83

Shares held by Non-Executive Directors:

As on March 31, 2021, Mr. Golam Momen holds 560 shares and Mr. C. Vinayarahavan holds 350 shares. No other Director holds equity shares in HML. The Company has not issued any convertible instruments as on March 31, 2021, no convertible instruments of the Company are outstanding.

RISK MANAGEMENT COMMITTEE

The Risk Management Committee of the Board is comprised of Mr. Cherian M. George, Mr.Venkitraman Anand, Mr. Ravi A. and Mr.Sajish George The roles and responsibilities of the committee are as prescribed under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended from time to time, and includes monitoring and review of the risk management plan and reporting the same to the Board of Directors periodically as it may deem fit, in addition to any other terms as may be referred by the Board, from time to time.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

A Corporate Social Responsibility (CSR) Committee of the Board was constituted on March 25, 2015 to formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the Company and to discharge such other responsibilities as required under the Act and the Rules made thereunder. The members of the Committee as on March 31, 2021 are Mr. G. Momen, Mr. P. Rajagopalan and Mr.C. Vinayaraghavan. The CSR Policy can be accessed at the website of the Company at link https://www.harrisonsmalayalam.com/investor_info.htm

SUBSIDIARY COMPANIES

As on March 31, 2021, HML has two unlisted subsidiaries namely Enchanting Plantations Ltd., Harmony Plantations Ltd. and one step down subsidiary Malayalam Plantations Ltd. The Company does not have any material subsidiary, as defined under Regulation 16 of the Listing Regulations and as prescribed for the purpose of Regulation 24. The Company has however framed a Policy for determining Material Subsidiaries, as required pursuant to the said Regulation 16, which is available at www.harrisonsmalayalam.com. Provisions to the extent applicable as required under 24 of SEBI Listing Regulations, with reference to subsidiary companies, were duly complied with.

During the year under review, the Audit Committee reviewed the financial statements of the subsidiaries and in particular, the investments made by the unlisted subsidiaries, to the extent applicable. Minutes of the board meetings of unlisted subsidiaries as well as a statement of all significant transactions and arrangements entered into by the subsidiary, as applicable, were regularly placed before the Board.

MANAGEMENT

MANAGEMENT DISCUSSION AND ANALYSIS

This annual report has a detailed chapter on Management Discussion and Analysis.

DISCLOSURES BY MANAGEMENT TO THE BOARD

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested Directors do not participate in the discussion nor do they vote on such matters.

DISCLOSURE OF ACCOUNTING CONVENTION IN PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared to comply in all material aspects with the applicable accounting principles in India, including accounting standards notified under Section 133 of the Act and the relevant provisions of the said Act. The financial statements have also been prepared in accordance with relevant presentational requirements of the Act.

CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

Code of Fair Disclosure, Internal Procedures and Conduct for regulating, monitoring and reporting of trading by insiders – has been adopted by the Board, in accordance with SEBI (prohibition of Insider Trading) Regulations, 2015.

The code lays down guidelines, on procedures to be followed and disclosures to be made, while dealing with shares of the Company. The code clearly specifies, among other matters, that Directors and specified employees of the Company can trade in the shares of the Company only during "Trading Window Open Period". The trading window is closed during the time of declaration of results, dividend and material events, as per the Code.

Mr.Binu Thomas, Company Secretary acts as the Compliance Officer to ensure compliance with the requisite approvals on pre-clearance of trade, monitoring of trades and implementation of the Code under the overall supervision of the Board.

WHISTLE BOWLER POLICY/VIGIL POLICY

As required under the Act and Regulation 22 & 46(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has formulated a Whistle Blower Policy for its Directors and permanent employees. Under the Policy, instances of any irregularity, unethical practice and / or misconduct can be reported to the management for appropriate action and no personnel have been denied access to audit committee. Whistle Bowler Policy/Vigil Policy is posted at https://www.harrisonsmalayalam.com/investor_info.htm

ANTI SEXUAL HARASSMENT POLICY

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 covering all employees of the Company. Internal Complaints Committee set up for the purpose did not receive any complaint for redressal during the year.

WTD/CFO CERTIFICATION

The Whole Time Director/CFO certification on the financial statements for the year has been submitted to the Board of Directors, as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Certificate from Mr. Puzhankara Sivakumar, Practising Company Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/ Ministry of Corporate Affairs or any other statutory authority, is annexed to this Report.

FEES PAID ON A CONSOLIDATED BASIS TO THE STATUTORY AUDITOR

The total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm / network entity in which the statutory auditor is a part for the financial year 2020-21 is ₹ 25.46 lakhs.

ACCEPTANCE OF RECOMMENDATIONS OF ANY COMMITTEE OF THE BOARD

All the recommendations made by any Committee of the Board during the financial year 2020-2021 have been duly accepted and taken on record by the Board of Directors of the Company.

SHAREHOLDERS

COMMUNICATION TO SHAREHOLDERS

HML puts forth key information about the Company and its performance, including quarterly results, official news releases and presentations to analysts, on its website www.harrisonsmalayalam.com regularly for the benefit of its shareholders and the public at large.

The quarterly, half yearly and annual results are published in Financial Express (English) and Deshabhimani (Malayalam) newspapers in the form prescribed in Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 with the Stock Exchanges. These results are also displayed in the Company's website www.harrisonsmalayalam.com. Hence, they are not separately sent to the shareholders. However, the Company furnishes the quarterly results on receipt of a request from any shareholder.

INVESTOR GRIEVANCES & SHAREHOLDER REDRESSAL

The Company has appointed a Registrar and Share Transfer Agent, Link Intime India Private Ltd., which is fully equipped to carry out share transfer related activities and redress investor complaints. Mr. Binu Thomas, Company Secretary is the Compliance Officer overseeing the process of redressal of all shareholders' grievances.

DETAILS OF NON-COMPLIANCE BY THE COMPANY

HML has complied with all requirements of the regulatory authorities. No penalties / strictures were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

GENERAL BODY MEETINGS

The date, time and venue of the General Meetings held in last three years are given below:

Sl. No.	AGM	Year	Date	Time	Location
1.	43rd	2020	24.09.2020	11.00 a.m.	Through Video Conferencing/Other Audio Visual Means.
2.	42nd	2019	06.09.2019	11.00 a.m.	Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin – 16
3.	41st	2018	26.09.2018	11.00 a.m.	Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin – 16

All resolutions as set out in the respective notices were duly passed by the shareholders in the meeting.

Details of Special Resolutions passed in the immediately preceding three AGMs:

AGM	Particulars of Special Resolutions passed there at
43rd	No special resolutions passed
42nd	Re-appointment of Mr. Golam Momen as an Independent Director of the Company.
	Re-appointment of Mr.J.M. Kothary as an Independent Director of the Company.
	Continuance of Directorship of Mr. P. Rajagopalan Independent Director of the Company.
	Appointment and payment of Remuneration to Mr. V. Venugopal, Manager of the Company.
41st	Continuance of Directorship of Mr. Golam Momen (DIN:00402662), Independent Director of the Company
	Continuance of Directorship of Mr. J. M. Kothary (DIN: 00015254) Independent Director of the Company
	Appointment and payment of remuneration to Mr. V. Venugopal, Manager

POSTAL BALLOT

No Postal Ballots were conducted during the Financial Year 2020-21

COMPLIANCE

MANDATORY REQUIREMENTS

The Company is fully compliant with the applicable mandatory requirements of Regulation 34 & 53(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

NON-MANDATORY REQUIREMENTS

The details of compliance of the non-mandatory requirements are listed below:
The internal auditor may report directly to the audit committee

SHAREHOLDER RIGHTS – FURNISHING OF QUARTERLY RESULTS

Details of the shareholders' rights in this regard are given in the section 'Communication to Shareholders'.

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a Certificate from a Practicing Company Secretary regarding compliance of conditions of corporate governance. The certificate is annexed to this report.

On behalf of the Board of Directors

	Venkitraman Anand	**Cherian M. George**
Place : Kochi	Whole Time Director	Whole Time Director
Date : August 12, 2021	(DIN: 07446834)	(DIN: 07916123)

ADDITIONAL SHAREHOLDER INFORMATION (ANNEXURE 'D' TO DIRECTORS' REPORT)

ANNUAL GENERAL MEETING

Date	:	September 29, 2021
Time	:	12:00 Noon
Venue	:	AGM is held through VC/OAVM as stated in the Notice of the AGM

FINANCIAL CALENDAR

For the year ended March 31, 2021, results were announced on:

First quarter	:	August 21, 2020
Second quarter	:	November 12, 2020
Third quarter	:	February 11, 2021
Fourth quarter and annual	:	June 10, 2021

For the year ending March 31, 2022, results will be announced on:

Quarter ending June 30, 2021	Within August 14, 2021
Quarter ending September 30, 2021	Within November 14, 2021
Quarter ending December 31, 2021	Within February 14, 2022
Year ending March 31, 2022 (Audited)	Within May 30, 2022

BOOK CLOSURE

The Company's Register of Members and Share Transfer Books will remain from closed from 23.09.2021 (Thursday) to 29.09.2021 (Wednesday) (both days inclusive) for the Annual General Meeting.

DIVIDEND

The Board has not recommended any dividend for the FY 2020-21.

LISTING

Equity shares of HML are listed on the BSE Limited, National Stock Exchange of India Ltd.

STOCK CODES

Stock Exchanges	Stock Code
BSE Ltd., Mumbai (BSE)	500467
National Stock Exchange of India Ltd., Mumbai (NSE)	HARRMALAYA

All listing and custodial fees to the Stock Exchanges and depositories have been paid to the respective institutions.

STOCK DATA AND PERFORMANCE

Table 1 below gives the monthly high and low prices of HML equity shares and the volumes traded at the Bombay Stock Exchange and National Stock Exchange for the year 2020-21.

Table 1: High and low prices at the BSE and NSE

Year –2020/21	BSE		NSE		Volume (Nos.)	
Months	High (₹)	Low (₹)	High (₹)	Low (₹)	BSE	NSE
April	66.90	53.00	66.50	53.00	365390	1618354
May	63.00	55.70	63.40	55.15	334020	1150544
June	86.50	59.05	86.90	59.15	460471	3335180
July	95.45	71.00	95.35	71.25	920315	5777505
August	108.00	88.00	108.35	87.50	1047997	5460208
September	99.00	83.00	99.35	84.15	366384	1354511
October	99.95	87.00	100.00	87.15	132142	1524928

Year –2020/21	BSE		NSE		Volume (Nos.)	
Months	High (₹)	Low (₹)	High (₹)	Low (₹)	BSE	NSE
November	109.75	90.40	109.80	90.15	273836	3228350
December	144.15	92.00	144.95	99.10	447569	6297696
January	135.05	113.65	135.40	114.05	498164	4816646
February	133.40	114.65	133.40	114.50	430927	4102422
March	171.00	130.80	171.20	129.00	1145717	10520908

Source: Website: BSE Ltd.(www.bseindia.com) and The National Stock Exchange of India Ltd. (www.nseindia.com)

Table 2 provides the closing price of HML's equity shares on NSE vis-vis NSE Nifty and BSE Sensex at the last trading day for each month during 2020-21.

Table 2: Performance comparison to NSE Nifty and BSE Sensex

As at close of last trading day for each month	HML's closing price on NSE (₹)	NSE Nifty	BSE Sensex
April 2020	60.25	9859.90	33717.62
May 2020	59.20	9580.30	32424.10
June 2020	71.35	10302.10	34915.80
July 2020	88.35	11073.45	37606.89
August 2020	96.50	11387.50	38628.29
September 2020	92.55	11247.55	38067.93
October 2020	94.60	11642.40	39614.07
November 2020	104.65	12968.95	44149.72
December 2020	118.20	13981.75	47751.33
January 2021	121.15	13634.60	46285.77
February 2021	131.15	14529.15	49099.99
March 2021	139.15	14690.70	49509.15

SHARE TRANSFER AGENTS AND SHARE TRANSFER AND DEMAT SYSTEM

The Company processes share transfers through its Share Transfer Agent whose address is as given below.

M/s. Link Intime India Pvt. Ltd.
Surya, 35, Mayflower Avenue, Behind Senthil Nagar
Sowripalayam Road, Coimbatore – 641028.
Ph. 0422-2314792
E-mail: coimbatore@linkintime.co.in

In compliance with the SEBI circular dated December 27, 2002, requiring share registry in terms of both physical and electronic mode to be maintained at a single point, HML has established direct connections with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the two depositories, through its share transfer agent.

Shares received in physical form are processed and the share certificates are returned within 10 to 15 days from the date of receipt, subject to the documents being complete and valid in all respects.

The Company's equity shares are under compulsory dematerialised trading. Shares held in the dematerialised form are electronically traded in the Depository. The Registrar and the Share Transfer Agent of the Company periodically receives data regarding the beneficiary holdings, so as to enable them to update their records and send all corporate communications, dividend warrants, etc.

As on March 31, 2021, dematerialised shares accounted for 1,79,00,845 number of shares i.e, 97% of total equity. There is no subsisting court order or legal proceedings against HML in any share transfer matter.

Table 3: Number and nature of complaints for 2020-21

No of Investor queries/ complaints received from 01.04.2020 to 31.03.2021	No. of complaints pending at the end of the Financial Year
12	Nil

SHAREHOLDING PATTERN

Table 4 and 5 give the pattern of shareholding by ownership and share class respectively

Table 4: Pattern of shareholding by ownership as on March 31, 2021

Category	Shares held (nos)	% of holding
Promoters Holdings (Indian and Foreign)	9987498	54.12
Mutual Funds	6520	0.04
Banks, Financial Institutions, Insurance Companies and others	2535	0.01
Foreign Institutional Investors	0	0
Non Resident Indians	111451	0.60
Corporate Bodies, Indian Public and others	8347401	45.23
TOTAL	**18455405**	**100.00**

Table 5: Pattern of shareholding by share class as on March 31, 2021

No of Equity Shares held	No of Shareholders	No of shares held	% Shareholding
Up to 500	23330	2542657	13.78
501 to 1000	886	692385	3.75
1001 to 2000	421	626536	3.39
2001 to 3000	127	329406	1.78
3001 to 4000	61	220630	1.20
4001 to 5000	40	189013	1.02
5001 to 10000	96	706870	3.83
10001 and above	82	13147908	71.24
TOTAL	**25043**	**18455405**	**100.00**

PLANT LOCATIONS

Tea Estates: Eleven Estates located in Kerala and two in Tamil Nadu

Rubber Estates: Eleven Estates located in Kerala

INVESTOR CORRESPONDENCE ADDRESS

Company's Registered Office Address	Registrar's Address
Secretarial Department Harrisons Malayalam Ltd. 24/1624, Bristow Road Willingdon Island Cochin-682003 Telephone No: 0484-2668023 E-Mail : secretarial@harrisonsmalayalam.com Website: www.harrisonsmalayalam.com	M/s. Link Intime India Pvt. Ltd. Surya, 35, Mayflower Avenue, Behind Senthil Nagar Sowripalayam Road, Coimbatore – 641028. Ph. 0422-2314792 E-mail: coimbatore@linkintime.co.in

COMPLIANCE OFFICER FOR INVESTOR REDRESSAL

Mr.Binu Thomas, Company Secretary is the Compliance Officer for investor related matters.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

The due dates on which unclaimed dividends lying in the unpaid dividend accounts of the Company would be credited to the IEPF are stated in the table below. Investors are requested to claim their unclaimed dividends before these due dates.

TTable 6: The dates of payment, the due dates for credit to IEPF and the amounts

In ₹

Declared on	Dividend %	Amount lying unpaid / unclaimed as on 31 March 2021 (₹)	Due date for credit to IEPF
26.09.2014	10%	6,00,621	25.10.2021

In terms of Section 124(5) of the Companies Act, 2013, dividend amount for the year ended March 31, 2014, remaining unclaimed for a period of 7 (seven) years shall become due for transfer in October 2021to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Further in terms of Section 124(6) of the Companies Act, 2013, in case of such Members whose dividends are unpaid for a continuous period of 7 (seven) years, the corresponding shares shall be transferred to the IEPF demat account. Members who have not claimed dividends in respect of the Financial Year 2013-14 are requested to approach the Company / Company's RTA for claiming the same as early as possible, to avoid the transfer of the relevant shares to the demat account of the IEPF authority.

During the financial year ended March 31, 2021, the Company, after compliance with the due procedure laid down under Section124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), the Company had transferred ₹ 4.78 lakhs in respect of which dividend has not been claimed for 7 (seven) consecutive years or more, to the Investor Education and Protection Fund ("IEPF Authority"). Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ('IEPF Account')' within a period of thirty days of such shares becoming due to be transferred to the IEPF Account. Accordingly, during the year under review the Company transferred 47405 number of Equity shares of the face value of 10/- each to the IEPF Account on which the dividends remained unpaid or unclaimed for seven consecutive years after following the prescribed procedure. In this regard, the Company has individually informed the Members concerned and also published notice in the newspapers as per the IEPF Rules. The details of such Members and shares transferred are uploaded in the "Investors Relations' Section of the website of the Company viz. www.harrisonsmalayalam.com

Dividend and corresponding shares, as stated above, once transferred to IEPF by the Company, may be claimed only from the IPEF Authority by following the procedure prescribed under the IEPF Rules. Mr. Binu Thomas, Company Secretary is the Nodal Officer of the Company for the purpose of verification of such claims

The Company opened a demat account "Harrisons Malayalam Ltd – Unclaimed Suspense Account" with Stock Holding Corporation Ltd., Ernakulam in the month of March 2014 and 230776 unclaimed shares pertaining to 3346 shareholders have been transferred to this Demat Account. Members who have not claimed their share certificates are requested to immediately approach the Company's Registrars and Share Transfer Agent.

The details of shares in Unclaimed Suspense Account and transferred to shareholders those who have claimed the shares during the period April 1, 2020 to March 31, 2021 are as follows. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

	No. of Shareholders	**No. of Shares**
Aggregate number as on April1, 2020	2025	141067
No. of shareholders who approached the Company / Registrar for transfer of shares from unclaimed Suspense Account during the year.	8	795
No. of shareholder to whom shares were transferred from the Unclaimed Suspense Account during the year.	8	795
Shares Transferred to IEPF	162	11317
Aggregate number as on March 31, 2021	1855	128955

Outstanding GDRs/ADRs/Warrants/Any other Convertible Instruments:

The Company do not have any outstanding GDRs/ADRs/Warrants/Any other Convertible Instruments as on March 31, 2021.

Commodity Price Risk or Foreign Exchange Risk and hedging activities:

The Company contemplates derivative financial instruments such as forward exchange contracts currency swap etc. to hedge its risks associated with commodity price fluctuations and foreign currency fluctuations relating to the underlying transactions and firm commitment.

DECLARATION – CODE OF CONDUCT

All Board members and Senior Management Personnel of the Company have, for the year ended March 31, 2021 affirmed compliance with the Code of Conduct laid down by the Board of Directors in terms of the Listing Regulations.

For Harrisons Malayalam Limited

	Venkitraman Anand	**Cherian M. George**
Place : Kochi	Whole Time Director	Whole Time Director
Date : August 12, 2021	(DIN: 07446834)	(DIN: 07916123)

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members,
Harrisons Malayalam Ltd
24/1624 Bristow Road
Willingdon Island
Cochin Ernakulam
Kerala- 682003

1. We, SEP & Associates, Company Secretaries, Kochi have examined the compliance of conditions of Corporate Governance by **HARRISONS MALAYALAM LTD** (CIN: L01119KL1978PLC002947) ('the Company'), for the financial year ended on March 31, 2021, as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as the "Listing Regulations") as amended from time to time.

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations. Responsibility also includes collecting, collating and validating data and designing, implementing and monitoring of Corporate Governance process suitable for ensuring compliance with the above-mentioned Listing Regulations.

Our Responsibility

3. Pursuant to the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended March 31, 2021.

4. We have examined the compliance of conditions of Corporate Governance by the Company for the period April 1, 2020 to March 31, 2021 as per the Listing Regulations. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance for the period April 01, 2020 to March 31, 2021. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C and D of Schedule V to the Listing Regulations during the financial year ended March 31, 2021.

6. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Restriction on use

7. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose.

For SEP & Associates
Company Secretaries
(ICSI Unique Code: P2019KE075600)
UDIN: F003050C000759883

CS Puzhankara Sivakumar
Managing Partner
COP: 2210 FCS: 3050

Date: August 10, 2021
Place: Kochi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members
Harrisons Malayalam Ltd
24/1624 Bristow Road
Willingdon Island
Cochin Ernakulam
Kerala- 682003

We, SEP & Associates, Company Secretaries, Kochi have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **HARRISONS MALAYALAM LTD** having **CIN: L01119KL1978PLC002947** having registered office at 24/1624 Bristow Road, Willingdon Island, Ernakulam, Kerala- 682003 (hereinafter referred to as the "Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below, for the Financial Year ended on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sl. No	Name of the Director	DIN	Initial Date of Appointment in the Company
1	JYOTEENDRA MANSUKHLAL KOTHARY	00015254	30/05/2013
2	GOLAM MOMEN	00402662	22/09/2003
3	VINAYARAGHAVAN CORATTIYIL	01053367	11/11/2019
4	PADMANABHAPANICKER RAJAGOPALAN	02817068	30/05/2013
5	KAUSHIK ROY	06513489	16/02/2015
6	VENKITRAMAN ANAND	07446834	26/09/2018
7	CHERIAN MANAMEL GEORGE	07916123	13/02/2019
8	RUSHA MITRA	08402204	11/02/2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on this, based on our verification. While forming opinion on issuance of this certificate we have also taken into consideration independent legal opinion wherever there was a scope for multiple interpretations. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SEP & Associates
Company Secretaries
(ICSI Unique Code: P2019KE075600)
UDIN: F003050C000759905

CS Puzhankara Sivakumar
Managing Partner
COP: 2210 FCS: 3050

Date: August 10, 2021
Place: Kochi

NOMINATION & REMUNERATION POLICY (ANNEXURE 'E' TO THE DIRECTORS' REPORT)

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Board of Directors of the Company at its meeting held on May 30, 2014 re-constituted the existing Remuneration Committee by changing its nomenclature as Nomination and Remuneration Committee of the Board of Directors (Committee) and also stipulated additional terms of reference in line with the Companies Act, 2013.

The Board has delegated the responsibility to the Committee to formulate the criteria for identification and selection of the suitable candidates for the various positions in senior management and also candidates who are qualified to be appointed as director on the Board of Directors of the Company. The Committee is also to recommend a policy, relating to the remuneration for the directors, key managerial personnel and other senior management personnel and a process by which the performance of the directors could be evaluated.

This policy formulated by the Nomination and Remuneration Committee was adopted on August 8, 2014 by the Board of Directors of Harrisons Malayalam Limited.

The Committee shall be guided by the broad principles as laid down below in respect of nominating persons to hold office of director, senior management including key managerial personnel and recommending the remuneration payable.

1. Criteria for selection of members on the board of directors and candidates for senior management.

The Committee has adopted the following criteria for selection of member on the Board of Directors of the Company and also candidates eligible to be appointed in the senior management of the Company.

A) Criteria for Selection of Directors

Before making any recommendation to the Board for appointment of any director, the Committee shall ensure that:

a. the candidate possesses positive attributes/qualities such as Leadership, Industrialist, Business Advisor or such other attributes which in the opinion of the Committee the candidate possess, and are in the interest of the Company;

b. the candidate shall be free from any disqualifications as provided under Sections 164 and 167 of the Companies Act, 2013;

c. the candidate meet the conditions of being independent as stipulated under the Companies Act, 2013 and Listing Agreement entered into with Stock Exchanges in case of appointment of an independent director;

d. the candidate possesses appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, infrastructure, or such other areas or disciplines which are relevant for the Company's business.

B) Criteria for Selection of Senior Management Personnel

The term Senior Management shall have the same meaning as provided under the explanation to Section 178 of the Companies Act, 2013.

The Committee shall, before making any recommendation to the Board for appointment, should ensure that the candidate has the attributes set for the below:

a. The candidate should have a minimum experience of 10 years in any of the areas viz. banking, infrastructure, financial management, legal, sales, marketing, administration, research, corporate governance, technical operations, or such other areas or disciplines which in the opinion of the management and Committee are relevant for the Company's business;

b. The candidate should possess qualities that demonstrate leadership skills, decision making skills, effective communication, hard work, commitment and such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company

If the Committee thought fit and in its opinion finds that the candidate meets the above criteria for appointment (as director on the Board or in senior management), the Committee shall make its recommendation to the Board.

Any amendment to the above criteria for directors and senior management shall be subject to the prior approval of the Committee and any such amendment shall be informed to the Board of Directors.

2. **Remuneration policy for directors, senior management and key managerial personnel**

A) Remuneration of Managing Director, Whole Time Director and Manager:

The Committee while considering the remuneration of the Managing Director, the Whole Time Director and Manager (wherein there is no Managing Director), may take into consideration the performance of the Company, the experience of the person, his background, job-profile and suitability, his past remuneration, the comparative remuneration profile in the industry, size of the Company, responsibilities shouldered by the Managing Director / Whole Time Director etc., provided that any remuneration considered by the Committee shall be in accordance and within the limits stipulated under the Companies Act, 2013.

B) Remuneration of Non-Executive Director (NED)

a) The remuneration to the NEDs may be restricted to the sitting fees being paid for attendance of the meeting of the Board of the Directors and the Committees of the Board, currently only for Audit Committee.

b) The Independent Directors of the Company shall be entitled to remuneration restricted to the sitting fees being paid for attendance of the meeting of the Board of the Directors and Committees of the Board, currently only for Audit Committee, provided that any sitting fees paid to the Independent Director shall not be less than the sitting fees paid to non-executive directors.

c) Independent Directors shall not be eligible for stock options of the Company, if any.

C) Remuneration of Senior Management Personnel and KMPs

The Remuneration of the Senior Management Personnel and KMPs shall be in accordance with the Policy of the Company which is applicable to the employees. The Committee may consider the remuneration of a Senior Management Personnel keeping in view the performance of the Business /Function under his control and also the contribution of the Business /Function under his control towards the overall performance of the Company.

3. **Evaluation of performance of directors**

A) Evaluation of the performance of Managing Director / Whole Time Director

The performance of the Managing Director / Whole Time Director of the Company may be carried out taking into consideration the performance of the Company vis-à-vis the budgets as well as performance of its competitors. Emphasis on achieving top line and bottom line targets, with no adverse qualification by the auditors in the accounts, may be made.

B) Evaluation of the performance of Non-Executive Directors and Independent Directors (NEDs and IDs)

The Committee while evaluating the performance of the NEDs and IDs may take into consideration various factors as mentioned below:

a) Attendance at Meetings - attendance at Board Meetings, AGMs, Committee meetings.

b) Other Directorships held by the NED – in listed or unlisted companies

c) Other companies in which NED is a Chairperson

d) Participation at Board/Committee meetings

e) Input in strategy decisions

f) Review of Financial Statements, risks and business performance

g) Time devoted towards discussion with Management

h) Review of Minutes – Board Minutes, Committee meeting minutes and AGM Minutes

Marks may be assigned for each of the above criteria and based on the score achieved, the Committee may evaluate the performance of each non-executive director and independent director.

Further provided that, any amendment to any of the clauses in the aforesaid policy shall be subject to the prior approval of the Committee and such amendment shall be informed to the Board of Directors of the Company.

SECRETARIAL AUDIT REPORT

ANNEXURE F TO THE DIRECTORS' REPORT

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED 31.03.2021

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

To,
The Members
HARRISONS MALAYALAM LTD.
24/1624,Bristow Road
Willingdon Island, Cochin
Ernakulam-682003
Kerala

We SEP & Associates, Company Secretaries have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HARRISONS MALAYALAM LTD (CIN: L01119KL1978PLC002947)** (hereinafter called the "Company"). Secretarial Audit was conducted for the financial year ended on 31st March 2021 in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have conducted online verification of the books, papers, minute books, forms and returns filed and other records facilitated by the Company, due to COVID 19 and subsequent lockdown situation for issuing the report for the financial year ended on 31st March 2021, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:-

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   (e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(vi) As informed to us, the following other laws are specifically applicable to the Company:

   1. The Tea Act,1953 and the Rules made thereunder
   2. The Tea Waste (Control) Order, 1959
   3. The Tea Warehouse (Licensing) Order, 1989
   4. The Tea (Marketing) Control Order, 2003
   5. Tea (Distribution and Export) Control Order, 2005
   6. The Coffee Act, 1942 and the Rules made thereunder;

7. The Food Safety and Standards Act, 2006 and Food Safety and Standards Rules, 2011;
8. The Plantations Labour Act, 1951 and the Rules made thereunder;
9. Kerala Plantation Labour Rules, 1959;
10. The Prevention of Food Adulteration Act, 1954 and Rules made thereunder;
11. Legal Metrology Act, 2009 and Legal Metrology (Packaged Commodities) Rules, 2011;

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange of India Limited;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

During the period under review, provisions of the following regulations were not applicable to the Company:

(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

(ii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings in compliance with the provisions of Section 173(3) of the Companies Act, 2013, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority and the same was captured and recorded as part of the minutes. There were no dissenting views by any member of the Board of Directors during the period under review.

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

We further report that a composite scheme of arrangement and amalgamation amongst Harrisons Malayalam Limited (HML) and Enchanting Plantations Limited (100% subsidiary of HML) and Malayalam Plantations Limited (100% subsidiary of Enchanting Plantations Limited) and Harmony Plantations Limited (100% subsidiary of HML) and their respective shareholders and their creditors (“the Scheme”), pending before the National Company Law Tribunal from 9 March 2017, were dismissed by the Tribunal during the previous year without prejudice to the Company’s right to file any fresh application.

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

i. Issuance of securities including Public/Right/Preferential issue of shares;

ii. Redemption/Buy-back of securities;

iii. Foreign technical collaborations.

This report is to be read with Annexure A of even date and the same forms an integral part of this report.

For SEP & Associates
Company Secretaries
(ICSI Unique Code: P2019KE075600)
UDIN: F003050C000437022

CS Puzhankara Sivakumar
Managing Partner
COP: 2210 FCS: 3050

Date: June 9, 2021
Place: Kochi

ANNEXURE A TO THE SECRETARIAL AUDIT REPORT OF EVEN DATE

To,

The Members
HARRISONS MALAYALAM LTD.
24/1624,Bristow Road
Willingdon Island, Cochin
Ernakulam-682003
Kerala

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of the provisions of all laws, rules, regulations, standards applicable to Harrisons Malayalam Ltd (hereinafter called the "Company") is the responsibility of management of the Company. Our examination was limited to the verification of the records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of the Secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility as Secretarial Auditors is to issue Secretarial Audit Report, based on the audit of the relevant record maintained and furnished to us by the Company, along with explanations where so required.
3. During the audit, we have followed the practices and process as were appropriate, to obtain reasonable assurance about the correctness of the contents of the Secretarial and other records, legal compliance mechanism and corporate conduct. We believe that the process and practices we followed provide a reasonable basis for our Secretarial Audit Report.
4. The correctness and appropriateness of financial records and Books of Accounts of the Company have not been verified.
5. We have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc., wherever required. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management as conducted the affairs of the Company.
6. While forming an opinion on compliance and issuing the Secretarial Audit Report, we have also taken into consideration the compliance related actions taken by the Company after 31st March 2021 but before issue of the Report.
7. We have considered actions carried out by the Company based on independent legal/professional opinion as being in compliance with law, wherever there was scope for multiple interpretations.

For SEP & Associates
Company Secretaries
(ICSI Unique Code: P2019KE075600)
UDIN: F003050C000437022

CS Puzhankara Sivakumar
Managing Partner
COP: 2210 FCS: 3050

Date: June 9, 2021
Place: Kochi

CORPORATE SOCIAL RESPONSIBILITY- ANNEXURE G TO THE DIRECTORS' REPORT

Harrisons Malayalam Ltd (HML), a major plantation Company in South India has its presence in both tea and rubber crops besides minor crops like pineapple, cardamom, pepper and other spices. HML provides employment to around 9,750 numbers of people, supporting their families and dependents, by providing them with free housing, electricity, water and health care. HML is the state's largest employer, only next to the Kerala Government.

A lot of importance is attached to social responsibilities and HML as a responsible corporate has been successful in integrating the social and environmental concerns into its business operations. The company leadership has evolved a strategy to encompass social dimension in all the activities namely, health, safety, education and environment.

The Company gives importance to product safety as also safety at work place and follows the guidelines on plant protection residue, besides conforming to the FSSAI standards. The major activities carried out by HML are in the field of health, environment and education; provide benefits to the state's backward class people. Some of these are detailed below:

Health

HML extends medical support to the local population in and around its estates. It also provides medical support to tribal colonies/ old age homes for their comprehensive medical and health care. The services of the Company's hospitals have also been made affordable for the local public on payment of nominal fees.

Environment and Education

In a small way HML has also established an organization which is providing service in the form of education and health care for mentally challenged children. HML plantations also run schools of varying capacities. The Company also gives importance to preservation of natural habitants of the plantations and engages in self-development programs and initiatives to preserve biodiversities in surrounding areas. The company also has a soil preservation and water management program. Various programs on education, environment and education have been conducted during the year, the details of which are mentioned below:

Sr No	CSR Themes	Activity	Locations	No of Benefeciraies
1	Education	Rakshita – Centre for Children and Young Adults with Special Needs.	Arrapetta, Wayanad	20
2	Education	Safety training, First Aid awareness	Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris District, Kumbazha, Nagamallay, Wallardie, Moongalaar, Pattumalay, Kundai, Mundakayam, Wentworth & Mooply Estates	671
3	Education	Life skill development training	Mundakayam estate	60
4	Education	Training Programme for workers and staff	Wallardie, Moongalaar, Wentworth, Mooply, Pattumalay & Kundai Estates	230
5	Environment	World Evnironment Day Celebrations	All Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district, Moopy Kundai, Moongalaar, Wallardie, Nagamallay, Kumbazha, Wentworth, Lockhart and Panniar Estates	1550
6	Environment	Waste Management with the help of Local Self Government bodies	All Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district, Moopy Estates	1350
7	Environment	Non degradable waste collection centres instalation.	Nagamallay Estate	245
8	Environment	Rain Water Harvesting in Estates	All Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district	1050
9	Environment	Sustainability Certifications	All Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district	1800
10	Environment	Sustainable Agricultural practices to Small Tea Growers	Tea Estates in Wayanad, Idukki & Nilgiris	1800
11	Environment	Dry Day	Tea Estates in Wayanad, Idukki & Nilgiris	5000

Sr No	CSR Themes	Activity	Locations	No of Benefeciraies
12	Environment	Plastic Free Zones	All Estates in Wayanad, Idukki & Nilgiris districts	1800
13	Environment	Co-Win Tree	All locations of HML Estates and H.O.	300
14	Environment	Awarness class	Wallardie, Moongalaar and Pattumalay, Kundai Estates	50
15	Environment	Support for flood victims	Sentinel Rock Estate	5
16	Health	Monsoon Diseases/Communicable diseases awareness campaigns/Observing Dry Days, Chicken Guniya	Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district, Mooply & Kundai Estates	5080
17	Health	Medical Camps	All Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district, Mooply, Kundai, Wallardie, Moongalaar, Pattumalay Estates and kodali Old age home	5278
18	Health	Homeo medical camp and Covid 19 prevention Homeo medicine distribution	Mooply & Kundai Estates	950
19	Health	Cancer Awareness Session	Sentinel Rock/Arrapetta	100
20	Health	Mosquito eradication programme	Mooply & Kundai Estates	350
21	Health	Tele counselling for distress children due to Covid lockdown.	Mundakayam estate	200
22	Health	Health Campaigns	Estates in Wayanad, Thrissur, Idukki, Pathanamthitta, Kollam & Nilgiris district, Wallardie, Moongalaar, Mooply, Kundai, Mundakayam, Wentworth and Pattumallay Estates	4220
23	Health	Corona sample collection booths	Govt hospitals at Wayanad, Idukki, Sabarimala, Ernakulam & Thrissur	4000
24	Health	Community kitchen initiative	Wayanad, Pathanamthitta & Idukki	26000
25	Health	Supply of Ventilators	Wayanad, Pathanamthitta & Idukki	400
26	Health	Support in smart class initiatives for underprivileged in the nearby community	Wayanad, Pathanamthitta, Thrissur, Kollam & Idukki	50
27	Health	Organic Covid sanitisation kit	Palapilly Estate	150
28	Health	Donation of mattress to first line covid treatment centre	Sabarimala & Wayanad	200
29	Health	Supply of thermometers, PPE Kits, Face masks & oxymeters	All locations	8000
30	Health	Oxygen concentrators for emergency	All locations	600
31	Health	Tea - trepreneur initiative	Cochin	60
32	Health	Vaccination Camp	Wentworth, Wallardie, Moongalaar, Pattumallay & Lockhart Estates	730

COVID -19 RESPONSE REPORT – HARRISONS MALAYALAM LTD.

Covid Support Initiatives for the community & employee wellness

- Ventilators to Hospitals
- Community Kitchen at locations
- Support to Domicile Care Centres
- Oxygen Concentrators for employees
- Mobile Phones to students
- Masks/PPE kits/Oxymeters to Panchayath


HML Community Kitchen


Estate DCCs


Covid Relief Materials Distribution


Mobile phones - Online education

Ventilators to Govt Hospitals


Support for Online Education


Oxygen Concentrator-Go2forO2


Covid Relief Materials Distribution


Supporting the Domicile Care Centres

The further evolution of Coivd-19 pandemic has again put all of us in challenging & uncertain situation. As a company we are resilient and we stand together in supporting each other. Over the course of many years, we have seen and mastered many challenging instances. We are convinced confident that we will overcome this one too. HML being responsible and upright corporate citizen, focused on below key areas:

- Prioritizing the health and well-being of employees, family, society & other stake holders
- Playing a constructive role in supporting health and Government officials to fight the war against Covid more effectively.
- Business operations to continue uninterruptedly

Covid appropriate behaviour was instilled among employees and other stakeholders and the protocols laid down for the safety and health of all stake holders were strictly followed in work & personal life. HML has initiated a series of community support and employee wellness initiatives during the Covid-19 pandemic

Below mentioned are few of the engagements which HML undertook:-

COMMUNITY OUTREACH

- Corona Sample Collection Booths:- HML in association with the RPG Foundation has donated 15 nos of Corona Sample Collection Booths to the District Administration of Wayanad, Idukki, Pathanamthitta and Kollam.
- Community Kitchen Initiative:- Harrisons Malayalam Limited and RPG Foundation had initiated Food distribution for communities in Wayanad, Idukki, Kollam & Pathanamthitta. Company could orgnaise around 30,000 meals to the needy during this pandemic period.
- Supply of Ventilators: Company supplied 13 Nos of Ventilators to the district administration of Wayanad, Pathanamthitta, Kollam & Idukki with the support of RPG Foundation. This was used in the Government Hospitals which act as the Covid Critical Treatment Centers in respective districts.
- Support in Smart Class Initiatives for underprivileged in the nearby community:- HML undertook a project to support the under privileged schools/communities(Tribes & Backward class) in the vicinity of our estates for the smart class initiatives as their schools were shut down due to Corona threat. All employees of Harrisons Malayalam Ltd voluntarily donated one day salary to this noble cause and 20 Nos of Smart Televisions and 20 numbers of mobile phones were distributed to the needy
- HML Supported Adivasi Samithi, a tribal society in the vicinity of Palapilly estate in Thrissur for distribution of organics sanitization kits to Covid volunteers.
- Donation of Cots & Mattresses to Covid Treatment Centres :- Donated Cots, Mattresses & other items Covid First Line Treatment Centres & Domiciliary Care Centres (DCCs) at various locations. Shayya, the zero waste mattresses is a lightweight bedroll which is made from the scrap material used to make Personal Protective Equipment (PPE) gowns. HML supplied 200 mattresses to Collector, Ernakulam & Collector Wayanad for First Line Covid Treatment Centers.

- Donation of Covid necessity items :- Company has supported the medical care professionals, local self-Governments and police officials who were on duty to contain the pandemic with the supply of PPE kits, face masks, Oxymeters, Gloves etc at various locations.
- Oxygen Concentrators:- Oxygen concentrators has been sourced with the support of RPG foundation and the same was earmarked for our employees and their immediate dependents in case of an emergency at our locations. The Go-to for O2 task force with the help of the Zensar team has created a web portal to place requests for Oxygen Concentrators for short term emergency use. The simple & user friendly portal which will give you the visibility of available oxygen concentrators at your location and thereby, allow you to book one for yourself, a family member or even an acquaintance.

EMPLOYEE WELL BEING & ENGAGEMENT

- Estate Domiciliary Care Centres:- Domiciliary Care Centres have been set up in all our locations to accommodate employees & family members in case they are being Covid positive. We have set up around 300 beds in 25 facilities at our 13 locations.
- Covid Vaccination:- 1st dose of Covid-19 vaccination was completed for around 98% of employees and 2nd dose completed by around 67% of employees as on 31st August 2021. Company has arranged for vaccination camps in tie up with Government hospitals and various agencies to insulate all employees at the quickest possible chance.
- Covid Kavach Insurance Policy: - All employees of Harrisons Malayalam Ltd and their family members have been covered by either through the Covid Kavach Insurance Policy or through reimbursement policy; this would relieve them from being burdened with huge medical expenses if affected with Covid -19.
- Hand Sanitisation & Social Distancing in plantations: - Employees were not allowed to gather in large numbers (above 5) at a single point in time especially in Musters & Factories. This is very important especially during weighment & overlap of shifts. Weighment and factory shift reporting to be staggered to ensure the same. Before entering office, factories or Fields, provided with liquid soaps/soaps to all employees. Potassium permanganate solution to dip their feet in factories was arranged.
- Temperature scanning in all facilities: - Digital Infrared Thermometers were widely used to detect any fever symptoms before the employee enters the workplace. Workers/dependants who are showing symptoms like Cough, Sore Throat, Cold, fever etc through the Volunteers identified for each Line Unit. The Managers need to get feedback on possibly affected people on a daily basis through Staff Nurses/Welfare officers location wise and such details were intimated to the Local PHC/Health Inspectors.
- Medical & HR Team spear heading the Covid prevention Initiatives: - Medical teams were supplied with PPE kits and additional safety gears as they go around the plantations and communities to create awareness and responsiveness to the Pandemic situation. Outsiders were restricted at the boundaries and expats from various countries were also strictly monitored on the Covid quarantine protocols by the Estate Medical Team.
- Training & Development:- Online modules of Training contents were delivered to all employees. Lock down learning series named #knowledgexchange was conducted during the lock down days with 12 programs over a period of One month was conducted.
- Covid Warriors:- A social media campaign called the covid warriors was run in various channels. It portrayed the Unsung heroes of HML, who has gone an extra mile to get their job done or who ever demonstrated the RPG values were felicitated.
- Health Check up for all employees:- Medical examination of all workers, staff and executives was done and only those employees who do not show any symptoms of Cough, Cold, Fever, Diarrhea, Breathlessness were employed. Documents of medical examinations are kept in office for ready reference.
- Face Masks for all employees:- A high quality – high safety specially designed masks were arranged for all employees. It carried the HML brand and all the employees were using the same while they are at work.
- Work From Home option:- Employees were provided with flexible working schedules to be preventive enough to take care of them against the pandemic risk.

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(i) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
(Annexure 'H' to Directors' Report)

<table>
<tr><td rowspan="9">The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.</td><td>Mr. C Vinayaraghavan</td><td colspan="2">1.10</td></tr>
<tr><td>Mr. G. Momen</td><td colspan="2">1.26</td></tr>
<tr><td>Mr. P. Rajagopalan</td><td colspan="2">1.10</td></tr>
<tr><td>Mr. J.M. Kothary</td><td colspan="2">1.18</td></tr>
<tr><td>Mr.Cherian M Geeorge</td><td colspan="2">37.72</td></tr>
<tr><td>Mr. Kaushik Roy</td><td colspan="2">0.95</td></tr>
<tr><td>Ms.Rusha Mitra</td><td colspan="2">0.32</td></tr>
<tr><td>Mr.Venkitraman Anand</td><td colspan="2">71.37</td></tr>
<tr><td>Ms.Kusum Dadoo</td><td colspan="2">1.03</td></tr>
<tr><td rowspan="12">The percentage of increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.</td><td>Mr. C Vinayaraghavan</td><td colspan="2">250</td></tr>
<tr><td>Mr. G. Momen</td><td colspan="2">33.33</td></tr>
<tr><td>Mr. P. Rajagopalan</td><td colspan="2">133.33</td></tr>
<tr><td>Mr. J.M. Kothary</td><td colspan="2">-</td></tr>
<tr><td>Mr.Cherian M Geeorge</td><td colspan="2">21.63</td></tr>
<tr><td>Mr. Kaushik Roy</td><td colspan="2">100</td></tr>
<tr><td>M.s. Rusha Mitra</td><td colspan="2">-</td></tr>
<tr><td>Ms.Kusum Dadoo</td><td colspan="2">(7.14)</td></tr>
<tr><td>Mr.Venkitraman Anand</td><td colspan="2">2.06</td></tr>
<tr><td>Mr. V. Venugopal</td><td colspan="2">(65.68)</td></tr>
<tr><td>Mr. Ravi A.</td><td colspan="2">21.65</td></tr>
<tr><td>Mr. Binu Thomas</td><td colspan="2">16.78</td></tr>
<tr><td>The % increase in the median remuneration of employees in the financial year</td><td colspan="3">2.36</td></tr>
<tr><td>The number of permanent employees approximately on the rolls of the Company as on 31.03.2021.</td><td colspan="3">9,750</td></tr>
<tr><td>The explanation on the relationship between average increase in remuneration and Company performance</td><td colspan="3">The Company performance has improved on account of higher production and prices of tea and rubber.</td></tr>
<tr><td>Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company</td><td colspan="3">Average increase in remuneration of Key Managerial Personnel was based partly on the results of the Company for the year ended March 31, 2021 and partly on the individual employee's performance.</td></tr>
<tr><td rowspan="3">Variations in Market Capitalisation of the Company, price earnings ratio as at closing date of the current financial year and % increase / decrease in the market quotations of the shares of the Company in comparison at the rate at which the Company came out with the last public offer, in case of listed Companies.

No public offer has been made since 1993</td><td colspan="3">Variations in Market Capitalisation and PE ratio is as below</td></tr>
<tr><td>Particulars</td><td>31.03.2021</td><td>31.03.2020</td></tr>
<tr><td>Market Cap (₹ Cr)</td><td>256.71</td><td>98.09</td></tr>
<tr><td>Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.</td><td colspan="3">The average % increase in the salaries of employees on the rolls as on March 31, 2021 (other than managerial personnel) was 8%. The increase in managerial remuneration for the same financial year was also 8%. Increase in average percentage is after considering the Company's performance, individual performance and the industry standards.</td></tr>
<tr><td>The key parameters for any variable component of remuneration availed by the Directors.</td><td colspan="3">N.A.</td></tr>
<tr><td>The ratio of the remuneration of the highest paid Director to that of the employees who are not directors but receive in excess of the highest paid Director during the year.</td><td colspan="3">N.A.</td></tr>
<tr><td>Affirmation that the remuneration is as per the remuneration policy of the Company</td><td colspan="3">Remuneration paid during the year ended March 31, 2021 is as per the Remuneration Policy of the Company.</td></tr>
</table>

BUSINESS RESPONSIBILITY REPORT

[under Regulation 34(2)(f) of the SEBI(LODR)Regulations, 2015]

(Annexure I to the Board's Report)

SECTION A : General Information about the Company

1	Corporate Identity Number (CIN) of the Company	L01119KL1978PLC002947
2	Name of the Company	Harrisons Malayalam Limited
3	Registered address	24/1624 Bristow Road, Willingdon Island, Cochin, Ernakulam, Kerala-682003
4	Website	http://www.harrisonsmalayalam.com/
5	Email	hmlcorp@harrisonsmalayalam.com
6	Financial Year Reported	2020-21
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	01271 Growing of Tea 01116 Growing of Rubber 01135 Growing of Spices 01134-Growing of Fruits
8	List three key products that the Company manufactures (as in balance sheet)	Tea, Rubber, Spices & Fruits
9	Total number of locations where business activity is undertaken by the Company	
a	Number of International Locations (Provide details of major 5)	NA
b	Number of National Locations	Tea Estates: Eleven Estates located in Kerala and two in Tamil Nadu Rubber Estates: Eleven Estates located in Kerala
10	Markets served by the Company	Products of Company have national and International presence

Section B Financial Details of the Company:

1	Paid-up Capital (₹) in lakhs	₹ 1845.43
2	Total turnover (₹) in lakhs	₹ 45393.93
3	Total profit after taxes (₹) in lakhs	₹ 3613.77
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of Profit after tax (%)	The CSR Provisions as per the provisions of the Companies Act 2013 are not applicable to the Company. However the Company voluntarily undertakes CSR Activities in association with NGO's and Government Bodies.Percentage Nil
5	List of Activities in which expenditure in 4 of above has been incurred	1) Healthcare 2) Education, 3) Rural development 4) Woman empowerment etc. CSR activities undertaken by the Company are attached as Annexure G to the Directors' Report.

Section C [Other Details]:

1. Does the Company have any Subsidiary Company/Companies?

   Yes, the Company has 2 subsidiary companies and 1 step down subsidiary company as on March 31, 2021.

2. Do the subsidiary Company/companies participate in the BR initiatives of the parent Company?

   The Company encourages subsidiary to adopt its policies and practices.

3. Do any other entity/ entities that the Company does business with participate in the BR initiatives of the Company?

   It is difficult to establish the extent of support in the company's BR Initiatives.

Section D [BR Information]:

1. Details of Director / Directors responsible for BR:

a) Details of the Director / Directors responsible for implementation of the BR Policy/policies:

DIN	NAME	DESIGNATION
07446834	Mr. Venkitraman Anand	Whole Time Director
07916123	Mr. Cherian Manamel George	Whole Time Director

b) Details of the BR head:

DIN	07446834	07916123
Name	Mr.VenkitramanAnand	Mr.CherianManamel George
Designation	Whole Time Director	Whole Time Director
Telephone	04842668023	04842668023
Email ID	anand@harrisonsmalayalam.com	cmg@harrisonsmalayalam.com

2. Principle-wise(as per NVGs) BR Policy/Policies:

P1 Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

P2 Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

P3 Businesses should promote the well-being of all employees

P4 Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

P5 Businesses should respect and promote human rights

P6 Business should respect, protect, and make efforts to restore the environment

P7 Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner

P8 Businesses should support inclusive growth and equitable development

P9 Businesses should engage with and provide value to their customers and consumers in a responsible manner

a) DetailsofCompliance(ReplyinY/N)

Sr. No.	Questions	Business Ethics P1	Product life responsibility P2	Employee well being P3	Stakeholder Engagement P4	Human Rights P5	Environment P6	Policy Advocacy P7	Community Development P8	Customer Value P9
1	Do you have a policy/ policies for?	Y This forms part of the Code of Conduct of the-Company which is applicable to Board of Directors and Senior Manageri-al Personnel	Y The policy is part of the Company's Environment, Health and Safety Policy.	Y Certain policies form part of the Code ofConduct for employees. There are various policies for the benefit of the employees which areissued by the Human Resources Department of the Company from time to time.	Y The Company does not have a specific policy, this principle formspart of the CSR Policy.	Y This policy is for internal circulation to the employees of the Company and some portion is part of the Code of Conduct of the-Company	Y The policy relating to the Environmental matters	NA -	Y The Company has a CSR Policy	Y The Company has Policy on Customer care
2	Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	NA	Y	Y
3	Does the policy confirm to any national/ international standards?	The Company is abiding by various Laws while framing the policies. The Company takes into account the best practices and national/international standards.								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/Owner/CEO/ appropriate Board Director?	All statutory policies are approved by the Board of Directors, whereas other policies are approved by the Executive Director or the respective business/unit head.								

Sr. No.	Questions	Business Ethics P1	Product life responsi-bility P2	Employee well being P3	Stakehold-er Engage-ment P4	Human Rights P5	Environ-ment P6	Policy Advo-cacy P7	Communi-ty Devel-opment P8	Customer Value P9
5	Does the Company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	NA	Y	Y
		The policies are implemented and being reviewed regularly by the respective business/unit head.								
6	Indicate the link for the policy to be viewed online?	Code of conduct, CSR Policy, & Whistler Blower Policy are available on Company's website, www.harrisonsmalay-alam.com								
7	Has the policy been formally communi-cated to all relevant internal and exter-nal stakeholders?	Yes, Code of conduct, CSR Policy & Whistler Blower Policy are available on Company's website, the other policies are for the internal purpose.								
8	Does the Company have in-house structure to implement the policy/ pol-icies?	Y	Y	Y	Y	Y	Y	NA	Y	Y
9	Does the Company have a grievance re-dressal mechanism related to the policy/ policies to address stakeholders' griev-ances related to the policy/ policies?	Yes, respective business/unit heads attend to any grievances pertaining to their department and address the griev-ances. The Company has formed a Stakeholders' Relationship Committee to redress any grievances of shareholders and investors. Product related grievances are also resolved by therespective business heads and customer care department of the Company.								
10	Has the Company carried out indepen-dent audit/ evaluation of the working of this policy by an internal or external agency?	The policies are evaluated from time to time and updated whenever required, CSR expenditure is audited by the Company's Statutory Auditors.								

2a. If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options).

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The Company has not understood the principle	Not applicable								
2	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

Governance related to BR:

Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, more than 1 year.

The Business Responsibility performance of the Company is regularly monitored by the Company and reviewed by the Executive Directors and respective departmental heads.

Does the Company publish BR or sustainability Report? What is the hyperlink for viewing this report? How frequently is it published?

The Business Responsibility Reporting is not applicable to the Company as per SEBI (LODR) Regulations, 2015,however the Company have voluntarily adopted it to implement the best practices. The BR Report is a part of the Annual Report of the Company, which is uploaded on the Company's website – www.harrisonsmalayalam.com

Section E [Principle-wise Performance]:

Principle 1: [Businesses should conduct and govern themselves with Ethics, Transparency and Accountability]

The Board of Directors has approved a Code of Conduct, which is applicable to all Board Members, Key Managerial Personnel and senior management personnel of the Company. This is reviewed and reported annually. The Company also has a Whistle Blower Policy approved by the Board and is applicable to all employees of the Company, which serves as mechanism for its Directors and Employees to report any genuine concerns or suspected fraud without fear of reprisal and thus ensures the Company to uphold its high standard.The Code of Business Conduct and Whistler blower policy is posted on the Company's website.

The details of shareholders complaints received and resolved during the financial year are given in the Corporate Governance report of this Annual Report.

Principle 2:[Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.]

Four of the Products of the Company are produced considering environment concerns, risks and opportunities.

TEA

Rubber

Spices

Fruits

The Company is committed to attainment of environmental and economic benefits from efficient use of energy, water, chemicals and waste reduction. The Company ensures fulfilment of all compliance obligations (legal requirements and other requirements) that relate to products, environmental aspects and occupational health & safety.

The Company has Tea and Rubber Plantations & processing factories spread over 24 Estates in Kerala &Tamil Nadu. The Company's plantations and factories are certified by a range of certifications namely Fair trade, Rainforest Alliance, UTZ ,Ethical Tea Partnership, ISO, HACCP, GMP & Organic which ensures that environmental and social standards are taken care of.FSSAI licenses for factories have also been obtained.

The company is committed to environment sustainability. It constantly works towards reduction and optimal utilization of energy, water, raw material, logistics etc. by incorporating new techniques and innovative ideas. The Company has identified approved vendors for procuring materials and a Standard Operating Procedure is in place for sourcing raw materials. This includes sample approvals, performance trials, plant audit and regulatory clearances. Majority procurement of materials is from the approved manufacturers.

The Company procures goods and services from the local and small producers for its manufacturing premises and offices. It improves operational efficiency and helps save on transportation costs, inventory management and helps in risk mitigation. Adequate guidance and counseling are also provided to them about system and procedures for regulated markets.

Principle 3 [Businesses should promote the well-being of all employees.]:

During the year under review the Company secured place in the Asia's Best Workplaces List 2021 and was ranked 16- in Asia's Best Workplaces List 2021. The Company secured 6th place in India's Best companies to work for in 2021 by Great Place To Work Institute and Economic Times. The welfare and the well- being of Harrisons Malayalam's large workforce – about 9750 number of employees and their families drawn largely from the weaker sections of the society is of paramount importance to the company. About half of our employees are women who are employed on the same terms and conditions as their male counterparts. Our ability to provide work to both has resulted in families that have two and at times more earning members – yet again contributing to higher standard of living than industrial workers in modern towns. The complete workforce is housed on the estates, and the company provides practically all the amenities, thereby making workers on the company's estates the best unskilled agricultural worker in the country enjoying all the facilities that a normal industrial worker has and more.For a few decades now, HML has been operating a Comprehensive Labour Welfare Scheme (CLWS) on all its estates. The thrust of the CLWS programme has been: Childcare and development, nutrition support and education maternal child healthcare and family planning,health and social education environmental hygiene and sanitation planning of leisure.Over the years the CLWS programme has succeeded in achieving wonderful results Reducing birth and infant mortality rates. Bringing down nutritional anemia, and vitamin A deficiency , preventing recurrence of communicable and water-borne diseases.The Federation of Indian Chambers of Commerce (FICCI) has, in recognition of efforts in the welfare of workers, given HML the Award for Corporate Initiative in the field of Family Welfare in 1990-91, 1996-97 and 2000-01.

1. Please indicate the Total number of employees - 9750
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis-747
3. Please indicate the Number of permanent women employees - 4532
4. Please indicate the Number of permanent employees with disabilities - 46
5. Do you have an employee association that is recognized by management? - Yes
6. What percentage of your permanent employees is members of this recognized employee association? - 99%
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending as on the end of the financial year.

Sr. No.	Category	No. of Complaints filed during the Financial year	No. of Complaints pending as on the end of the financial year.
1	Child Labour/ Forced labour/ Involuntary Labour	Nil	Nil
2	Sexual harassment	1	Nil
3	Discriminatory Employment	Nil	Nil

8. What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year?
   a. Permanent Employees -100%
   b. Permanent Women Employees -100%
   c. Casual/Temporary/Contractual Employees-Contractual employees are given training-75%
   d. Employees with Disabilities -100%

Principle 4 [Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized]:

The Company has mapped its key internal and external stakeholders. The Company recognize employees, business associates, supplier, vendors, shareholders, investors, regulatory authorities and other government bodies as our key stakeholders.

The Company engages with its stake holders on an ongoing basis. It is committed to the welfare of marginalized and vulnerable sections of the society and endeavours to meet the expectations of the said stakeholders.

The Company approach focuses on the development of communities around the vicinity of Company's Estates. We have also developed innovative programmes to enhance livelihood of communities through education and skill development through CSR Activities, details of which are given as Annexure G of the Directors report.

Plantation being a labour intensive industry, the Company is a largest employer in Kerala next to government of Kerala. The company invests in the skill development and up-gradation, health check-ups and ensures other quality of life parameters of its employees in the estate and also of public living in the vicinity of the estates by providing medical care through its hospitals and health clinic's functioning in the estates. We have processes in place to ensure upholding of the rights of our employees and protect them against any form of discrimination.

Principle 5 [Businesses should respect and promote human rights]:

The Company remains committed to respect and protect human rights. The Company's Code of Conduct and the human resource practices cover most of these aspects. The Company does not hire child labour, forced labour or involuntary labour. The Company never discriminates between its employees. This extends to all areasof business operations and various stakeholder groups.

No stakeholder complaints, relating to human rights, have been received in the past financial year.

Principle 6: [Business should respect, protect, and make efforts to restore environment]:

The Company is committed towards conservation of the environment and compliance with the requirements related to Environment, Health and Safety. The Company has been engaging and involving every stakeholder across the Company in creating a unique culture in Environment, Health and Safety

The Company's tea processing units and gardens are certified by a range of certification like Fairtrade, Rainforest Alliance, UTZ ,and Ethical Tea Partnership and lots of measures have been taken to arrest wastage in solid, liquid and gaseous forms as well as electricity at different stages of production as a continuous program. Necessary infrastructure has also been created to continue the activities in future. Clear Sops and Work instructions for handling materials at sites are provided.

A clear record of waste water, effluent treatment, water usage, emissions etc is maintained and All efforts made to reduce consumption as well as reduce emissions /discharge by recycling /reuse. These also form a part of KPAs of key personal. Water harvesting in-situ,reuse and recycling of water has been institutionalized in its establishments. We are working towards use of more non conventional energy like solar energy etc in our process and systems.

The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources. In line with the Company's commitment towards conservation of energy, all its units continue with their efforts aimed at improving energy efficiency through innovative measures, to reduce wastage and optimise consumption.

The Company always strive towards growth with sustainable development and without caring for nature this is not possible..

Initiatives taken by the Company towards technology and energy efficiency including Foreign Exchange earnings & outgo are mentioned in Annexure A to the Directors' Report.

The Company is committed to achieve all the norms within the limits foremission and discharge of air and water, as may be laid down by the regulators. The Company complies with pollution and environmental laws.

No showcause/legal notices received from CPCB/SPCB during the Financial Year 2020-21.

Principle 7: [Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner]

The Company is a member of

a. United Planters' Association of Southern India

b. Association Of Planters Of Kerala
c. The Tea Trade Association of Cochin
d. Confederation of Indian Industry (CII)
e. Association of latex processors of south India
f. Consortium of Rubber Growers Of South India
g. FICCI

From time to time the Company has been raising various issues relating to Plantations Sector through above mentioned association.

The Company also works closely with influencers and their associations like Growers Forums, The Cochin Chamber of Commerce& Industry Kerala Management Association, Coimbatore Tea Trade Association etc.

The Company's R&D Team/ executives are active participants in meetings with statutory agencies and helpin evolving new standards for agricultural products for human safety and environmental protection.

Principle 8: [Businesses should support inclusive growth and equitable development]:

The Company has taken various CSR initiatives for support and development of society. The CSR activities carried by the Company is annexed as Annexure G of the Director's Report.

The Company has always strived to provide better health, education and vocational skills to the people in or around its estates. The Company extends its social responsibility by engaging its strategic and trust based community development interventions.

The Company continues to invest in training and development of its employee and has been organising various training programmes from time to time.

The list of various CSR activities is mentioned in the Annual Report as Annexure G to the Directors' Report.

The internal teams reviews and ensure the implementation of the projects undertaken.

Principle 9 [Businesses should engage with and provide value to their customers and consumers in a responsible manner]:

Most of the customer complaints are appropriately addressed and resolved. As on the end of the financial year, there was negligible percentage of unresolved complaints.

There are no cases in relation to unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year.

The Company displays all product information on the product label, which is mandatory and as may be required by law for the use of the products by the consumers.

Consumer Satisfaction Surveys are being conducted periodically to assess the consumer satisfaction levels and consumer's trends.

On Behalf of the Board of Directors

	Venkitraman Anand	**Cherian M. George**
Place: Kochi	Whole Time Director	Whole Time Director
Date : August 12, 2021	(DIN: 07446834)	(DIN: 07916123)

APPROXIMATE AREA STATEMENT AS AT March 31, 2021

State, Districts & Estate	TEA			RUBBER			Total Planted	Fuel & Other Plantings	Reserve etc.	Total
	Yielding	Non-Yielding	Total	Yielding	Non-Yielding	Total				
	Ha.	Ha.	Ha.	Ha.	Ha.	Ha.	Ha.	Ha.	Ha.	Ha.
Kerala State										
Venture Valley										
Nagamallay				423	165	588	588	167	123	878
Isfield				441	224	665	665	243	141	1049
Venture				320	166	486	486	121	20	627
Rani Valley										-
Koney				427	208	635	635	131	297	1063
Kumbazha				658	302	960	960	25	63	1048
Lahai				540	319	859	859	16	137	1012
Mundakayam				422	105	527	527	14	31	572
Mooply Valley										-
Mooply				430	114	544	544	43	10	597
Palappilly				454	81	535	535	31	185	751
Kundai				872	149	1021	1021	31	52	1104
Kaliyar				368	165	533	533	28	32	593
Vandiperiyar										-
Wallardie	516	0	516				516	162	150	828
Moongalaar	703	26	729				729	205	131	1065
Pattumalay	232	0	232				232	63	5	300
High Range										-
Upper Surianalle	654	48	702				702	267	23	992
Lockhart	386	0	386				386	185	74	645
Panniar	301	0	301				301	70	30	401
Wynaad										
Achoor	643	6	649				649	287	2549	3485
Chundale	266	0	266				266	60	556	882
Arrapetta	731	0	731				731	50	687	1468
Sentinel Rock	505	0	505				505	27	983	1515
Touramulla	143	0	143				143	40	110	293
Tamil Nadu										
Nilgiris - Wynaad										
Wentworth	616	0	616				616	276	470	1362
Mayfield	308	0	308				308	88	411	807
	6004	**80**	**6084**	**5355**	**1998**	**7353**	**13437**	**2630**	**7270**	**23337**

Note:-

1. Certain areas of fuel and reserve land remain vested with the State Government as private forest, but the extent which would finally vest has not yet been determined as the litigation involved is not over.
2. Fuel & Other planting include Cardamom, Arecanut, Roads & Buildings etc.

INDEPENDENT AUDITOR'S REPORT

To the Members of Harrisons Malayalam Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Harrisons Malayalam Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss (including Other Comprehensive Loss), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2021, and its profit (including Other Comprehensive Loss), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

4. 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

Key audit matters	How our audit addressed the key audit matter
1. Land Litigations The Plantation Companies holds significant land for their operations as disclosed in note 3 to the standalone financial statements. The significant land holding are inherently prone to litigation risk. As disclosed in note 44(A) of the standalone financial statements, the Company has pending litigations with various courts, involving 11,589.45 hectares of land, which is significant considering the total area of cultivable land. The land litigations involve interpretation of various land laws applicable in the State of Kerala and Tamil Nadu. We focused on this area as the eventual outcome of the litigations is uncertain and the positions taken by the management are based on the application of the material judgement and reliance on legal opinions obtained. Accordingly, unexpected adverse outcomes may significantly impact the operations of the Company and hence it has been considered as a key audit matter.	**Our audit procedures included, but were not limited to, the following:** • We obtained an understanding of the management process for ascertaining the outcome of the land litigations and process performed by the management for its assessment. • Evaluated and tested controls around management's assessment of the outcome of the land litigations and testing performed. • Obtained an understanding of the nature of litigations pending against the Company and discussed the key developments during the year for key litigations with the management and respective legal counsels handling such cases on behalf of the Company. Tested the independence, objectivity and competence of such management experts involved. • We also monitored and considered the external information sources to conform our understanding of litigations. • On a sample basis, obtained and reviewed the necessary evidence which includes correspondence with the external legal counsels and where necessary, inspected minutes of case proceedings available, to

Key audit matters	How our audit addressed the key audit matter
	support the decisions and rationale of such litigation selected for testing. • Reviewed each attorney response obtained as above to ensure that the conclusions reached are supported by sufficient legal rationale and adequate information is included for the management to determine the appropriate accounting treatment of such cases in the standalone financial statements. • Evaluated the disclosures made relating to provisions and contingent liabilities for their appropriateness.
2. Valuation of finished goods Refer to note 2 (k) of summary of significant accounting policies and other explanatory information for accounting policy for valuation of Inventory and significant accounting judgements, estimates and assumptions related thereto and the note 8 of the standalone financial statements of the Company for the year ended 31 March 2021. At the Balance Sheet date 31 March 2021, the Company held ₹ 3,488.02 lakhs of inventories. Inventories mainly consists of finished goods, which is valued at lower of cost or net realizable value. The Company values its finished goods inventory of tea and rubber at lower of cost and net realizable value (estimated selling price less estimated cost to sell). Considering that there is always a volatility in the selling price of tea and rubber, which is dependent upon various market conditions, and the possible impact of COVID-19, determination of the net realizable value for these commodities involves significant management judgement. Moreover, the selling price fetched by tea produced at different estates are different. Owing to the significance of the carrying value of finished goods inventory, the complexities discussed above and the fact that any changes in the management's judgement or assumptions is likely to have a significant impact on the ascertainment of carrying values of inventories, we have considered this area as a key audit matter.	**Our audit procedures in relation to valuation of inventory included, but were not limited to, the following:** • Obtained an understanding of the management process for valuation of finished goods and ensured that the same is consistently applied. • Tested the design and operating effectiveness of the internal controls relating to the valuation of inventories. • Obtained an understanding on the computation of the net realizable values of the finished goods and tested the reasonableness of the significant judgements applied by the management. • Compared the estate wise actual realization subsequent to reporting date and assessed the reasonableness of the net realizable value that was estimated and considered by the management. • Verified the actual costs incurred to sell after the year end and assessed the reasonableness of the cost to sell that was estimated and considered by the management. • Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value. • Assessed the appropriateness and adequacy of disclosures related to finished goods inventory in accordance with the applicable accounting standards.

Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Loss, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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.

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

9. Those Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

11. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

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

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

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

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

13. 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.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe

these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid and provided remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

16. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.

17. Further to our comments in Annexure I, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

    a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

    c) the standalone financial statements dealt with by this report are in agreement with the books of account;

    d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

    e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act;

    f) we have also audited the internal financial controls with reference to financial statements of the Company as on 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 10 June 2021 as per Annexure II expressed unmodified opinion; and

    g) 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. the Company, as detailed in notes 35 and 44 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2021;

        ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;

        iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2021; and

        iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229
UDIN: 21206229AAAABT9174

Place: Kochi
Date: 10 June 2021

Annexure I to the Independent Auditor's Report of even date to the members of Harrisons Malayalam Limited, on the standalone financial statements for the year ended 31 March 2021

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations provided by the Company and the records of the Company produced to us, the title deed of immovable properties, as disclosed in Note 3 on Property, plant and equipment to the standalone financial statements, are held in the name of the Malayalam Plantations Limited/Harrisons and Crossfield Limited other than as set out below which are in the name of the Company:

Nature of property	Total Number of Cases	Whether leasehold / freehold	Gross block as on 31 March 2021 (₹ lakhs)	Net block on 31 March 2021 (₹ lakhs)	Remarks
Land and Building	1	Freehold	136.72	24.84	The property is held in the name of Harrisons Malayalam Limited.

(ii) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification.

(iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.

(iv) In our opinion, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.

(v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's product and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of customs, goods and service tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a significant delay in a few cases except the payment of provident fund contribution for certain estates for the month of March 2021 is not yet deposited as on the date of our report. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable (other than arrears of ₹ 259.46 lakhs relating to plantation tax (under the Kerala Plantations (Additional Tax) Act, 1960), arrears of ₹ 423.6 lakhs relating to land tax (under the Kerala Land Tax Act, 1961) which are outstanding for a period of more than six months as on the Balance Sheet date).

(b) There are no dues in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute other than those disclosed below:

Statement of Disputed Dues

Name of the statute	Nature of dues	Amount in (₹ Lakhs)	Period to which the amount relates to	Forum where dispute is pending
Income Tax Act, 1961	Income Tax and interest thereon	61.71	Year 2006 to 2009	Income tax Appellate Tribunal
		2,922.04	Year 2003 to 2020	Assessing Officer, Commissioner of Income Tax (Appeals), Income tax Appellate Tribunal, High Court of Kerala and Supreme Court
Kerala Agricultural Income Tax Act, 1950/1991	Tax on Agricultural income, interest and penalty thereon	595.17	Year 1980 to 1999	Assessing Officer
		6.03	Year 1995 to 1996	Inspecting Assistant Commissioner, Department of Commercial Taxes
Tamil Nadu Agricultural Income Tax Act, 1955	Tax on Agricultural income	2.48	Year 1988 to 2000	Assessing Officer
Kerala Value Added Tax Act, 2003	KVAT with interest	2,776.41	Year 2012 to 2015	Assessing Officer / Assistant Commissioner (Assessment), VAT Special Circle (Produce)

(viii) The Company has not defaulted in repayment of loans or borrowings to any bank or financial institution during the year. The Company did not have any borrowings from government and did not have any outstanding debentures during the year.

(ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion the term loans were applied for the purposes for which the loans were obtained.

(x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.

(xi) Managerial remuneration has been paid / provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.

(xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.

(xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the standalone financial statements etc., as required by the applicable Ind AS.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.

(xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act,1934.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229
UDIN: 21206229AAAABT9174

Place: Kochi
Date: 10 June 2021

Annexure II to the Independent Auditor's Report of even date to the members of Harrisons Malayalam Limited on the standalone financial statements for the year ended 31 March 2021

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Harrisons Malayalam Limited ('the Company') as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. 2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements include 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2021, 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').

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229
UDIN: 21206229AAAABT9174

Place: Kochi
Date: 10 June 2021

Balance Sheet as at 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	**28,452.49**	28,493.95
Capital work-in-progress	3	**2,177.19**	1,267.81
Other intangible assets	3	**9.28**	-
Financial assets			
- Investments	4	**1.01**	1.01
- Bank balances	5	**8.66**	1.73
- Other financial assets	6	**498.95**	506.13
Other non-current assets	7	**378.05**	387.45
		31,525.63	30,658.08
Current assets			
Inventories	8	**3,488.02**	4,054.33
Financial assets			
- Investments	4	**15.00**	15.00
- Trade receivables	9	**1,600.62**	823.25
- Cash and cash equivalents	10	**63.53**	205.12
- Bank balances other than cash and cash equivalents	11	**150.55**	156.04
- Other financial assets	12	**801.06**	1,697.77
Other current assets	13	**2,922.44**	2,600.85
		9,041.22	9,552.36
Assets held for sale	14	**119.00**	119.00
Total assets		**40,685.85**	40,329.44
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15(a)	**1,845.43**	1,845.43
Other equity	15(b)	**9,670.32**	6,056.55
Total equity		**11,515.75**	7,901.98
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	16	**4,466.97**	5,787.59
- Other financial liabilities	17	**292.68**	306.81
Provisions	18	**4,940.25**	4,779.24
		9,699.90	10,873.64
Current liabilities			
Financial liabilities			
- Borrowings	16	**3,506.44**	4,698.39
- Trade payables			
(i) total outstanding dues of micro and small enterprises	19	**437.91**	555.17
(ii) total outstanding dues of creditors other than micro and small enterprises	19	**3,898.03**	4,260.82
- Other financial liabilities	20	**5,456.61**	5,834.19
Provisions	18	**2,807.51**	2,846.66
Current tax liabilities (net)	21	**381.21**	432.50
Other current liabilities	22	**2,010.49**	1,954.09
		18,498.20	20,581.82
Liabilities directly associated with assets held for sale	23	**972.00**	972.00
		19,470.20	21,553.82
Total liabilities		**29,170.10**	32,427.46
Total equity and liabilities		**40,685.85**	40,329.44

See accompanying notes forming part of these standalone financial statements.

This is the Standalone Balance Sheet referred to in our report of even date. **For and on behalf of the Board of Directors of Harrisons Malayalam Limited**

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Statement of Profit and Loss for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	Year ended March 31, 2021	Year ended March 31, 2020
Income			
Revenue from operations	24	**45,111.12**	38,730.04
Other income	25	**282.81**	612.78
Total income		**45,393.93**	39,342.82
Expenses			
Cost of materials consumed	26	**10,491.74**	8,287.87
Purchases of stock-in-trade	27	**2,276.77**	2,434.18
Changes in inventories of finished goods and stock-in-trade	28	**784.59**	(1,277.78)
Employee benefits expense	29	**16,111.69**	16,480.79
Finance costs	30	**1,359.59**	1,590.51
Depreciation and amortisation expense	31	**410.57**	430.13
Other expenses	32	**9,914.39**	10,468.46
Total expenses		**41,349.34**	38,414.16
Profit before tax		**4,044.59**	928.66
Tax expense:			
- Current tax		**-**	-
- Deferred tax		**-**	-
Profit for the year		**4,044.59**	928.66
Other comprehensive loss			
Items that will not be reclassified subsequently to profit and loss			
a) Re-measurement of defined benefit plans		**(430.82)**	(892.52)
Other comprehensive loss, net of tax		**(430.82)**	(892.52)
Total comprehensive income for the year		**3,613.77**	36.14
Earnings per equity share			
Basic (in ₹)	36	**21.92**	5.03
Diluted (in ₹)	36	**21.92**	5.03

See accompanying notes forming part of these standalone financial statements.

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Statement of Cash Flows for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
A. Cash flow from operating activities		
Profit for the year before tax	**4,044.59**	928.66
Adjustments for:		
Depreciation and amortisation expense	**410.57**	430.13
Interest income on bank deposits and other deposits	**(16.25)**	(14.37)
Rental income from pineapple cultivation	**(192.98)**	-
Finance costs	**1,359.59**	1,590.51
Provision for doubtful debts	**-**	36.21
(Profit) / loss on sale of property, plant and equipment	**(0.79)**	22.92
Operating profit before working capital changes	**5,604.73**	**2,994.06**
Adjustments for working capital changes:		
Decrease / (Increase) in inventories	**566.31**	(1,107.03)
(Increase) / Decrease in trade receivables	**(777.37)**	121.95
Decrease / (Increase) in other financial assets, other current and non current assets	**828.73**	(1,174.04)
Decrease / (Increase) in trade payables, other current liabilities and provisions	**(2,057.40)**	2,508.28
Cash generated from operating activities	**4,165.00**	3,343.22
Direct taxes paid (net)	**(51.29)**	(9.56)
Net cash generated from operating activities	**4,113.71**	**3,333.66**
B. Cash flow from investing activities		
Payment for purchase of property, plant and equipment including capital work-in-progress	**(178.06)**	(185.14)
Payments for replanting bearer plants	**(905.90)**	(790.46)
Proceeds from sale of property, plant and equipment	**(0.50)**	23.47
Interest received	**16.25**	14.37
Net cash used in investing activities	**(1,068.21)**	(937.76)
C. Cash flow from financing activities		
Proceeds from long-term borrowings	**721.91**	8.48
Repayment of long-term borrowings	**(1,311.06)**	(1,580.70)
Proceeds from working capital loans (net)	**(1,291.96)**	843.10
Proceeds from other short-term borrowings	**1,800.00**	1,250.00
Repayment of other short-term borrowings	**(1,700.00)**	(1,250.00)
Interest paid	**(1,346.44)**	(1,515.02)
Other borrowing costs paid	**(54.76)**	(45.29)
Transfer of unpaid dividend to investor education and protection fund	**(4.78)**	(8.86)
Net cash used in financing activities	**(3,187.09)**	**(2,298.29)**
Net (decrease) / increase in cash and cash equivalents (A+B+C)	**(141.59)**	97.61
Cash and cash equivalents at the beginning of the year	**205.12**	107.51
Cash and cash equivalents at the end of the year	**63.53**	205.12
Components of cash and cash equivalents		
Cash on hand	**7.65**	9.45
Balances with banks		
- in current accounts	**55.88**	195.67
Cash and cash equivalents (Refer note 10)	**63.53**	205.12

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	As at 01 April 2020	Cash flows	Non cash changes	As at 31 March 2021
Non-current borrowings (including current maturities)	6,678.83	(589.15)	-	6,089.68
Current borrowings	4,698.39	(1,191.95)	-	3,506.44

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	As at 01 April 2019	Cash flows	Non cash changes	As at 31 March 2020
Non-current borrowings (including current maturities)	8,251.05	(1,572.22)	-	6,678.83
Current borrowings	3,855.29	843.10	-	4,698.39

See accompanying notes forming part of these standalone financial statements.

This is the Standalone Statement of Cash Flows referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Statement of Changes in Equity for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each, fully paid-up	Equity shares	
	No. of shares	Amount
As at 01 April 2019	184.55	1,845.43
Changes in equity share capital during the year	-	-
As at 31 March 2020	184.55	1,845.43
Changes in equity share capital during the year	-	-
As at 31 March 2021	**184.55**	**1,845.43**

B. Other equity

Particulars	Reserves and surplus					Total
	General reserve	Securities premium	Reserve arising from amalgamation	Housing subsidy reserve	Retained earnings	
Balance as at 01 April 2019	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**(966.91)**	**6,020.41**
Profit for the year	-	-	-	-	928.66	928.66
Re-measurement loss in defined benefit plans, net of tax	-	-	-	-	(892.52)	(892.52)
Balance as at 31 March 2020	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**(930.77)**	**6,056.55**
Profit for the year	-	-	-	-	4,044.59	4,044.59
Re-measurement loss in defined benefit plans, net of tax	-	-	-	-	(430.82)	(430.82)
Balance as at 31 March 2021	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**2,683.00**	**9,670.32**

See accompanying notes forming part of these standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
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Kochi
10 June 2021

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

1. Background

Harrisons Malayalam Limited ("the Company") is a Public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. It's shares are listed in two recognised stock exchanges in India (NSE and BSE). The registered office of the Company is located at 24/1624, Bristow Road, Willingdon Island, Cochin. The Company is principally engaged in plantations having tea and rubber estates in Kerala and Tamil Nadu.

2. Summary of significant accounting policies

a) Basis of preparation and presentation of financial statements

i) Statement of compliance with Indian Accounting Standards (Ind AS)

The standalone financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and as amended. The aforesaid standalone financial statements have been approved by the Board of Directors in the meeting held on 10 June 2021.

ii) Basis of accounting and measurement

The Company has prepared these financial statements which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss, the Statements of Cash Flows and the Statement of Changes in Equity for the year ended 31 March 2021, and accounting policies and other explanatory information (together hereinafter referred to as "standalone financial statements").

The financial statements have been prepared using the significant accounting policies and measurement bases summarized below. These accounting policies have been used throughout all periods presented in these financial statements except for the changes below.

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. All amounts included in the financial statements are reported in Indian Rupees (₹) lakhs and have been rounded off to nearest decimal of ₹ lakhs.

b) Change in accounting policies and disclosures

Effective 01 April 2019, the Company has adopted Ind AS 116 "Leases", as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standards) Amendment Rules, 2019 using modified retrospective method. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17.

c) Use of estimates

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The Company bases its estimates and assumptions on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Significant management judgements

The following are significant management judgements in applying the accounting policies of the Company that have the most significant effect on the amounts recognised in the financial statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Classification of leases

The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at the end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialised nature of the leased asset.

Recoverability of advances / receivables

At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Useful lives of depreciable / amortisable assets

Management reviews its estimate of the useful lives of depreciable / amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain items of property, plant and equipment.

Contingent liability

Management reviews its estimate of the financial impact of the contingent liability at each reporting date, based on the demands received from various Departmental authorities.

Litigations

Management reviews its estimate of the impact of the litigations liability at each reporting date, based on the land matters pending with various Courts.

Defined benefit obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Fair value measurements

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

d) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

  All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has evaluated and considered its operating cycle as 12 months.

e) Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by management.

Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Cost includes inward freight, non refundable duties/ taxes and expenses incidental to acquisition/installation.

Expenses relating to new planting and further expenditure incurred at the replanted fields are capitalised.

Property, plant and equipment [other than freehold land and lease hold land (perpetual lease)] are depreciated under the written down value method [other than bearer plants (rubber trees and tea bushes) which are depreciated using straight line method] over the estimated useful lives of the assets, which are different from the lives prescribed under Schedule II to the Companies Act, 2013.

Freehold land and leasehold land (perpetual lease) are not depreciated.

Useful life adopted by the Company for various class of assets is as follows:

Asset category	**Useful lives (in years)**
Factory buildings	30
Non factory buildings	60
Plant and machinery (including agricultural assets)	3/ 20
Furniture and fittings	6
Water supply	20/ 30/ 60
Vehicles	10
Bearer plants - Rubber trees	28
Bearer plants - Tea bushes	80

f) Bearer Plants

All the expenses incurred on replanting of rubber and new plantings in tea have been identified and capitalized.

g) Intangible assets

Computer software is capitalised in the period in which the software is implemented for use, where it is expected to provide future enduring economic benefits; such capitalisation costs include license fees and cost of implementation/ system integration services.

Computer software capitalised are amortised on a straight line basis over a period of five years from the date of capitalisation.

h) Impairment of property, plant and equipment and intangible assets

The carrying amounts of fixed assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of property, plant and equipment exceeds the recoverable amount (i.e. higher of net selling price and value in use). In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amounts of the assets over their remaining useful lives.

i) Assets held for sale

Items of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head ‘Assets classified as held for sale’. Any write-down in this regard is recognised immediately in the Statement of Profit and Loss.

j) Revenue recognition

Revenue from contracts with customers is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.

The specific recognition criteria described below must also be met before revenue is recognised.

Revenue from sale of goods

Revenue from sale of tea at auction is recognized on receipt of the sale note from the brokers. Revenue from sale of tea other than at auction and sale of rubber is recognized on transfer of significant risks and rewards of ownership in goods in accordance with the terms of sale.

Revenue from contract with customers

The Company recognizes the amount as revenue from contracts with customers, which is received for the transfer of promised goods to customers in exchange for those goods. The relevant point in time or period of time is the transfer of control of the goods. Revenue is reduced for customer returns, taxes on sales, estimated rebates and other similar allowances. The transaction price is determined and allocated to the performance obligations according to the requirements of Ind AS 115. Performance obligations are deemed to have been met when the control of goods is transferred to the customer.

The Company has entered into a barter arrangement with vendors wherein the vendors are allowed to cultivate pineapple in few rubber estates with a condition that these vendors to bear the cost of replanting of rubber plants in these estates, in lieu of cultivation rent otherwise payable by vendors to the company. The transaction price in the above arrangement has been accounted at fair value as per Ind AS 115 Revenue from contracts with customers.

Interest income

Interest income is reported on an accrual basis using the effective interest method and is included under the head "Other income" in the Statement of Profit and Loss.

Export Incentive

Income from Export incentives are recognised when right to receive credit as per the terms of the scheme is established and when there is certainty of realisation.

k) Inventories

Valuation of inventory of finished products of tea and rubber have been done as per Ind AS 2 'Inventories'. Inventories are stated at lower of cost and net realizable value. Cost is determined on weighted average basis and includes expenditure incurred in the normal course of business in bringing inventories to its location and condition, labour and overhead, where applicable. Inventories are written down for obsolete/slow moving/non moving items wherever necessary.

Ind AS 41 'Agriculture' deals with the recognition and valuation of agricultural produce viz. standing crop of tea and rubber as biological assets. The Company has valued its standing crops for tea and rubber at every reporting date and the movement in valuation are routed through the Statement of Profit and Loss.

l) Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Ind AS 19, Employee Benefits.

Defined contribution plan

(i) Provident fund

This is a defined contribution plan where contributions are remitted to provident fund authorities in accordance with the relevant statute and charged to the Statement of Profit and Loss in the period in which the related employee services are rendered. The Company has no further obligations for future provident fund benefits in respect of these employees other than its monthly contributions.

(ii) Superannuation

This is a defined contribution plan. The Company contributes as per the scheme to superannuation fund administered by Life Insurance Corporation of India (LIC). The Company has no further obligations for future superannuation benefits other than its annual contributions and recognises such contributions as expense in the period in which the related employee services are rendered.

Defined benefit plan

(i) Gratuity

This is a defined benefit plan. Provision is based on year-end actuarial valuation using projected unit credit method. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss as income or expense.

(ii) Compensated absences

This is a defined benefit plan. Provision is based on year-end actuarial valuation using projected unit credit method. Actuarial gains/ losses are recognised immediately in the Statement of Profit and Loss as income or expense.

The present value of the defined benefit obligation denominated in ₹ is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Service cost on the Company's defined benefit plan is included in employee benefits expense. Employee contributions, all of which are independent of the number of years of service, are treated as a reduction of service cost.

Gains and losses through re-measurements of the defined benefit plans are recognised in other comprehensive income, which are not reclassified to profit or loss in a subsequent period. Further, as required under Ind AS compliant Schedule III, the Company transfers those amounts recognised in other comprehensive income to retained earnings in the statement of changes in equity and balance sheet.

Short-term employee benefits

Short-term employee benefits comprise of employee costs such as salaries, bonus etc. is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

m) Foreign currency transactions

Functional and presentation currency

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian Rupees (₹).

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit or Loss.

n) Investments in subsidiaries

The Company's investment in equity instruments in subsidiaries are accounted for at cost. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss.

o) Government grants/ Subsidy

Revenue subsidy receivable from Tea Board towards manufacture of orthodox tea is accrued on production of orthodox tea. Revenue subsidy receivable from Tea Board towards replanting activities undertaken is accounted on sanction of such subsidy by the Tea Board. Capital subsidy from Tea Board and Rubber Board is adjusted against the cost of specific depreciable assets on receipt of such subsidy.

p) Income taxes

Income tax expense comprises current and deferred income tax. Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to setoff the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

q) Provisions and contingencies

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation or it cannot be measured with sufficient reliability. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

r) Financial instruments

Financial assets

Initial recognition and measurement

Financial assets (other than trade receivables) are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through statement of profit and loss which are measured initially at fair value. Subsequent measurement of financial assets is described below. Trade receivables are recognised at their transaction price as the same do not contain significant financing component.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified and measured based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset at:

a. Amortised cost

b. Fair value through other comprehensive income (FVTOCI) or

c. Fair value through profit or loss (FVTPL)

All financial assets are reviewed for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

(i) Financial asset at amortised cost

Includes assets that are held within a business model where the objective is to hold the financial assets to collect contractual cash flows and the contractual terms gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These assets are measured subsequently at amortised cost using the effective interest method. The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Company shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

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

Includes assets that are held within a business model where the objective is both collecting contractual cash flows and selling financial assets along with the contractual terms giving rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. At initial recognition, the Company, based on its assessment, makes an irrevocable election to present in other comprehensive income the changes in the fair value of an investment in an equity instrument that is not held for trading. These elections are made on an instrument-by instrument (i.e.., share-by-share) basis. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognised in other comprehensive income. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. The dividends from such instruments are recognised in statement of profit and loss.

The fair value of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Company shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. The loss allowance shall be recognised in other comprehensive income and shall not reduce the carrying amount of the financial asset in the balance sheet.

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

Financial assets at FVTPL include financial assets that are designated at FVTPL upon initial recognition and financial assets that are not measured at amortised cost or at fair value through other comprehensive income. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply. Assets in this category are measured at fair value with gains or losses recognised in statement of profit and loss. The fair value of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Company shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. The loss allowance shall be recognised in the statement of profit and loss.

De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's standalone balance sheet) when:

a. The rights to receive cash flows from the asset have expired, or

b. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 Financial Instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.This category generally applies to borrowings.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

s) Impairment of financial assets

In accordance with Ind AS 109 Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

The Company tracks credit risk and changes thereon for each customer. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity uses the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The Company uses default rate for credit risk to determine impairment loss allowance on portfolio of its trade receivables.

Trade receivables

The Company applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables."

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided."

t) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

u) Segment reporting

The Company is engaged in plantations having tea and rubber estates. The business segments identified for segment reporting are Tea, Rubber and Others.

v) Earnings/ (loss) per share (EPS)

Basic EPS are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company (after adjusting for interest on the convertible preference shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

w) Leases

Effective from 1st April 2019, the Company adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April 2019 using the modified retrospective method on the date of initial application i.e. 1st April 2019.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Subsequently, the lease liability is measured at amortised cost using the effective interest method.

It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term."

Under Ind AS 17

Finance Lease

In the comparative period, leases are classified as Finance Lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership of the lease. All other leases are classified as Operating lease.

Operating Lease

In the comparative period, leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

ii. As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

x) Cash and cash equivalents

Cash and cash equivalent in the statement of financial position comprises of cash at banks and on hand, demand deposits, short-term deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash, which are subject to an insignificant risk of changes in value.

y) Recent accounting pronouncements

The Company has applied the following amendments for the first time for their annual reporting period commencing 01 April 2020:

- Definition of material - amendments to Ind AS 1 and Ind AS 8
- Definition of business - amendments to Ind AS 103
- Covid-19 related concessions- amendments to Ind AS 116

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly effect the current or future periods.

(All amounts in ₹ lakhs, unless otherwise stated)

3 Property, plant and equipment, intangible assets and capital work-in-progress

Particulars	Property, plant and equipment									Intangible assets	Capital work-in-progress
	Land and Development - Freehold and leasehold (Note 1 below)	Right of use assets Leasehold land	Bearer plants	Buildings	Plant and machinery	Furniture and fittings	Water supply	Vehicles	Total	Computer software	
Gross carrying amount											
Balance as at 01 April 2019	22,921.48	-	2,881.83	1,346.84	1,645.04	45.72	215.97	157.93	29,214.81	52.15	1,006.24
Additions	-	320.70	-	-	61.85	2.96	-	-	385.51	-	887.37
Transfer on capitalisation	-	-	515.34	39.39	43.99	1.79	4.18	4.55	609.24	-	(609.24)
Disposals	-	-	-	(44.80)	(89.21)	(1.07)	(15.86)	(32.25)	(183.19)	-	(16.56)
Balance as at 31 March 2020	**22,921.48**	**320.70**	**3,397.17**	**1,341.43**	**1,661.67**	**49.40**	**204.29**	**130.23**	**30,026.37**	**52.15**	**1,267.81**
Additions	-	-	-	-	1.49	5.61	-	13.34	20.44	-	1,268.66
Transfer on capitalisation	-	-	177.43	30.02	124.47	3.44	8.23	4.09	347.68	11.60	(359.28)
Disposals	-	-	-	-	(2.08)	(0.87)	(0.03)	-	(2.98)	-	-
Balance as at 31 March 2021	**22,921.48**	**-**	**3,574.60**	**1,371.45**	**1,785.55**	**57.58**	**212.49**	**147.66**	**30,391.51**	**63.75**	**2,177.19**
Accumulated depreciation/amortisation											
Balance as at 01 April 2019	-	-	137.69	267.76	701.23	19.17	63.00	78.99	1,267.84	39.94	-
Depreciation/amortisation charge for the year	**-**	**11.22**	**56.92**	**66.88**	**241.89**	**6.66**	**16.04**	**18.31**	**417.92**	**12.21**	**-**
Reversal on disposal of assets	-	-	-	(27.27)	(82.40)	(1.04)	(13.46)	(29.17)	(153.34)	-	-
Balance as at 31 March 2020	-	11.22	194.61	307.37	860.72	24.79	65.58	68.13	1,532.42	52.15	-
Depreciation/amortisation charge during the year	**-**	**11.01**	**75.67**	**73.03**	**213.57**	**5.94**	**14.64**	**14.39**	**408.25**	**2.32**	**-**
Reversal on disposal of assets	-	-	-	-	(1.24)	(0.41)	-	-	(1.65)	-	-
Balance as at 31 March 2021	**-**	**22.23**	**270.28**	**380.40**	**1,073.05**	**30.32**	**80.22**	**82.52**	**1,939.02**	**54.47**	**-**
Net carrying amount											
Balance as at 31 March 2020	**22,921.48**	**309.48**	**3,202.56**	**1,034.06**	**800.95**	**24.61**	**138.71**	**62.10**	**28,493.95**	**-**	**1,267.81**
Balance as at 31 March 2021	**22,921.48**	**(22.23)**	**3,304.32**	**991.05**	**712.50**	**27.26**	**132.27**	**65.14**	**28,452.49**	**9.28**	**2,177.19**

Notes

1 Land and development includes certain leasehold lands the value of which is not separately ascertainable. Refer note 44 .

(All amounts in ₹ lakhs, unless otherwise stated)

2 Title deeds of the immovable properties set out in the above table are in the name of Malayalam Plantations Limited (MPL)/ Harrisons Crossfield Limited (HCL) except as set out below which are in the name of the Company. Interalia, the immovable properties of MPL got transferred to and vested in Malayalam Plantations (India) Limited (MPIL) vide a Scheme of Arrangement and Amalgamation in 1978. Further, interalia the immovable properties of Harrisons Crossfield (India) Limited got transferred and vested in MPIL vide a Scheme of Arrangement and Amalgamation in 1984. The name of MPIL a Company incorporated in 1978 got changed to Harrisons Malayalam Limited in 1984.

Title deeds of the immovable properties set out in the above table, which are in the name of the Company are:

	As at 31 March 2021		As at 31 March 2020	
	Gross block	Net block	Gross block	Net block
Land and building	136.72	24.84	136.72	26.14

3 **Property, plant and equipment pledged as security**

Details of properties pledged are as per note 40.

4 **Capital work in progress**

Capital work in progress mainly represents the immature bearer plants awaiting capitalisation. The capitalised portion of the same is disclosed separately in the above table.

5 **Capitalised borrowing cost**

There is no borrowing costs capitalised during the year ended 31 March 2021 (31 March 2020: Nil).

6 **Capital commitments**

Refer note 35

		As at 31 March 2021	As at 31 March 2020
4	**Investments (Non-current)**		
	Investment in Government Securities		
	National Savings Certificate	0.01	0.01
	Treasury Savings Account	1.00	1.00
		1.01	1.01
	Current		
	Investment in equity instruments (fully paid-up)		
	Unquoted		
	i) Subsidiaries		
	Enchanting Plantations Limited	10.00	10.00
	(100,000 equity shares of ₹ 10 each)		
	Harmony Plantations Limited	5.00	5.00
	(50,000 equity shares of ₹ 10 each)		
		15.00	15.00
5	**Bank balances**		
	Balance with bank held as margin money	6.93	-
	Bank deposit on lien	1.73	1.73
		8.66	1.73

* Balance with banks in deposit accounts include deposits held as security against Letter of Credits/ Guarantee with a maturity of less than twelve months.

6	**Other financial assets (Non-current)**		
	Subsidy receivable	498.95	506.13
		498.95	506.13

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
7	**Other non-current assets**		
	(Unsecured, considered good)		
	Capital advances	16.26	25.81
	Electricity and other deposits	361.79	361.64
		378.05	387.45
8	**Inventories**		
	Finished goods	2,027.90	2,812.49
	Stores and spares *	1,410.48	1,208.42
	Nurseries	49.64	31.92
	Raw materials (Latex)	-	1.50
		3,488.02	4,054.33

* Stores and spares includes packing materials of ₹ 563.25 (31 March 2020: ₹ 518.24).

		As at 31 March 2021	As at 31 March 2020
9	**Trade receivables**		
	Unsecured		
	Considered good	1,600.62	823.25
	Credit impaired	545.95	545.95
	Less: Allowance for expected credit loss	(545.95)	(545.95)
		1,600.62	823.25
10	**Cash and cash equivalents**		
	Balance with banks		
	- In current accounts	55.88	195.67
	Cash on hand	7.65	9.45
		63.53	205.12
11	**Bank balances other than cash and cash equivalents**		
	Deposits with maturity more than 3 months but less than 12 months*	144.54	145.26
	Unpaid dividend account**	6.01	10.78
		150.55	156.04
		214.08	361.16
	For the purpose of Statement of Cash Flows, cash and cash equivalents comprises the following:		
	Balance with banks		
	- In current accounts	55.88	195.67
	Cash on hand	7.65	9.45
		63.53	205.12

* Balance with banks in deposit accounts include deposits held as security against Letter of Credits/ Guarantee with a maturity of less than twelve months.

** Not due for deposit in the investor education and protection fund.

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
12	**Other financial assets (Current)**		
	(Unsecured, considered good)		
	Advances to employees	177.54	944.03
	Claims recoverable	5.59	5.59
	Subsidy receivable	454.96	590.85
	Unbilled revenue	28.47	28.47
	Export incentive receivable	134.50	128.83
		801.06	1,697.77
	(Unsecured, considered doubtful)		
	Export incentive receivable	13.54	13.54
	Less: Provision for doubtful assets	(13.54)	(13.54)
		-	-
		801.06	1,697.77
13	**Other current assets**		
	(Unsecured, considered good)		
	Advance to suppliers	416.34	330.25
	Balances with government authorities	2,129.17	2,207.57
	Pre-payments	128.91	63.03
	Deferred replanting asset* (Refer note 22)	248.02	-
		2,922.44	2,600.85
	(Unsecured, considered doubtful)		
	Balances with government authorities	27.14	27.14
	Advance to suppliers	26.09	26.09
	Advances to body corporates	189.64	189.64
		242.87	242.87
	Less: Provision for doubtful advances	**(242.87)**	(242.87)
		2,922.44	2,600.85

* Refer note no 2(j)- Revenue Recognition. The revenue and asset recognised during the year ended is ₹ 192.97 and ₹ 248.02 respectively.

14	**Assets held for sale (Refer note 23)**		
	Disposal group*	119.00	119.00
		119.00	119.00

* Asset held for sale represents written down value of building which is proposed to be sold by the Company.

15(a)	Equity share capital	As at 31 March 2021		As at 31 March 2020	
		Number	Amount	Number	Amount
	Authorized				
	Equity Shares of ₹ 10 each	3,00,00,000	3,000.00	3,00,00,000	3,000.00
	Issued, subscribed and fully paid up				
	Equity Shares of ₹ 10 each fully paid up	1,84,55,405	1,845.54	1,84,55,405	1,845.54
	Less: Allotment money in arrears	-	(0.11)	-	(0.11)
		1,84,55,405	**1,845.43**	1,84,55,405	1,845.43

(All amounts in ₹ lakhs, unless otherwise stated)

i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount	No. of shares	Amount
Equity Share of ₹ 10 each				
Opening balance	1,84,55,405	1,845.43	1,84,55,405	1,845.43
Issue of shares during the year	-	-	-	-
Closing balance	**1,84,55,405**	**1,845.43**	1,84,55,405	1,845.43

ii) Terms/right attached to Equity Shares

The Company has issued only one class of Equity Shares having a face value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company, in proportion to their shareholding.

iii) Shareholders holding more than 5% of the aggregate shares in the Company

	As at 31 March 2021		As at 31 March 2020	
	No. of shares	% holding	No. of shares	% holding
Equity Shares of ₹ 10 each				
Rainbow Investments Limited	46,07,043	24.96%	46,60,222	25.25%
Vayu Udaan Aircraft LLP	37,95,217	20.56%	37,90,985	20.54%
Swallow Associates LLP	10,10,722	5.48%	10,10,722	5.48%

iv) There were no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issues and buy back of shares during the last 5 years immediately preceding 31 March 2021.

	As at 31 March 2021	As at 31 March 2020
15(b) Other equity		
General reserve	1,687.82	1,687.82
Securities premium account	5,002.91	5,002.91
Reserve arising from amalgamation	291.33	291.33
Housing subsidy reserve	5.26	5.26
Retained earnings	2,683.00	(930.77)
	9,670.32	6,056.55

Description of nature and purpose of each reserve

a. General reserve

General reserve was created from time to time by way of transfer of profits from retained earnings for appropriation purposes.

b. Securities premium account

The amount received in excess of face value of the Equity shares was recognised in securities premium. The reserve is utilised in accordance with the provisions of the Act.

c. Reserve arising from amalgamation

Pertains to reserve created on account of amalgation effected between erstwhile companies during 1978-79 ₹ 4.43 and 2009-10 ₹ 286.90

d. Retained earnings

Retained earnings are the profits / (loss) that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
16	**Borrowings (Non-current) (Refer note 40)**		
	Secured		
	Term loan		
	-from banks	5,984.24	6,558.70
	-from others	105.44	120.13
		6,089.68	6,678.83
	Less: Current maturities of long-term debt (Refer note 20)	(1,622.71)	(891.24)
		4,466.97	5,787.59
	Current		
	Secured		
	Cash credit from banks repayable on demand *	2,406.44	3,698.39
		2,406.44	3,698.39
	Unsecured		
	From others	1,100.00	1,000.00
		1,100.00	1,000.00
		3,506.44	4,698.39

* Secured by equitable mortgage of immovable property of the Company situated in Arapetta Estate, hypothecation of standing crop in all estates, stocks of tea, rubber, stores and spares, book debts and other movable assets both present and future.

		As at 31 March 2021	As at 31 March 2020
17	**Other financial liabilities (Non-current) (Refer note 45)**		
	Lease liability	328.52	341.95
	Less: Current lease liability	(35.84)	(35.14)
		292.68	306.81

		As at 31 March 2021	As at 31 March 2020
18	**Provisions (Non Current)**		
	Provisions for employee benefits		
	Gratuity (Refer note 43)	4,751.98	4,637.09
	Compensated absence	188.27	142.15
		4,940.25	4,779.24
	Current		
	Provisions for employee benefits		
	Gratuity (Refer note 43)	793.73	811.14
	Compensated absence	12.13	33.87
	Contingency reserve *	1,879.01	1,879.01
		2,684.87	2,724.02
	Other provisions :		
	Fringe benefit tax (Net of advance tax of ₹ 92.42, 31 March 2020: ₹ 92.42)	122.64	122.64
		122.64	122.64
		2,807.51	2,846.66

* Provision for contingency represents the potential exposure on account of legal dispute. However, the nature of the provision has not been disclosed in detail on the grounds that it is expected to prejudice the interests of the Company.

		As at 31 March 2021	As at 31 March 2020
19	**Trade payables**		
	Dues to micro enterprises and small enterprises (Refer note (a) below)	437.91	555.17
	Dues to creditors other than micro enterprises and small enterprises	3,898.03	4,260.82
		4,335.94	4,815.99

The carrying values of trade payables are considered to be a reasonable approximation of fair value.

(All amounts in ₹ lakhs, unless otherwise stated)

a) Dues to micro, small and medium enterprises pursuant to Section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006:

		31 March 2021	31 March 2020
i)	Principal amount remaining unpaid	259.93	412.59
ii)	Interest due thereon	6.70	18.26
iii)	Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year	-	-
iv)	Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	28.70	25.70
v)	Interest accrued and remaining unpaid as at the year end	177.98	142.58
vi)	Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	35.40	43.96

The above disclosure has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

		As at 31 March 2021	As at 31 March 2020
20	**Other financial liabilities(Current)**		
	Current maturities of long-term debt (Refer note 16)	1,622.71	891.24
	Interest accrued but not due on borrowings	19.32	60.93
	Unpaid dividends	6.01	10.78
	Employee benefits payable (including unpaid gratuity*)	3,257.39	4,265.12
	Derivative - Foreign exchange forward contracts	3.14	9.24
	Security deposits	512.20	561.74
	Lease Liability	35.84	35.14
		5,456.61	5,834.19

* Unpaid gratuity represents ₹ 1,534.51 (31 March 2020: ₹ 1,539.68) gratuity payable to certain employees who have not handed over the possession of the allotted official accommodation/quarters, even after 30 days of their superannuation / resignation from the Company. Based on the judicial pronouncements and legal opinion obtained, the Company is bound to discharge this liability only upon vacation of accommodation/ quarters by the employees. The management has initiated necessary measures to obtain possession of the property to discharge the liability. In the opinion of management, there is no impact in the financial statements as necessary provision is carried in the books of accounts to meet this liability.

21	**Current tax liabilities (net)**		
	Provision for income tax (net of advance tax ₹ 14,066.70, 31 March 2020: ₹ 14,015.42)	381.21	432.50
		381.21	432.50
22	**Other current liabilities**		
	Statutory dues	1,019.82	957.74
	Advance from customers	742.65	996.35
	Deferred liability cultivation rent * (Refer note 13)	248.02	-
		2,010.49	1,954.09

* Refer note no 2(j)- Revenue Recognition. The revenue and asset recognised during the year ended is ₹ 192.97 and ₹ 248.02 respectively.

23	**Liabilities directly associated with assets held for sale (Refer note 14)**		
	Advance received	972.00	972.00
		972.00	972.00

(All amounts in ₹ lakhs, unless otherwise stated)

		Year ended 31 March 2021	Year ended 31 March 2020
24	**Revenue from operations**		
	Sale of products	42,056.50	33,961.12
		42,056.50	33,961.12
	Other operating revenues		
	Tea board subsidy (Refer note (a) below)	236.10	275.19
	Export entitlements	71.38	285.84
	Sale of rubber/Grevillea trees	1,868.80	3,647.98
	Others	878.34	559.91
		3,054.62	4,768.92
		45,111.12	38,730.04

Note (a): The subsidy relates to the manufacture of orthodox tea. There are no unfulfilled conditions or other contingencies attaching to these grants.

The management determines that the segment information reported under note 47 Segment reporting is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 "Revenue from contract with Customers". Hence, no separate disclosures of disaggregated revenues are reported.

25	**Other income**		
	Interest income on bank deposits and other deposits	16.25	14.37
	Profit on sale of fixed assets	0.79	-
	Other non-operating income	265.77	598.41
		282.81	612.78
26	**Cost of materials consumed**		
	(all indigenous)		
	Inventory at the beginning of the year	1.50	-
	Add: Purchases	10,490.24	8,289.37
	Less: Inventory at the end of the year	-	1.50
	Cost of materials consumed	**10,491.74**	8,287.87
27	**Purchase of stock-in-trade**		
	Cenex / Technically Specified Rubber (TSR)	2,271.17	2,432.96
	Fruits, spices and others	5.60	1.22
		2,276.77	2,434.18
28	**Changes in inventories**		
	Inventory at the beginning of the year		
	Tea	2,047.03	1,176.64
	Rubber	765.46	358.07
		2,812.49	1,534.71
	Inventory at the end of the year		
	Tea	1,685.89	2,047.03
	Rubber	342.01	765.46
		2,027.90	2,812.49
		784.59	(1,277.78)

(All amounts in ₹ lakhs, unless otherwise stated)

		Year ended 31 March 2021	Year ended 31 March 2020
29	**Employee benefits expense**		
	Salaries and wages	13,642.92	14,155.08
	Contribution to provident fund and other funds	1,388.86	1,325.94
	Gratuity (Refer note 43)	637.20	577.65
	Staff welfare expenses	442.71	422.12
		16,111.69	16,480.79
30	**Finance costs**		
	Finance charges	1,304.83	1,545.22
	Other borrowing cost	54.76	45.29
		1,359.59	1,590.51
31	**Depreciation and amortisation expense**		
	Depreciation of property, plant and equipment (Refer note 3)	408.25	417.92
	Amortisation of intangible assets (Refer note 3)	2.32	12.21
		410.57	430.13
32	**Other expenses**		
	Consumption of stores and spare parts	1,890.26	1,849.65
	Consumption of packing material	830.52	840.49
	Contract costs	1,372.58	1,523.68
	Power and fuel	2,129.19	2,194.90
	Rent (Refer note 45)	84.32	77.49
	Rates and taxes	125.57	134.88
	Repairs and maintenance		
	- Buildings	350.23	304.33
	- Plant and machinery	345.19	353.64
	- Others	78.68	74.68
	Insurance	119.92	90.63
	Travelling and conveyance	481.43	650.56
	Legal and professional charges	336.24	540.44
	Payments to statutory auditor (Refer note 37)	24.10	24.10
	Brokerage and discount	201.40	218.22
	Commission to selling agent	8.83	19.62
	Freight and transportion charges	1,018.87	905.43
	Directors' sitting fees (Refer note 38)	8.90	5.70
	Allowance for bad and doubtful debts	-	36.21
	Fair value loss on foreign exchange forward contracts	3.14	9.24
	Loss on sale of assets	-	22.92
	Miscellaneous expenses*	505.02	591.65
		9,914.39	10,468.46

* Includes ₹ 39.00 (31 March 20: Nil) contributed to electoral trust in compliance with section 182 of Companies Act 2013

(All amounts in ₹ lakhs, unless otherwise stated)

33 Fair value measurements

(i) Financial instruments by category

The carrying value and fair value of financial instruments by categories were as follows:

Particulars	Note	As on 31 March 2021			As on 31 March 2020		
		Amortised cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI	Amortised cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI
Assets:							
Investments	4	16.01	-	-	16.01	-	-
Cash and cash equivalents	10	63.53	-	-	205.12	-	-
Bank balances other than cash and cash equivalents	5, 11	159.21	-	-	157.77	-	-
Trade receivable	9	1,600.62	-	-	823.25	-	-
Loans							
Other financial assets	6,12						
Advances to employees		177.54	-	-	944.03	-	-
Claims recoverable		5.59	-	-	5.59	-	-
Subsidy receivable		953.91	-	-	1,096.98	-	-
Unbilled revenue		28.47	-	-	28.47	-	-
Export entitlement		134.50	-	-	128.83	-	-
Total		**3,139.38**	**-**	**-**	3,406.05	-	-
Liabilities:							
Borrowings	16	9,596.12	-	-	11,377.22	-	-
Trade payable	19	4,335.94	-	-	4,815.99	-	-
Other financial liabilities	17, 20						
Unpaid dividend		6.01	-	-	10.78	-	-
Interest accrued but not due on borrowings		19.32	-	-	60.93	-	-
Employee benefits payable		3,257.39	-	-	4,265.12	-	-
Derivative - Foreign exchange forward contracts		-	3.14	-	-	9.24	-
Lease Liability		328.52	-	-	341.95	-	-
Security deposits		512.20	-	-	561.74	-	-
Total		**18,055.50**	**3.14**	**-**	21,433.73	9.24	-

Assets:

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, other financial liabilities and working capital loans approximate the carrying amount largely due to short-term maturity of this instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

(ii) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that for amortised cost instruments, fair value approximate largely to the carrying amount.

(iii) Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(All amounts in ₹ lakhs, unless otherwise stated)

a) Assets and liabilities measured at fair value - recurring fair value measurement

As at 31 March 2021	Notes	Level 1	Level 2	Level 3	Total
Derivatives measured at fair value					
Foreign exchange forward contracts	20	-	3.14	-	3.14

As at 31 March 2020	Notes	Level 1	Level 2	Level 3	Total
Derivatives measured at fair value					
Foreign exchange forward contracts	20	-	9.24	-	9.24

(iv) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of foreign exchange forward contracts is determined using market observable inputs, including prevalent forward rates for the maturities of the respective contracts and interest rate curves as indicated by banks and third parties.

34 Scheme of Amalgamation ('Scheme')

The composite scheme of arrangement and amalgamation amongst Harrisons Malayalam Limited (HML) and Enchanting Plantations Limited (100% subsidiary of HML) and Malayalam Plantations Limited (100% subsidiary of Enchanting Plantations Limited) and Harmony Plantations Limited (100% subsidiary of HML) and their respective shareholders and their creditors ("the Scheme"), pending before the National Company Law Tribunal from 9 March 2017, were dismissed by the Tribunal vide order dated 16 December 2019 without prejudice to the Company's right to file any fresh application.

35 Contingent liabilities and commitments

		As at March 31, 2021	As at March 31, 2020
a)	**Contingent liabilities**		
1	**Claims against the Company not acknowledged as debt**		
i)	Employee related	487.44	418.02
ii)	Disputed income tax matters (Refer note (a)(ii))	3,052.30	2,524.30
iii)	Sales tax matters (Refer note (a) (iii))	2,776.41	2,776.41
2	**Others**		
i)	Outstanding bills discounted with bank	68.20	70.36
		6,384.35	5,789.09

(a) (ii) Certain expenditure have been disallowed and Income has been added by the Income tax authorities during assessment proceedings for earlier years and tax demands were raised against the company. The Company is contesting/filed appeal against these demands and the same are pending before various appellate authorities.

(a) (iii) The sales tax department has denied certain claims made by the company in earlier years and raised demand against the company. The Company's appeal against the said demands are pending before appellate authorities.

In the opinion of management the outcome of the above litigations will be favourable to the company, hence no provision is considered necessary in the financial statements.

b)	**Commitments**		
i)	Estimated amount of contracts remaining to be executed on Capital Account and not provided for, net of advance payments ₹ 16.26 (Previous year ₹ 25.81)	27.93	13.84
		27.93	13.84

36	**Earnings per share (EPS) (basic and diluted)**		
a)	Profit after tax attributable to equity shareholders	4,044.59	928.66
b)	Weighted average number of shares outstanding	1,84,55,405	1,84,55,405
c)	Nominal value of shares (₹)	10	10
d)	Basic earning per share (₹)	21.92	5.03
e)	Number of equity shares used to compute diluted earnings per share	1,84,55,405	1,84,55,405
f)	Diluted earnings per share (₹)	21.92	5.03

(All amounts in ₹ lakhs, unless otherwise stated)

37 Remuneration to auditors

	As at March 31, 2021	As at March 31, 2020
As auditor		
Audit fee (including audit of consolidated financial statements)	14.00	14.00
Tax audit fee	3.50	3.50
Limited review fee	6.00	6.00
Other services	0.60	0.60
	24.10	24.10

38 Related party disclosures

a) Names of related parties and nature of relationship:

Nature of relationship	Name of related party
Wholly owned subsidiaries	Enchanting Plantations Limited (EPL) Harmony Plantations Limited (HPL) Malayalam Plantations Limited (MPL) (100% subsidiary of EPL)
Key Managerial Personnel(KMP)	Mr. Venkitraman Anand (Whole Time Director) Mr. Cherian M George (Whole Time Director) Mr. Jyoteendra Mansukhlal Kothary (Director) Mr. Golam Momen (Director) Mr. Vinayaraghavan Corattiyil (Director) Mr. Padmanabhapanicker Rajagopalan (Director) Mr. Kaushik Roy (Director) Ms. Rusha Mitra (Additional Director) (from 11 February 2021) Ms. Kusum Dadoo (Additional Director) (upto 4 February 2021) Mr. V. Venugopal (Manager) (upto 13 August 2020)

b) Transactions with related parties

Transaction	Related Party	Year ended 31 March 2021	Year ended 31 March 2020
Remuneration to key managerial personnel (Refer note a below)	Mr. Venkitraman Anand	90.51	88.68
	Mr. Cherian M George	47.83	50.76
	Mr. V. Venugopal	18.83	71.87
	Mr. N. Dharmaraj	-	50.13
Sitting fees paid	Mr. Jyoteendra Mansukhlal Kothary	1.60	1.50
	Mr. Golam Momen	1.60	1.20
	Mr. Vinayaraghavan Corattiyil	1.40	0.40
	Mr. Padmanabhapanicker Rajagopalan	1.40	0.60
	Mr. Kaushik Roy	1.20	0.60
	Ms. Rusha Mitra	0.40	-
	Ms. Kusum Dadoo	1.30	1.40

c) Balances with related parties

Transaction	Related Party	As at 31 March 2021	As at 31 March 2020
Investment in subsidiaries	Enchanting Plantations Limited (EPL)	10.00	10.00
	Harmony Plantations Limited (HPL)	5.00	5.00
Remuneration payable	Mr. Venkitraman Anand	5.31	3.79
	Mr. Cherian M George	-	2.31
	Mr. V. Venugopal	-	2.15

Notes: a) Remuneration paid to KMP excludes provision for/contribution to gratuity and compensated absences which are based on actuarial valuation done on an overall company basis (cannot be individually identified) are excluded in the disclosure above.

(All amounts in ₹ lakhs, unless otherwise stated)

39 Deferred/Current tax

(i) The Company has not recognised any deferred tax asset in respect of unabsorbed depreciation/ brought forward losses and other temporary differences in accordance with Ind AS 12 “Income Taxes” in the absence of reasonable certainty that probable taxable profit will be available against which the deductible temporary difference can be utilised.

(ii) The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961, as introduced by the Taxation Laws (Amendment) ordinance 2019. hence the Company has not accounted for MAT liability.

Unused tax losses for which no deferred tax asset has been recognised:

The Company has unabsorbed business loss of ₹ 2,596.79, under the provisions of Income-tax Act, 1961 and ₹ 13,668.69, under the provisions of Kerala Agricultural Income Tax Act, 1991 which expires on the 8th year from the end of the relevant assessment year.

The Company has unabsorbed depreciation loss under the provisions of Income-tax Act, 1961 amounting to ₹ 2,350.67, which has no limit for expiry.

40 Details of security, repayment terms, applicable interest rates

Term loan from banks - Non-current

a. Loan availed of ₹ 4,000.00 during the 2013 - 14 is repayable in 24 quarterly instalments repayable as 6 quarterly instalments of ₹ 50.00 commencing from June 2015 upto September 2016, 4 quarterly instalments of ₹ 100.00 from December 2016 to September 2017, 8 quarterly instalment of ₹ 200.00 from December 2017 to September 2019,4 quarterly instalments of ₹ 250.00 from December 2019 to September 2020 and 2 quarterly final instalments of ₹ 350.00 from December 2020 to March 2021, is secured by equitable mortgage of immovable properties of the Company situated in Kumbazha estate. Due to moratorium received, the repayment schedule was restated and 2 final installments of ₹ 350.00 each for June and September 2021 are remaining.The loan carries an interest rate of MCLR plus applicable spread payable on a monthly basis from disbursement of the loan. Year end balance is ₹ 700.00 (as at 31 March 2020 : ₹ 1,200.00).

b. Loan availed of ₹ 1,223.48 during 2017-18 and ₹ 1776.52 during 2018 - 19 is repayable in 24 equal quarterly instalments commencing from June 2019, is secured by equitable mortgage created on immovable properties of the Company situated in Kollam, Fort Kochi and Coimbatore.The loan carries an interest rate of MCLR plus applicable spread payable on a monthly basis from disbursement of the loan.Year end balance of the loan is ₹ 2,227.31 net of processing fees (As at 31 March 2020 : ₹ 2,466.08)

c. Loan availed of ₹ 3,000.00 during 2018 - 19 is repayable in 20 quarterly instalments repayable as 8 quarterly instalments of ₹ 25.00 commencing from September 2019 upto December 2021, 8 quarterly instalments of ₹ 225.00 from March 2022 upto December 2023 and 4 quarterly final installments of ₹ 250.00 from March 2024 upto December 2024, is secured by a charge created on immovable property of the Company situated at Kumbazha rubber estate, Kerala. The loan carries an interest of MCLR plus applicable spread payable on a monthly from the disbursement of the loan. Year end balance of the loan is ₹ 2,850.24 net of processing fee (As at 31 March 2020 : ₹ 2,892.62)

d. The Company has availed the moratorium on term loan facilities offered by banks as part of COVID-19 regulatory package announced by RBI vide Circular DOR.No.BP.BC.47/21.04.048/2019-20 dated March 27, 2020 and Circular DOR.No.BP.BC.63/21.04.048/2019-20 dated April 17, 2020. The interest accrued during the moratorium period was converted in to a deferred interest term loan and is repayable over the balance tenure of the term loans. The amount outstanding as on 31st March 2021 is ₹ 206.69 (As on 31 March 2020: Nil) .

e. Interest rate on term loan range between 11.90 to 9.55% (As at 31 March 2020: 10.50% to 12 %)

Term loan from others

Term loan from others are secured by hypothecation of assets acquired out of these loans which are repayable in equated monthly instalments (ranging between 3 to 5 years) along with the applicable interest rates (ranging between 8.5% to 13.55%).

Particulars	**As at 31 March 2021**	As at 31 March 2020
Repayment terms for term loans from others		
Payable in 0-1 year	61.40	91.24
Payable in 1-2 years	30.75	23.10
Payable in 2-3 years	10.60	5.45
Payable in 3-4 years	2.69	0.34
	105.44	**120.13**

(All amounts in ₹ lakhs, unless otherwise stated)

41 Capital management

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

Particulars	As at 31 March 2021	As at 31 March 2020
Long term borrowings	4,466.97	5,787.59
Current maturities of long-term debt	1,622.71	891.24
Short term borrowings	3,506.44	4,698.39
Less: Cash and cash equivalents	(63.53)	(205.12)
Less: Bank balances other than cash and cash equivalents	(157.48)	(156.04)
Net debt (A)	**9,375.11**	11,016.06
Equity	1,845.43	1,845.43
Other equity (excluding revaluation reserve)	9,670.32	6,056.55
Equity (B)	**11,515.75**	7,901.98
Capital and net debt (A + B)	**20,890.86**	18,918.04
Gearing ratio (A/(A+B))	**45%**	58%

42 Financial risk management

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on it's financial performance. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

The risk management activity focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets.

The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

(A) Credit risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables as summarised below:

Assets under credit risk	As at 31 March 2021	As at 31 March 2020
Investments	16.01	16.01
Bank balances	8.66	1.73
Trade receivables	1,600.62	823.25
Cash and cash equivalents	63.53	205.12
Bank balances other than cash and cash equivalents	159.21	157.77
Other financial assets	1,300.01	2,203.90
Total	**3,148.04**	3,407.78

A1 Trade receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India and outside India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, 'Financial Instruments', the Company uses expected credit loss model to assess the impairment loss or gain. The provision for expected credit loss takes into account available external and internal credit risk factors including the credit ratings of the various customers and Company's historical experience for customers.

Particulars	As at 31 March 2021	As at 31 March 2020
Loss allowance as at the beginning	545.95	509.75
Changes in loss allowance	-	36.20
Loss allowance as at the end	**545.95**	545.95

(All amounts in ₹ lakhs, unless otherwise stated)

Financial assets that are neither past due nor impaired

Cash and cash equivalents, loans and advances to employees and other financial assets are neither past due nor impaired.

Financial assets that are past due but not impaired

There are no other classes of financial assets that is past due but not impaired.

(B) Liquidity risk

Liquidity risk is that the Company might be unable to meet its obligations. The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows on a day-to-day business. The data used for analyzing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on a monthly, quarterly, and yearly basis depending on the business needs. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

Maturities of financial liabilities

As at 31 March 2021	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	5,112.26	4,483.86	-	9,596.12
Trade payables	4,335.94	-	-	4,335.94
Other financial liabilities	3,833.90	153.46	139.22	4,126.58
Total	**13,282.10**	**4,637.32**	**139.22**	**18,058.64**

As at 31 March 2020	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	5,576.93	5,558.78	241.52	11,377.23
Trade payables	4,815.99	-	-	4,815.99
Other financial liabilities	4,942.95	134.05	172.76	5,249.76
Total	**15,335.87**	**5,692.83**	**414.28**	**21,442.98**

(C) Market risk

The Company is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risk, which result from both its operating and investing activities.

(i) Foreign currency sensitivity

The Company operates internationally and has transactions in USD and Euro currency and consequently the Company is exposed to foreign exchange risk through its sales to overseas customers. The exchange rate between the rupee and foreign currencies may fluctuate substantially in the future. Consequently, the results of the Company's operations are adversely affected as the rupee appreciates/depreciates against these currencies.

Foreign currency denominated financial assets which expose the Company to currency risk are fully hedged by derivative cover.

Foreign currency denominated financial assets and liabilities which expose the Company to currency risk are disclosed below. These include outstanding derivatives contracts entered into by the Company and unhedged foreign currency exposures.

Included In	Currency	As at 31 March 2021		As at 31 March 2020	
		Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Financial assets					
Trade receivables	USD	3.65	267.75	1.77	133.42
	EURO	0.68	58.86	0.30	25.08

Conversion rates	Financial assets	
	USD	EUR
As at 31 March 2021	73.31	85.97
As at 31 March 2020	75.37	83.08

(All amounts in ₹ lakhs, unless otherwise stated)

Sensitivity

The following table details the Company's sensitivity to a 1% increase and decrease in the ₹ against the relevant foreign currencies. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where ₹ strengthens 1% against the relevant currency. For a 1% weakening of ₹ against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Particulars	Increase	Decrease	Increase	Decrease
	31 March 2021	31 March 2021	31 March 2020	31 March 2020
Sensitivity				
INR/USD	2.68	(2.68)	1.33	(1.33)
INR/EURO	0.58	(0.58)	0.25	(0.25)

Derivative financial instruments

The Company holds derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace.

The following table gives details in respect of outstanding foreign exchange forward contracts:

Particulars **Forward contracts** (Denominated in foreign currency, value presented in ₹)	As at 31 March 2021	As at 31 March 2020
In USD	343.41	434.62
In EURO	58.97	143.12

The foreign exchange forward contracts mature within twelve months. The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the Balance Sheet date:

USD **Particulars** (Denominated in foreign currency, value presented in ₹)	As at 31 March 2021	As at 31 March 2020
Not later than one month	163.38	406.84
Later than one month and not later than three months	180.03	27.78
Later than three months and not later a year	-	-

EURO **Particulars** ((Denominated in foreign currency, value presented in ₹)	As at 31 March 2021	As at 31 March 2020
Not later than one month	-	118.04
Later than one month and not later than three months	58.97	25.08
Later than three months and not later a year	-	-

(ii) Interest rate risk

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments' - Disclosures. As neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

43 Employee benefit obligations

The Company has provided for the gratuity liability and leave encashment liability (defined benefit plan), as per actuarial valuation carried out by an independent actuary on the Balance Sheet date.

(All amounts in ₹ lakhs, unless otherwise stated)

a) Defined contribution Plan

The company makes contribution to statutory provident fund as per Employees Provident Fund and Miscellaneous Provision Act, 1952 for its employees. Also the company makes contribution to superannuation fund for its employees. This is a defined contribution plan as per Ind AS 19, Employee benefits. Total contribution made during the year ₹ 1,388.86 (31 March 2020: ₹ 1,325.94).

b) Defined benefit plans

The company has provided for gratuity and leave encashment liability, for its employees as per actuarial valuation carried out by an independent actuary on the Balance Sheet date. The valuation has been carried out using the Project Unit Credit Method as per Ind AS 19 to determine the present value of Defined Benefit Obligations and the related current service cost. This is a defined benefit plan as per Ind AS 19.

The gratuity plan is governed by the provisions of the Payment of Gratuity Act, 1972 (as amended from time to time). Employees are entitled to all the benefits enlisted under this Act.

c) Sensitivity analysis

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary overtime. Thus, the company is exposed to various risks in providing the above benefit which are as follows:

i) Interest rate risk

The plan exposes the company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability as shown in financial statements.

ii) Liquidity risk

This is the risk when the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash/cash equivalents to meet the liabilities or holding of illiquid assets not being sold in time.

iii) Salary escalation risk

The present value of the defined benefit plan is calculated with the assumption of salary increase rate of employees in future. Deviation in the rate of interest in future for employees from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

iv) Demographic risk

The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

v) Regulatory risk

Gratuity benefits are paid in accordance with the requirements of the Payment of Gratuity Act,1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts.

	As at 31 March 2021	As at 31 March 2020
Changes in the present value of the defined benefit obligation are as follows:		
Projected benefit obligation at the beginning of the year	5,448.23	4,832.80
Interest cost	336.98	288.56
Current service cost	300.22	289.09
Benefits paid	(970.54)	(854.74)
Actuarial loss	430.82	892.52
Projected benefit obligation at the end of the year	**5,545.71**	**5,448.23**
Unfunded	**5,545.71**	**5,448.23**
Components of net gratuity costs are:		
Current service cost	300.22	289.09
Interest cost	336.98	288.56
Net amount recognised in the income statement	**637.20**	**577.65**

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Premeasurements		
Net actuarial loss	430.82	892.52
Net amount recognised in other comprehensive income	**430.82**	**892.52**
Total gratuity cost recognised	**1,068.02**	**1,470.17**
Principal actuarial assumptions used:		
a) Discount rate	6.79%	6.55%
b) Long-term rate of compensation increase	5.00%	5.00%
c) Attrition rate	3.00%	3.00%
d) Mortality rate	Indian Assured Lives Mortality (2006-2008)	

The estimates of rate of escalation in salary considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary. The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

The significant actuarial assumptions for the determination of the defined benefit obligation are the attrition rate, discount rate and the long-term rate of compensation increase. The calculation of the net defined benefit liability is sensitive to these assumptions. The following table summarises the effects of changes in these actuarial assumptions on the defined benefit liability at 31 March 2021.

Gratuity

Particulars	**Year ended 31 March 2021**		**Year ended 31 March 2020**	
	Increase	**Decrease**	**Increase**	**Decrease**
Discount rate (- / + 0.5%)	5,393.75	5,705.85	5,294.72	5,609.83
Salary growth rate (- / + 0.5%)	5,706.70	5,390.64	5,611.85	5,291.02
Attrition rate (- / + 0.5%)	5,557.82	5,533.60	5,459.36	5,437.09
Mortality rate (- / + 10%)	5,571.56	5,519.86	5,473.28	5,423.18

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and type of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

44 No adjustment is required to be made in the accounts in respect of :

44 (A)

a. An area of 807 hectares (approximately) [31 March 2020: 807 hectares (approximate)], which is on a leasehold tenure falls under the provisions of the Gudalur Jenmam Estate (Abolition and Conversion into Ryotwari) Act, 1969. Company's appeal challenging the Order of the Settlement Officer rejecting its application for Patta was allowed by the District Court, Ooty and the matter is now remanded for denovo enquiry. The Settlement Officer by its order dated 22.10.2019 once again rejected the application for Patta. An appeal has been filed before the District Court, Ooty challenging the said order and the same is pending. Meanwhile, Madras High Court held that out of this area, the notification of 335 Hectares (31 March 2020: 335 Hectares) as forest by the Settlement Officer is valid and has directed that in the event of patta being granted in respect of the notified areas the same will stand modified to that extent.

b. An area of 2588 hectares (approximately) [31 March 2020: 2588 hectares (approximate)] liable to be surrendered to the Government of Kerala under the Kerala Private Forests (Vesting and Assignment) Act, 1971, as the appeals relating to this area are pending in the High Court of Kerala.

c. An area of 535 hectares (approximate) [31 March 2020: 535 hectares (approximate)] in respect of which cases filed by Janmies (original owners) of Lahai Estate challenging the validity of the lease is pending before the Sub-Court,

(All amounts in ₹ lakhs, unless otherwise stated)

Pathanamthitta and High Court of Kerala.

d. An area of 1982.45 hectares (31 March 2020: 1982.45 hectares) of Mooply Valley estates notified by the Government of Kerala for resumption alleging violation of lease conditions as proceedings has been stayed by the Sub Court, Irinjalakuda.

e. An area of 3123 hectares (31 March 2020: Nil) in respect of which a civil suit filed by Government of Kerala for declaration of title and recovery of possession in respect of Kumbazha,Koney and Lahai rubber estates in Pathanamathitta district is currently pending consideration before the Subordiante Judges Court, Pathanamthitta.

f. An area of 2554 hectares (31 March 2020: Nil) in respect of which a civil suit filed by Government of Kerala for declaration of title and recovery of possession in respect of Isfield,Venture and Nagamallay rubber estates in Kollam district is currently pending consideration before Subordinate Judges Court, Punalur.

The above litigations are considered as Key audit matter.

44 (B)

a. An area of 178 hectares (approximately) [31 March 2020: 178 hectares (approximate)] deemed to have been vested with the Government of Kerala pursuant to Kerala Private Forests (Vesting and Assignment) Act, 1971, as the Company's claim for the exclusion of the area from the purview of the Act is pending decision of the Forest Tribunal,Palghat and restoration by the Forest Department.

b. The Vythiri Taluk Land Board's order directing the Company to surrender 707 hectares (approximately) [31 March 2020: 707 hectares (approximate)] as excess land under the Kerala Land Reforms Act, 1963 has been set aside by the High Court of Kerala on a revision petition filed by the Company and the matter has been remanded to the Vythri Taluk Land Board for fresh consideration and disposal.

c An area of 415 hectares (approximately) [31 March 2020: 415 hectares (approximate)] held to be surplus under the Tamil Nadu Land Reforms (Fixation of Ceiling on Land) Act, 1961 as the Special Land Tribunal, Madras has remanded the matter for fresh consideration by the Authorised Officer, Coimbatore.

d. An area of 1074.18 hectares (approximate) [31 March 2020: 1074.18 hectares (approximate)] in respect of which cases filed by Janmies (original owners) of Koney, Kaliyar and Arrapetta Estates challenging the validity of the lease is pending before the Sub-Court, Pathanamthitta , Sulthan Bathery, Thodupuzha and High Court of Kerala.

e. The Government of Kerala vide G.O dated 27.06.2018 waived the levy of Seigniorage on rubber trees cut and removed from the rubber plantations. A writ petition has been filed before the Hon'ble High Court of Kerala challenging the said Government Order and the Hon'ble Court by interim order dated 18.02.2019 has permitted felling of trees on condition that a bond undertaking to pay Seigniorage is furnished to the Government of Kerala, if ultimately the writ petition is allowed. The matter is pending consideration.

f. The Government by order dated 04.01.2008 directed the Company to remit an amount ₹ 96.84 alleging violation of lease condition in Mooply Valley Estates. The said order has been challenged before the Sub Court, Irinjalakuda and by order dated 08.04.2008 granted temporary prohibitory injunction restraining Government from taking any further action. On appeal filed by the Government, the Hon'ble High Court by judgment dated 04.08.2008 sustained the order of injunction and directed the Company to furnish security for ₹ 96.84 and accordingly the Company has furnished bank guarantee for the said amount and the suit is still pending.

g. An extent of approximately 142 Hectares of rubber planted area in Kumbazha Estate has been encroached by the members of Sadhu Jana Vimochana Samyuktha Vedi in 2007 and the Company filed a writ petition seeking eviction of the encroachers and Police protection to its property. By judgment dated 24.08.2007, the Hon'ble High Court directed the Government to evict the encroachers. However, the said direction was not complied with and a contempt case in this connection is still pending consideration before the Hon'ble High Court.

h. The Special Officer appointed by the Government had issued a notice under the Kerala Land Conservancy Act, for inspecting the properties of the company in Wayanad District. The company challenged the notice before the Hon'ble High Court of Kerala and by judgment dated 11.04.2018 the said notice was set aside by the Hon'ble Court. The Government filed a review petition in the matter and by order dated 06.08.2018 the Hon'ble Court directed the Company to file its objections to the inspection notice. Accordingly the Company has filed its detailed objection with relevant documents and the same is pending with the Special Officer.

In the opinion of the management the outcome of above litigations will be in favour of the Company and there is no financial impact.

45 Lease

a. The Company has adopted Ind AS 116 on "Leases" with effect from 01 April, 2019 by applying it to all applicable

(All amounts in ₹ lakhs, unless otherwise stated)

contracts of leases existing on 01 April, 2019 by using modified retrospective approach .

b. The Company has recognised and measured the Right-of-Use (ROU) asset and the lease liability over the remaining lease period and payments discounted using the incremental borrowing rate as at the date of initial application. .For financial year ended 31 March, 2021, the depreciation for the ROU asset is ₹ 11.01 (31 March 2020:₹ 11.22) and finance costs for interest accrued on lease liability is ₹ 38.97 (31 March 2020:₹ 38.48).

c. Lease payments amounting to ₹ 52.44 not recognised as a liability being short term or low value in nature and ₹ 31.88 not recognised as a liability being the same pertains to perpetual lease agreement.

d. Maturity analysis of the discounted cash flow of the lease liabilities

Particulars	Minimum lease payments	
	31 March 2021	31 March 2020
Not later than 1 year	35.84	35.14
Later than 1 and not later than 5 years	190.25	147.73
Later than 5 years	1,015.74	1094.11
	1,241.83	**1,276.98**

46 COVID-19 and its impact

World Health Organisation declared COVID–19 to be a global pandemic in March 2020. The spread of COVID–19 had impacted the normal operations of businesses in many countries, including India. During the year ,the country witnessed several disruptions in normal operations due to lockdowns imposed by the Central Government & various State Governments in the form of restrictions to movement of people, transportation and supply chain along with other stringent measures to contain COVID–19 spread.

The Company is engaged in the business of manufacturing tea and rubber. Tea is an essential commodity and rubber is consumed by industries in the health care sector for manufacture of surgical gloves, condoms, catheters, and other health care products which are part of essential commodities, therefore the pandemic has so far had minimal impact on the business operations of the Company. With improved efficiency in overall operations and higher price realizations, the Company has achieved higher profit margin in the current year .

Management had made an assessment of the possible impact of current second wave of COVID–19 on the business operations of the Company and significant accounting judgments and estimates were made based on prudence. In the opinion of the management there was no impact on financial results on carrying value of property plant and equipment, recoverability of receivables, realizability of inventory and other current assets. Management will continue to monitor future material changes to economic conditions and its impact thereon, on the Company's operations.

47 Segment information

Management currently identifies the Company's three business lines as its operating segments: Tea, Rubber and others.

Other Segment comprise of Fruits, Spices and others and Wayanad Medical Fund.

Segment information for the reporting period is as follows:

		Year ended 31 March 2021			Year ended 31 March 2020		
A	**Segment revenues and profits**	**Tea**	**Rubber**	**Others**	**Tea**	**Rubber**	**Others**
	Revenue						
	From external customers	22,847.19	22,052.45	211.48	17,716.57	20,682.49	330.98
	Other income	129.15	37.87	100.54	451.95	37.66	108.80
	Segment revenues	**22,976.34**	**22,090.32**	**312.02**	18,168.52	20,720.15	439.78
	Cost of material consumed	3,618.47	6,872.87	0.40	2,698.31	5,589.56	-
	Purchases of stock-in-trade	-	2,276.77	-	-	2,434.18	-
	Changes in inventories	361.15	423.44	-	(869.58)	(408.20)	-
	Employee benefits expense	10,344.92	5,687.77	79.00	10,259.00	6,154.17	67.62
	Depreciation and amortization expense	280.55	131.02	-	277.28	83.83	69.02
	Other expenses	7,084.46	2,738.93	91.00	7,607.15	2,761.53	99.78
	Segment profits/(losses)	**1,286.79**	**3,959.52**	**141.62**	(1,803.64)	4,105.08	203.36

(All amounts in ₹ lakhs, unless otherwise stated)

B Segment assets and liabilities

	As at 31 March 2021			
	Tea	Rubber	Others	Unallocated
Segment assets	28,615.95	11,390.65	321.51	357.74
Segment liabilities	8,752.91	9,221.55	117.58	11,078.06

	As at 31 March 2020			
	Tea	Rubber	Others	Unallocated
Segment assets	28,637.32	10,848.48	346.55	497.09
Segment liabilities	9,762.50	9,615.52	133.58	12,915.86

Income/expenses of a financial nature, and the assets/liabilities they are attributable to, have not been allocated to any segment as they are managed on a Company basis. Current taxes, deferred taxes and items of income and expense have not been allocated to any segment since these items are also managed on a Company basis.

C The totals presented for the Company's operating segments reconcile to the key financial figures as presented in its financial statements as follows:

C1	Reconciliation of profit	Year ended 31 March 2021	Year ended 31 March 2020
	Segment profit	5,387.93	2,504.80
	Add/(less):		
	Interest Expense	(1,359.59)	(1,590.51)
	Unallocable Income	16.25	14.37
	Profit before tax	**4,044.59**	**928.66**
C2	**Reconciliation of segment assets**		
	Total reportable segment assets	40,328.11	39,832.35
	Cash and cash equivalents	63.53	205.12
	Bank balances other than cash and cash equivalents	150.55	156.04
	Current investments	15.00	15.00
	Non-current investments	1.01	1.01
	Non-current bank balances	8.66	1.73
	Other-current assets	118.99	118.19
	Total assets	**40,685.85**	40,329.44
C3	**Reconciliation of segment liabilities**		
	Total reportable segment liabilities	18,092.04	19,511.60
	Non-current borrowings including current maturities	6,089.68	6,678.83
	Current borrowings	3,506.44	4,698.39
	Provisions	122.64	122.64
	Other current liabilities	1,359.30	1,416.00
	Total liabilities	**29,170.10**	32,427.46

D The revenues from external customers are divided into the following geographical areas:

	Year ended 31 March 2021	Year ended 31 March 2020
India (country of domicile)	40,927.70	32,744.92
Outside India	4,183.42	5,985.12
	45,111.12	38,730.04

(All amounts in ₹ lakhs, unless otherwise stated)

E Non-current assets are divided into the following geographical areas (Refer note below):

	As at 31 March 2021	As at 31 March 2020
India (country of domicile)	31,017.01	30,149.21
Outside India	-	-
	31,017.01	**30,149.21**

Reportable assets for the purpose of this note constitute non-current assets other than financial assets.

F Revenue from major customers

There are no customers contributing to 10 percent or more of Company's revenues from product sale.

48 Disclosure pursuant to Securities (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act read with the Companies (Meeting of Board and its powers)rules 2014 are as follows;-

i) Details of investments are given in note 4.

ii) Details of loans given are - Nil

iii) Details of guarantees given are - Nil

49 Prior year comparitives

The previous year's figures have been regouped and reclassified, wherever necessary to conform to current year's presentation.

This is the summary of accounting policies and other explantatory information referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

INDEPENDENT AUDITORS' REPORT

To the Members of Harrisons Malayalam Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Harrisons Malayalam Limited ('the Holding Company') and its subsidiaries Enchanting Plantations Limited and Harmony Plantations Limited (the Holding Company and its subsidiaries together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at 31 March 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Loss), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group, as at 31 March 2021, and their consolidated profit (including Other Comprehensive Loss), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, 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 on these matters.

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

Key audit matters	How our audit addressed the key audit matters
1. Land Litigations The Plantation Companies holds significant land for their operations as disclosed in note 3 to the consolidated financial statements. The significant land holding are inherently prone to litigation risk. As disclosed in note 44(A) of the consolidated financial statements, the Holding Company has pending litigations with various courts, involving 11,589.45 hectares of land which is significant considering the total area of cultivable land. The land litigations involve interpretation of various land laws applicable in the State of Kerala and Tamil Nadu. We focused on this area as the eventual outcome of the litigations is uncertain and the positions taken by the management are based on the application of the material judgement and reliance on legal opinions obtained. Accordingly, unexpected adverse outcomes may significantly impact the operations of the Holding Company and hence it has been considered as a key audit matter.	**Our audit procedures included, but were not limited to, the following:** • We obtained an understanding of the management process for ascertaining the outcome of the land litigations and process performed by the management for its assessment. • Evaluated and tested controls around management's assessment of the outcome of the land litigations and testing performed. • Obtained an understanding of the nature of litigations pending against the Holding Company and discussed the key developments during the year for key litigations with the management and respective legal counsels handling such cases on behalf of the Holding Company. Tested the independence, objectivity and competence of such management experts involved. • We also monitored and considered the external information sources to conform our understanding of litigations.

Key audit matters	How our audit addressed the key audit matters
	• On a sample basis, obtained and reviewed the necessary evidence which includes correspondence with the external legal counsels and where necessary, inspected minutes of case proceedings available, to support the decisions and rationale of such litigation selected for testing. • Reviewed each attorney response obtained as above to ensure that the conclusions reached are supported by sufficient legal rationale and adequate information is included for the management to determine the appropriate accounting treatment of such cases in the consolidated financial statements. • Evaluated the disclosures made relating to provisions and contingent liabilities for their appropriateness.
2. Valuation of finished goods Refer to note 2 (k) of summary of significant accounting policies and other explanatory information for accounting policy for valuation of Inventory and significant accounting judgements, estimates and assumptions related thereto and the note 8 of the consolidated financial statements of the Group for the year ended 31 March 2021. At the Balance Sheet date 31 March 2021, the Holding Company held ₹ 3,488.02 lakhs of inventories. Inventories mainly consists of finished goods, which is valued at lower of cost or net realizable value. The Holding Company values its finished goods inventory of tea and rubber at lower of cost and net realizable value (estimated selling price less estimated cost to sell). Considering that there is always a volatility in the selling price of tea and rubber, which is dependent upon various market conditions, and the possible impact of COVID-19, determination of the net realizable value for these commodities involves significant management judgement. Moreover, the selling price fetched by tea produced at different estates are different. Owing to the significance of the carrying value of finished goods inventory, the complexities discussed above and the fact that any changes in the management's judgement or assumptions is likely to have a significant impact on the ascertainment of carrying values of inventories, we have considered this area as a key audit matter.	**Our audit procedures in relation to valuation of inventory included, but were not limited to, the following:** • Obtained an understanding of the management process for valuation of finished goods and ensured that the same is consistently applied. • Tested the design and operating effectiveness of the internal controls relating to the valuation of inventories. • Obtained an understanding on the computation of the net realizable values of the finished goods and tested the reasonableness of the significant judgements applied by the management. • Compared the estate wise actual realization subsequent to reporting date and assessed the reasonableness of the net realizable value that was estimated and considered by the management. • Verified the actual costs incurred to sell after the year end and assessed the reasonableness of the cost to sell that was estimated and considered by the management. • Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value. • Assessed the appropriateness and adequacy of disclosures related to finished goods inventory in accordance with the applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including Other Comprehensive Loss, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The respective Board of Directors/management of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

9. Those Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Financial Statements

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

11. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

13. 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.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

15. We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of ₹ 0.51 lakhs as at 31 March 2021, total revenues of ₹ NIL, net loss after tax of ₹ 2.21 lakhs total comprehensive loss of ₹ 2.21 lakhs, and cash flows (net) of ₹ (1.90 lakhs) for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose 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 our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, are based solely on the reports of the other auditors.

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

Report on Other Legal and Regulatory Requirement

16. As required by section 197(16) of the Act, based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 15, on separate financial statements of the subsidiaries, we report that the Holding Company, covered under the Act paid and provided for remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that subsidiary companies, covered under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary companies.

17. As required by Section 143 (3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries, we report, to the extent applicable, that:

    a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

    b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

    c) the consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) in our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;

    e) on the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group, covered under the Act, are disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.

    f) with respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in "Annexure I"; and

g) 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries:

   i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, as detailed in notes 35 and 44 to the consolidated financial statements;

   ii. the Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021

   iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, during the year ended 31 March 2021; and

   iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229
UDIN: 21206229AAAABU3705

Place: Kochi
Date: 10 June 2021

Annexure I to the Independent Auditor's Report of even date to the members of Harrisons Malayalam Limited on the consolidated financial statements for the year ended 31 March 2021

Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Harrisons Malayalam Limited ('the Holding Company') and its subsidiaries, Enchanting Plantations Limited and Harmony Plantations Limited (the Holding Company and its subsidiaries together referred to as 'the Group'), as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements include 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future

periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies, the Holding Company, and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Group 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').

Other Matter

9. We did not audit the internal financial controls with reference to financial statements in so far as it relates to two subsidiary companies, which are companies covered under the Act, whose financial statements reflect total assets of ₹ 0.51 lakhs as at 31 March 2021, total revenues of ₹ Nil, total net loss after tax of ₹ 2.21 lakhs, total comprehensive loss of ₹ 2.21 lakhs, and cash flows (net) of (₹ 1.90 lakhs) for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies, have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229
UDIN: 21206229AAAABU3705

Place: Kochi
Date: 10 June 2021

Consolidated Balance Sheet as at 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	28,452.49	28,493.95
Capital work-in-progress	3	2,177.19	1,267.81
Other intangible assets	3	9.28	-
Financial assets			
- Investments	4	1.01	1.01
- Bank balances	5	8.66	1.73
- Other financial assets	6	498.95	506.13
Other non-current assets	7	378.05	387.45
		31,525.63	30,658.08
Current assets			
Inventories	8	3,488.02	4,054.33
Financial assets			
- Trade receivables	9	1,600.62	823.25
- Cash and cash equivalents	10	64.04	207.53
- Bank balances other than cash and cash equivalents	11	150.55	156.04
- Other financial assets	12	801.06	1,697.77
Other current assets	13	2,922.44	2,600.85
		9,026.73	9,539.77
Assets held for sale	14	**119.00**	119.00
Total assets		**40,671.36**	40,316.85
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15(a)	1,845.43	1,845.43
Other equity	15(b)	9,654.76	6,043.20
Total equity		**11,500.19**	7,888.63
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	16	4,466.97	5,787.59
- Other financial liabilities	17	292.68	306.81
Provisions	18	4,940.25	4,779.24
		9,699.90	10,873.64
Current liabilities			
Financial liabilities			
- Borrowings	16	3,506.44	4,698.39
- Trade payables			
(i) total outstanding dues of micro and small enterprises	19	437.91	555.17
(ii) total outstanding dues of creditors other than micro and small enterprises	19	3,898.03	4,260.82
- Other financial liabilities	20	5,456.61	5,834.19
Provisions	18	2,807.51	2,846.66
Current tax liabilities (net)	21	381.21	432.50
Other current liabilities	22	2,011.56	1,954.85
		18,499.27	20,582.58
Liabilities directly associated with assets held for sale	23	972.00	972.00
		19,471.27	21,554.58
Total liabilities		**29,171.17**	32,428.22
Total equity and liabilities		**40,671.36**	40,316.85

See accompanying notes forming part of these consolidated financial statements.

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

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Consolidated Statement of Profit and Loss for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	Year ended March 31, 2021	Year ended March 31, 2020
Income			
Revenue from operations	24	**45,111.12**	38,730.04
Other income	25	**282.81**	612.78
Total income		**45,393.93**	39,342.82
Expenses			
Cost of materials consumed	26	**10,491.74**	8,287.87
Purchases of stock-in-trade	27	**2,276.77**	2,434.18
Changes in inventories of finished goods and stock-in -trade	28	**784.59**	(1,277.78)
Employee benefits expense	29	**16,111.69**	16,480.79
Finance costs	30	**1,359.59**	1,590.51
Depreciation and amortisation expense	31	**410.57**	430.13
Other expenses	32	**9,916.60**	10,470.87
Total expenses		**41,351.55**	38,416.57
Profit before tax		**4,042.38**	926.25
Tax expense:			
- Current tax		**-**	-
- Deferred tax		**-**	-
Profit for the year		**4,042.38**	926.25
Other comprehensive loss			
Items that will not be reclassified to profit and loss			
a) Remeasurement of defined benefit plans		**(430.82)**	(892.52)
Other comprehensive loss, net of tax		**(430.82)**	(892.52)
Total comprehensive income for the year		**3,611.56**	33.73
Earning per equity share			
Basic (in ₹)	36	**21.90**	5.02
Diluted (in ₹)	36	**21.90**	5.02

See accompanying notes forming part of these consolidated financial statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Consolidated Statement of Cash Flows for the period ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
A. Cash flow from operating activities		
Profit for the year before tax	4,042.38	926.25
Adjustments for:		
Depreciation and amortisation expense	410.57	430.13
Interest income on bank deposits and other deposits	(16.25)	(14.37)
Rental income from pineapple cultivation	(192.98)	-
Finance costs	1,359.59	1,590.51
Provision for doubtful debts	-	36.21
(Profit) / loss on sale of property, plant and equipment	(0.79)	22.92
Operating profit before working capital changes	**5,602.52**	2,991.65
Adjustments for working capital changes:		
Decrease / (Increase) in inventories	566.31	(1,107.03)
(Increase) / Decrease in trade receivables	(777.37)	121.95
Decrease / (Increase) in other financial assets and other current and non current assets	828.73	(1,174.04)
(Decrease) / Increase in trade payables, other current liabilities and provisions	(2,057.09)	2,508.69
Cash generated from operating activities	**4,163.10**	3,341.22
Direct taxes paid(net)	(51.29)	(9.56)
Net cash generated from operating activities	**4,111.81**	3,331.66
B. Cash flow from investing activities		
Payment for purchase of property, plant and equipment including capital work-in-progress	(180.72)	(185.14)
Payments for replanting bearer plants	(905.90)	(790.46)
Proceeds from sale of property, plant and equipment	2.16	23.47
Interest received	16.25	14.37
Net cash used in investing activities	**(1,068.21)**	(937.76)
C. Cash flow from financing activities		
Proceeds from long-term borrowings	721.91	8.48
Repayment of long-term borrowings	(1,311.06)	(1,580.70)
Proceeds from working capital loans (net)	(1,291.96)	843.10
Proceeds from other short-term borrowings	1,800.00	1,250.00
Repayment of other short-term borrowings	(1,700.00)	(1,250.00)
Interest paid	(1,346.44)	(1,515.01)
Other borrowing costs paid	(54.76)	(45.29)
Transfer of unpaid dividend to investor education and protection fund	(4.78)	(8.86)
Net cash used in financing activities	**(3,187.09)**	(2,298.28)
Net (decrease) / increase in cash and cash equivalents (A+B+C)	(143.49)	95.62
Cash and cash equivalents at the beginning of the year	207.53	111.91
Cash and cash equivalents at the end of the year	**64.04**	207.53
Cash and cash equivalents include		
Cash on hand	7.65	9.45
Balances with banks		
- in current accounts	56.39	198.08
Cash and cash equivalents (Refer note 10)	**64.04**	207.53

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	As at 01 April 2020	Cash flows	Non cash changes	As at 31 March 2021
Non-current borrowings (including current maturities)	6,678.83	(589.15)	-	6,089.68
Current borrowings	4,698.39	(1,191.95)	-	3,506.44

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	As at 01 April 2019	Cash flows	Non cash changes	As at 31 March 2020
Non-current borrowings (including current maturities)	8,251.05	(1,572.22)	-	6,678.83
Current borrowings	3,855.29	843.10	-	4,698.39

See accompanying notes forming part of these consolidated financial statements.

This is the Consolidated Statement of Cash Flows referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Consolidated Statements of Changes in Equity for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each, fully paid-up	Equity shares	
	No. of shares	**Amount**
As at 01 April 2019	184.55	1,845.43
Changes in equity share capital during the year	-	-
As at 31 March 2020	184.55	1,845.43
Changes in equity share capital during the year	-	-
As at 31 March 2021	184.55	1,845.43

B. Other equity

Particulars	Reserves and surplus					Total
	General reserve	Securities premium	Reserve arising from amalgamation	Housing subsidy reserve	Retained earnings	
Balance as at 01 April 2019	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**(977.85)**	**6,009.47**
Profit for the year	-	-	-	-	926.25	926.25
Re-measurement loss in defined benefit plans, net of tax	-	-	-	-	(892.52)	(892.52)
Balance as at 31 March 2020	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**(944.12)**	**6,043.20**
Profit for the year	-	-	-	-	4,042.38	4,042.38
Re-measurement loss in defined benefit plans, net of tax	-	-	-	-	(430.82)	(430.82)
Balances at 31 March 2021	**1,687.82**	**5,002.91**	**291.33**	**5.26**	**2,667.44**	**9,654.76**

See accompanying notes forming part of these consolidated financial statements.

This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2021

(All amounts in ₹ lakhs, unless otherwise stated)

1. Principles of Consolidation

The consolidated financial statements relate to Harrisons Malayalam Limited, the Parent company and its subsidiary (the 'Group'). The Consolidated financial statements are in conformity with the Accounting Standards on "Consolidated financial Statements" (IndAS-110) prescribed under Section 133 of the Companies Act, 2013 of India (the 'Act') and are prepared as set out below:

(i) The financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together the book values of items like assets, liabilities, income and expenses, after eliminating material intra-group balances and intra-group transactions and resulting unrealised profits or losses on intra-group transactions.

(ii) The Consolidated financial statements are prepared by adopting uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent required and possible, in the same manner as the Parent Company's separate financial statements.

Following Subsidiaries including (step down subsidiary) of the Parent Company have been considered in the preparation of these consolidated financial statements:

Enchanting Plantations Limited

Harmony Plantations Limited

Malayalam Plantations Limited (Step down) - Indian Entity (Subsidiary of Enchanting Plantations Limited)

Name of the Company	% of share holding and voting power	
	As at 31st March 2021	As at 31st March 2020
Subsidiary Company		
-Enchanting Plantations Limited	100%	100%
-Harmony Plantations Limited	100%	100%

2. Summary of significant accounting policies

a) Basis of preparation and presentation of financial statements

i) Statement of compliance with Indian Accounting Standards (Ind AS)

The consolidated financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and as amended. The aforesaid financial statements have been approved by the Board of Directors in the meeting held on 10 June 2021.

ii) Basis of accounting and measurement

In accordance with the notification issued by the Ministry of Corporate Affairs, the Group is required to prepare its financial statements as per the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016 with effect from 01 April 2017. Accordingly, the Group has prepared these financial statements which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss, the Statements of Cash Flows and the Statement of Changes in Equity for the year ended 31 March 2021, and accounting policies and other explanatory information (together hereinafter referred to as "consolidated financial statements").

The financial statements have been prepared using the significant accounting policies and measurement bases summarized below. These accounting policies have been used throughout all periods presented in these financial statements except for the changes below.

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. All amounts included in the financial statements are reported in Indian Rupees (₹) lakhs and have been rounded off to nearest decimal of ₹ lakhs.

b) **Change in accounting policies and disclosures**

Effective 01 April 2019, the Group has adopted Ind AS 116 "Leases", as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standards) Amendment Rules, 2019 using modified retrospective method. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17.

c) **Use of estimates**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The Group bases its estimates and assumptions on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Significant management judgements

The following are significant management judgements in applying the accounting policies of the Group that have the most significant effect on the amounts recognised in the financial statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Classification of leases

The Group enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at the end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialised nature of the leased asset.Further, refer note no. 45, for effect of transition to Ind AS 116 and other disclosures relating to leases.

Recoverability of advances / receivables

At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Useful lives of depreciable / amortisable assets

Management reviews its estimate of the useful lives of depreciable / amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain items of property, plant and equipment.

Contingent liability

Management reviews its estimate of the financial impact of the contingent liability at each reporting date, based on the demands received from various Departmental authorities.

Litigations

Management reviews its estimate of the impact of the litigations liability at each reporting date, based on the land matters pending with various Courts.

Defined benefit obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Fair value measurements

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

d) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has evaluated and considered its operating cycle as 12 months.

e) Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by management.

Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Cost includes inward freight, non refundable duties/ taxes and expenses incidental to acquisition/installation.

Expenses relating to new planting and further expenditure incurred at the replanted fields are capitalised.

Property, plant and equipment [other than freehold land and lease hold land (perpetual lease)] are depreciated under the written down value method [other than bearer plants (rubber trees and tea bushes) which are depreciated using straight line method] over the estimated useful lives of the assets, which are different from the lives prescribed under Schedule II to the Companies Act, 2013.

Freehold land and leasehold land (perpetual lease) are not depreciated.

Useful life adopted by the Group for various class of assets is as follows:

Asset category	**Useful lives (in years)**
Factory buildings	30
Non factory buildings	60
Plant and machinery (including agricultural assets)	3/ 20
Furniture and fittings	6
Water supply	20/ 30/ 60
Vehicles	10
Bearer plants - Rubber trees	28
Bearer plants - Tea bushes	80

f) Bearer Plants

All the expenses incurred on replanting of rubber and new plantings in tea have been identified and capitalized.

g) Intangible assets

Computer software is capitalised in the period in which the software is implemented for use, where it is expected to provide future enduring economic benefits; such capitalisation costs include license fees and cost of implementation/ system integration services.

Computer software capitalised are amortised on a straight line basis over a period of five years from the date of capitalisation. License Fees is amortised at lower of the license period and five years.

h) Impairment of property, plant and equipment and intangible assets

The carrying amounts of property, plant and equipment are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of property, plant and equipment unit exceeds the recoverable amount (i.e. higher of net selling price and value in use). In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amounts of the assets over their remaining useful lives.

i) Assets held for sale

Items of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head 'Assets classified as held for sale'. Any write-down in this regard is recognised immediately in the Statement of Profit and Loss.

j) Revenue recognition

Revenue from contracts with customers is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.

The specific recognition criteria described below must also be met before revenue is recognised.

Revenue from sale of goods

Revenue from sale of tea at auction is recognized on receipt of the sale note from the brokers. Revenue from sale of tea other than at auction and sale of rubber is recognized on transfer of significant risks and rewards of ownership in goods in accordance with the terms of sale.

Revenue from contract with customers

The Group recognizes the amount as revenue from contracts with customers, which is received for the transfer of promised goods to customers in exchange for those goods. The relevant point in time or period of time is the transfer of control of the goods. Revenue is reduced for customer returns, taxes on sales, estimated rebates and other similar allowances. The transaction price is determined and allocated to the performance obligations according to the requirements of Ind AS 115. Performance obligations are deemed to have been met when the control of goods is transferred to the customer.

The Group has entered into a barter arrangement with vendors wherein the vendors are allowed to cultivate pineapple in few rubber estates with a condition that these vendors to bear the cost of replanting of rubber plants in these estates, in lieu of cultivation rent otherwise payable by vendors to the company. The transaction price in the above arrangement has been accounted at fair value as per Ind AS 115 Revenue from contracts with customers.

Interest income

Interest income is reported on an accrual basis using the effective interest method and is included under the head "Other income" in the Statement of Profit and Loss.

*Export Incentiv*e

Income from Export incentives are recognized when right to receive credit as per the terms of the scheme is established and when there is certainty of realisation.

k) Inventories

Valuation of inventory of finished products of tea and rubber have been done as per Ind AS 2 'Inventories'. Inventories are stated at lower of cost and net realizable value. Cost is determined on weighted average basis and includes expenditure incurred in the normal course of business in bringing inventories to its location and condition, labour and overhead, where applicable. Inventories are written down for obsolete/slow moving/non moving items wherever necessary.

Ind AS 41 'Agriculture' deals with the recognition and valuation of agricultural produce viz. standing crop of tea and rubber as biological assets. The Group has valued its standing crops for tea and rubber at every reporting date and the movement in valuation are routed through the Statement of Profit and Loss.

l) Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Ind AS 19, Employee Benefits.

Defined contribution plan

(i) Provident fund

This is a defined contribution plan where contributions are remitted to provident fund authorities in accordance with the relevant statute and charged to the Statement of Profit and Loss in the period in which the related employee services are rendered. The Group has no further obligations for future provident fund benefits in respect of these employees other than its monthly contributions.

(ii) Superannuation

This is a defined contribution plan. The Group contributes as per the scheme to superannuation fund administered by Life Insurance Corporation of India (LIC). The Group has no further obligations for future superannuation benefits other than its annual contributions and recognises such contributions as expense in the period in which the related employee services are rendered.

Defined benefit plan

(i) Gratuity

This is a defined benefit plan. Provision is based on year-end actuarial valuation using projected unit credit method. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss as income or expense.

(ii) Compensated absences

This is a defined benefit plan. Provision is based on year-end actuarial valuation using projected unit credit method. Actuarial gains/ losses are recognised immediately in the Statement of Profit and Loss as income or expense.

The present value of the defined benefit obligation denominated in ₹ is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Service cost on the Group's defined benefit plan is included in employee benefits expense. Employee contributions, all of which are independent of the number of years of service, are treated as a reduction of service cost.

Gains and losses through re-measurements of the defined benefit plans are recognised in other comprehensive income, which are not reclassified to profit or loss in a subsequent period.

Further, as required under Ind AS compliant Schedule III, the Group transfers those amounts recognised in other comprehensive income to retained earnings in the statement of changes in equity and balance sheet.

Short-term employee benefits

Short-term employee benefits comprise of employee costs such as salaries, bonus etc. is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

m) Foreign currency transactions

Functional and presentation currency

The functional currency of the Group is the Indian Rupee. These financial statements are presented in Indian Rupees (₹).

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit or Loss.

n) Government grants / Subsidy

Revenue subsidy receivable from Tea Board towards manufacture of orthodox tea is accrued on production of orthodox tea. Revenue subsidy receivable from Tea Board towards replanting activities undertaken is accounted on sanction of such subsidy by the Tea Board. Capital subsidy from Tea Board and Rubber Board is adjusted against the cost of specific depreciable assets on receipt of such subsidy.

o) Income taxes

Income tax expense comprises current and deferred income tax. Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to setoff the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

p) Provisions and contingencies

Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be reasonably estimated, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation or it cannot be measured with sufficient reliability. The Group does not recognise a contingent liability but discloses its existence in the financial statements.

q) Financial instruments

Financial assets

Initial recognition and measurement

Financial assets (other than trade receivables) are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through statement of profit and loss which are measured initially at fair value. Subsequent measurement of financial assets is described below. Trade receivables are recognised at their transaction price as the same do not contain significant financing component.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified and measured based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset at:

a. Amortised cost

b. Fair value through other comprehensive income (FVTOCI) or

c. Fair value through profit or loss (FVTPL)

All financial assets are reviewed for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

(i) Financial asset at amortised cost

Includes assets that are held within a business model where the objective is to hold the financial assets to collect contractual cash flows and the contractual terms gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are measured subsequently at amortised cost using the effective interest method. The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Group shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

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

Includes assets that are held within a business model where the objective is both collecting contractual cash flows and selling financial assets along with the contractual terms giving rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. At initial recognition, the Group, based on its assessment, makes an irrevocable election to present in other comprehensive income the changes in the fair value of an investment in an equity instrument that is not held for trading. These elections are made on an instrument-by instrument (i.e.., share-by-share) basis. If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognised in other comprehensive income. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. The dividends from such instruments are recognised in statement of profit and loss.

The fair value of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Group shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. The loss allowance shall be recognised in other comprehensive income and shall not reduce the carrying amount of the financial asset in the balance sheet.

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

Financial assets at FVTPL include financial assets that are designated at FVTPL upon initial recognition and financial assets that are not measured at amortised cost or at fair value through other comprehensive income. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply. Assets in this category are measured at fair value with gains or losses recognised in statement of profit and loss. The fair value of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The loss allowance at each reporting period is evaluated based on the expected credit losses for next 12 months and credit risk exposure. The Group shall also measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. The loss allowance shall be recognised in the statement of profit and loss.

De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

a. The rights to receive cash flows from the asset have expired, or

b. The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (i) the Group has transferred substantially all the risks and rewards of the asset, or (ii) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 Financial Instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.This category generally applies to borrowings.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Derivative financial instruments

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

r) Impairment of financial assets

In accordance with Ind AS 109 Financial Instruments, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

The Group tracks credit risk and changes thereon for each customer. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity uses the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The Group uses default rate for credit risk to determine impairment loss allowance on portfolio of its trade receivables.

Trade receivables

The Group applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided."

s) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

t) Segment reporting

The Group is engaged in plantations having tea and rubber estates. The business segments identified for segment reporting are Tea, Rubber and Others.

u) Earnings/ (loss) per share (EPS)

Basic EPS are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Group (after adjusting for interest on the convertible preference shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

v) Leases

Effective from 1st April 2019, the Group adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April 2019 using the modified retrospective method on the date of initial application i.e. 1st April 2019.

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate. Subsequently, the lease liability is measured at amortised cost using the effective interest method.

It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Under Ind AS 17

Finance Lease

In the comparative period, leases are classified as Finance Lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership of the lease. All other leases are classified as Operating lease.

Operating Lease

In the comparative period, leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

ii. As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

w) Cash and cash equivalents

Cash and cash equivalent in the statement of financial position comprises of cash at banks and on hand, demand deposits, short-term deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash, which are subject to an insignificant risk of changes in value.

x) Recent accounting pronouncements

The Group has applied the following amendments for the first time for their annual reporting period commencing 01 April 2020:

- Definition of material - amendments to Ind AS 1 and Ind AS 8
- Definition of business - amendments to Ind AS 103
- Covid-19 related concessions- amendments to Ind AS 116

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly effect the current or future periods.

(All amounts in ₹ lakhs, unless otherwise stated)

3 Property, plant and equipment, intangible assets and capital work-in-progress

Particulars	Property, plant and equipment									Intangible assets	Capital work-in-progress
	Land and development - Freehold and leasehold (Note 1 below)	Right of use assets leasehold land	Bearer plants	Buildings	Plant and machinery	Furniture and fittings	Water supply	Vehicles	Total	Computer software	
Gross carrying amount											
Balance as at 01 April 2019	22,921.48	-	2,881.83	1,346.84	1,645.04	45.72	215.97	157.93	29,214.81	52.15	1,006.24
Additions	-	320.70	-	-	61.85	2.96	-	-	385.51	-	887.37
Transfer on capitalisation	-	-	515.34	39.39	43.99	1.79	4.18	4.55	609.24	-	(609.24)
Disposals	-	-	-	(44.80)	(89.21)	(1.07)	(15.86)	(32.25)	(183.19)	-	(16.56)
Balance as at 31 March 2020	**22,921.48**	**320.70**	**3,397.17**	**1,341.43**	**1,661.67**	**49.40**	**204.29**	**130.23**	**30,026.37**	**52.15**	**1,267.81**
Additions	-	-	-	-	1.49	5.61	-	13.34	20.44	-	1,268.66
Transfer on capitalisation	-	-	177.43	30.02	124.47	3.44	8.23	4.09	347.68	11.60	(359.28)
Disposals	-	-	-	-	(2.08)	(0.87)	(0.03)	-	(2.98)	-	-
Balance as at 31 March 2021	**22,921.48**	**320.70**	**3,574.60**	**1,371.45**	**1,785.55**	**57.58**	**212.49**	**147.66**	**30,391.51**	**63.75**	**2,177.19**
Accumulated depreciation/ amortisation											
Balance as at 01 April 2019	**-**	**-**	**137.69**	**267.76**	**701.23**	**19.17**	**63.00**	**78.99**	**1,267.84**	**39.94**	**-**
Depreciation/amortisation charge during the year	-	11.22	56.92	66.88	241.89	6.66	16.04	18.31	417.92	12.21	-
Reversal on disposal of assets	-	-	-	(27.27)	(82.40)	(1.04)	(13.46)	(29.17)	(153.34)	-	-
Balance as at 31 March 2020	**-**	**11.22**	**194.61**	**307.37**	**860.72**	**24.79**	**65.58**	**68.13**	**1,532.42**	**52.15**	**-**
Depreciation/amortisation charge during the year	-	11.01	75.67	73.03	213.57	5.94	14.64	14.39	408.25	2.32	-
Reversal on disposal of assets	-	-	-	-	(1.24)	(0.41)	-	-	(1.65)	-	-
Balance as at 31 March 2021	**-**	**22.23**	**270.28**	**380.40**	**1,073.05**	**30.32**	**80.22**	**82.52**	**1,939.02**	**54.47**	**-**
Net carrying amount											
Balance as at 31 March 2020	**22,921.48**	**309.48**	**3,202.56**	**1,034.06**	**800.95**	**24.61**	**138.71**	**62.10**	**28,493.95**	**-**	**1,267.81**
Balance as at 31 March 2021	**22,921.48**	**298.47**	**3,304.32**	**991.05**	**712.50**	**27.26**	**132.27**	**65.14**	**28,452.49**	**9.28**	**2,177.19**

Notes

1 Land and development includes certain leasehold land the value of which is not separately ascertainable. Refer note 44

2 Title deeds of the immovable properties set out in the above table are in the name of Malayalam Plantations Limited (MPL)/Harrisons Crossfield Limited (HCL) except as set out below which are in the name of the Group. Interalia, the immovable properties of MPL got transferred to and vested in Malayalam Plantations (India) Limited (MPIL) vide a Scheme of Arrangement and Amalgamation in 1978. Further, interalia the immovable properties of Harrisons Crossfield (India) Limited got transferred and vested in MPIL vide a Scheme of Arrangement and Amalgamation in 1984. The name of MPIL a Company incorporated in 1978 got changed to Harrisons Malayalam Limited in 1984.

Title deeds of the immovable properties set out in the above table, which are in the name of the group are:

	As at 31 March 2021		As at 31 March 2020	
	Gross block	Net block	Gross block	Net block
Land and building	136.72	24.84	136.72	26.14

3 **Property, plant and equipment pledged as security**

Details of properties pledged are as per note 40.

4 **Capital work in progress**

Capital work in progress mainly represents the immature bearer plants awaiting capitalisation.The capitalised portion of the same is disclosed seperately in the above table.

5 **Capitalised borrowing cost**

There is no borrowing costs capitalised during the year ended 31 March 2021 (31 March 2020: Nil).

6 **Capital commitments**

Refer note 35

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
4	**Investments(Non-current)**		
	Investment in Government Securities		
	National Savings Certificate	0.01	0.01
	Treasury Savings Account	1.00	1.00
		1.01	1.01
5	**Bank balances**		
	Balance with bank held as margin money	6.93	-
	Bank deposit on lien	1.73	1.73
		8.66	1.73

* Balance with banks in deposit accounts include deposits held as security against Letter of Credits/ Guarantee with a maturity of less than twelve months.

		As at 31 March 2021	As at 31 March 2020
6	**Other financial assets (Non-current)**		
	Subsidy receivable	498.95	506.13
		498.95	506.13
7	**Other non-current assets**		
	(Unsecured, considered good)		
	Capital advances	16.26	25.81
	Electricity and other deposits	361.79	361.64
		378.05	387.45
8	**Inventories**		
	Finished goods	2,027.90	2,812.49
	Stores and spares *	1,410.48	1,208.42
	Nurseries	49.64	31.92
	Raw materials (Latex)	-	1.50
		3,488.02	4,054.33

* Stores and spares includes packing materials of ₹ 563.25 (31 March 2020: ₹ 518.24).

		As at 31 March 2021	As at 31 March 2020
9	**Trade receivables**		
	Unsecured		
	Considered good	1,600.62	823.25
	Credit impaired	545.95	545.95
	Less: Allowance for expected credit loss	(545.95)	(545.95)
		1,600.62	823.25
10	**Cash and cash equivalents**		
	Balance with banks		
	- In current accounts	56.39	198.08
	Cash on hand	7.65	9.45
		64.04	207.53

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
11	**Bank balances other than cash and cash equivalents**		
	Deposits with maturity more than 3 months but less than 12 months*	144.54	145.26
	Unpaid dividend account**	6.01	10.78
		150.55	156.04
		214.59	363.57
	For the purpose of Statement of Cash Flows, cash and cash equivalents comprises the following:		
	Balance with banks		
	- In current accounts	56.39	198.08
	Cash on hand	7.65	9.45
		64.04	207.53

* Balance with banks in deposit accounts include deposits held as security against Letter of Credits/ Guarantee with a maturity of less than twelve months.

** Not due for deposit in the investor education and protection fund.

12	**Other financial assets (Current)**		
	(Unsecured, considered good)		
	Advances to employees	177.54	944.03
	Claims recoverable	5.59	5.59
	Subsidy receivable	454.96	590.85
	Unbilled revenue	28.47	28.47
	Export incentive receivables	134.50	128.83
		801.06	1,697.77
	(Unsecured, considered doubtful)		
	Export incentive receivable	13.54	13.54
	Less: Provision for doubtful assets	(13.54)	(13.54)
		-	-
		801.06	1,697.77

13	**Other current assets**		
	(Unsecured, considered good)		
	Advance to suppliers	416.34	330.25
	Balances with government authorities	2,129.17	2,207.57
	Pre-payments	128.91	63.03
	Deferred replanting asset* (Refer note 22)	248.02	-
		2,922.44	2,600.85
	(Unsecured, considered doubtful)		
	Balances with government authorities	27.14	27.14
	Advance to suppliers	26.09	26.09
	Advances to body corporates	189.64	189.64
		242.87	242.87
	Less: Provision for doubtful assets	**(242.87)**	(242.87)
		2,922.44	2,600.85
		2,630.98	2,477.93

* Refer note no 2(j)- Revenue Recognition. The revenue and asset recognised during the year ended is ₹ 192.97 and ₹ 248.02 respectively.

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
14	**Assets held for sale***		
	Disposal group	119.00	119.00
		119.00	119.00

* Asset held for sale represents written down value of building which is proposed to be sold by the Group.

15(a)	**Equity share capital**	As at 31 March 2021		As at 31 March 2020	
		No. of shares	Amount	No. of shares	Amount
	Authorized				
	Equity Shares of ₹ 10 each	3,00,00,000	3,000.00	3,00,00,000	3,000.00
	Issued, subscribed and fully paid up				
	Equity Shares of ₹ 10 each fully paid up	1,84,55,405	1,845.54	1,84,55,405	1,845.54
	Less: Allotment money in arrears	-	(0.11)	-	(0.11)
		1,84,55,405	**1,845.43**	1,84,55,405	1,845.43

i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount	No. of shares	Amount
Equity Share of ₹ 10 each				
Opening balance	1,84,55,405	1,845.43	1,84,55,405	1,845.43
Issue of shares during the year	-	-	-	-
Closing balance	**1,84,55,405**	**1,845.43**	1,84,55,405	1,845.43

ii) Terms/right attached to Equity Shares

The Holding Company has issued only one class of Equity Shares having a face value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the Group, in proportion to their shareholding.

iii) Shareholders holding more than 5% of the aggregate shares

	As at 31 March 2021		As at 31 March 2020	
	No. of shares	% holding	No. of shares	% holding
Equity Shares of ₹ 10 each				
Rainbow Investments Limited	46,07,043	24.96%	46,60,222	25.25%
Vayu Udaan Aircraft LLP	37,95,217	20.56%	37,90,985	20.54%
Swallow Associates LLP	10,10,722	5.48%	10,10,722	5.48%

iv) There were no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issues and buy back of shares during the last 5 years immediately preceding 31 March 2021.

		As at 31 March 2021	As at 31 March 2020
15(b)	**Other equity**		
	General reserve	1,687.82	1,687.82
	Securities premium account	5,002.91	5,002.91
	Reserve arising from amalgamation	291.33	291.33
	Housing subsidy reserve	5.26	5.26
	Retained earnings	2,667.44	(944.12)
		9,654.76	**6,043.20**

(All amounts in ₹ lakhs, unless otherwise stated)

Description of nature and purpose of each reserve

a. General reserve

General reserve was created form time to time by way of transfer of profits from retained earnings for appropriation purposes.

b. Securities premium account

The amount received in excess of face value of the equity shares was recognised in securities premium. The reserve is utilised in accordance with the provisions of the Act.

c. Reserve arising from amalgamation

Pertains to reserve created on account of amalgamation effected between erstwhile companies during 1978-79 ₹ 4.43 and 2009-10 ₹ 286.90.

d. Retained earnings

Retained earnings are the profits/(loss) that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

		As at 31 March 2021	As at 31 March 2020
16	**Borrowings (Non-current) (Refer note 40)**		
	Secured		
	Term loan		
	-from banks	5,984.24	6,558.70
	-from others	105.44	120.13
		6,089.68	6,678.83
	Less: Current maturities of long-term debt (Refer note 20)	(1,622.71)	(891.24)
		4,466.97	5,787.59
	Current		
	Secured		
	Cash credit from banks repayable on demand *	2,406.44	3,698.39
		2,406.44	3,698.39
	Unsecured		
	From others	1,100.00	1,000.00
		1,100.00	1,000.00
		3,506.44	4,698.39

*Secured by equitable mortgage of immovable property of the Group situated in Arapetta Estate, hypothecation of standing crop in all estates, stocks of tea, rubber, stores and spares, book debts and other movable assets both present and future.

17	**Other financial liabilities (Non-current) (Refer note 45)**		
	Lease Liability	328.52	341.95
	Less: Current maturities of lease liability	(35.84)	(35.14)
		292.68	306.81
18	**Provisions(Non-current)**		
	Provisions for employee benefits		
	Gratuity (Refer note 43)	4,751.98	4,637.09
	Compensated absence	188.27	142.15
		4,940.25	4,779.24
	Current		
	Provisions for employee benefits		
	Gratuity (Refer note 43)	793.73	811.14
	Compensated absence	12.14	33.87
	Contingency reserve *	1,879.00	1,879.01
		2,684.87	2,724.02

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
	Other provisions :		
	Fringe benefit tax (Net of advance tax of ₹ 92.42, 31 March 2020: ₹ 92.42)	122.64	122.64
		122.64	122.64
		2,807.51	2,846.66

* Provision for contingency represents the potential exposure on account of legal dispute. However the nature of the provision has not been disclosed in detail on the grounds that it is expected to prejudice the interests of the Group.

19	**Trade payables**		
	Dues to micro enterprises and small enterprises (Refer note (a) below)	437.91	555.17
	Dues to creditors other than micro enterprises and small enterprises	3,898.03	4,260.82
		4,335.94	4,815.99

The carrying values of trade payables are considered to be a reasonable approximation of fair value.

a) Dues to micro, small and medium enterprises pursuant to Section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006:

i)	Principal amount remaining unpaid	259.93	412.59
ii)	Interest due thereon	6.70	18.26
iii)	Interest paid by the Group in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year	-	-
iv)	Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	28.70	25.70
v)	Interest accrued and remaining unpaid as at the year end	177.98	142.58
vi)	Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	35.40	43.96

The above disclosure has been determined to the extent such parties have been identified by the Group on the basis of information available.This has been relied upon by the auditors.

20	**Other financial liabilities (Current)**		
	Current maturities of long-term debt (Refer note 16)	1,622.71	891.24
	Interest accrued but not due on borrowings	19.32	60.93
	Unpaid dividends	6.01	10.78
	Employee benefits payable (including unpaid gratuity*)	3,257.39	4,265.12
	Derivative - Foreign exchange forward contracts	3.14	9.24
	Security deposits	512.20	561.74
	Lease Liability	**35.84**	35.14
		5,456.61	5,834.19

* Unpaid gratuity represents ₹ 1,534.51 (31 March 2020: ₹ 1,539.68) gratuity payable to certain employees who have not handed over the possession of the allotted official accommodation/quarters, even after 30 days of their superannuation /resignation from the Holding Company. Based on the judicial pronouncements and legal opinion obtained, the Holding Company is bound to discharge this liability only upon vacation of accommodation/ quarters by the employees. The management has initiated necessary measures to obtain possession of the property to discharge the liability. In the opinion of management, there is no impact in the financial statements as necessary provision is carried in the books of accounts to meet this liability.

21	**Current tax liabilities (net)**		
	Provision for income tax (net of advance tax ₹ 14,066.70, 31 March 2020: ₹ 14,015.42)	381.21	432.50
		381.21	432.50

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
22	**Other current liabilities**		
	Statutory dues	1,019.82	957.81
	Advance from customers	742.65	996.35
	Other advances	1.07	0.69
	Deferred liability cultivation rent * (Refer note 13)	248.02	-
		2,011.56	1,954.85

* Refer note no 2(j)- Revenue Recognition. The revenue and asset recognised during the year ended is ₹ 192.97 and ₹ 248.02 respectively.

23	**Liabilities directly associated with assets held for sale (Refer note 14)**		
	Advance received	972.00	972.00
		972.00	972.00

		Year ended 31 March 2021	Year ended 31 March 2020
24	**Revenue from operations**		
	Sale of products	42,056.50	33,961.12
		42,056.50	33,961.12
	Other operating revenues		
	Tea board subsidy (Refer note (a) below)	236.10	275.19
	Export entitlements	71.38	285.84
	Sale of rubber/Grevillea trees	1,868.80	3,647.98
	Others	878.34	559.91
		3,054.62	4,768.92
		45,111.12	38,730.04

Note (a): The subsidy relates to the manufacture of orthodox tea. There are no unfulfilled conditions or other contingencies attaching to these grants.

The management determines that the segment information reported under note 47 Segment reporting is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 “Revenue from contract with Customers”. Hence, no separate disclosures of disaggregated revenues are reported.

		As at 31 March 2021	As at 31 March 2020
25	**Other income**		
	Interest income on bank deposits and other deposits	16.25	14.37
	Profit on sale of fixed assets	0.79	-
	Other non-operating income	265.77	598.41
		282.81	612.78
26	**Cost of materials consumed**		
	(all indigenous)		
	Inventory at the beginning of the year	1.50	-
	Add: Purchases	10,490.24	8,289.37
	Less: Inventory at the end of the year	-	1.50
	Cost of materials consumed	**10,491.74**	8,287.87

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
27	**Purchase of stock-in-trade**		
	Cenex / Technically Specified Rubber (TSR)	2,271.17	2,432.96
	Fruits, spices and others	5.60	1.22
		2,276.77	2,434.18
28	**Changes in inventories**		
	Inventory at the beginning of the year		
	Tea	2,047.03	1,176.64
	Rubber	765.46	358.07
		2,812.49	1,534.71
	Inventory at the end of the year		
	Tea	1,685.89	2,047.03
	Rubber	342.01	765.46
		2,027.90	2,812.49
		784.59	(1,277.78)
29	**Employee benefits expense**		
	Salaries and wages	13,642.92	14,155.08
	Contribution to provident fund and other funds	1,388.86	1,325.94
	Gratuity (Refer note 43)	637.20	577.65
	Staff welfare expenses	442.71	422.12
		16,111.69	16,480.79
30	**Finance costs**		
	Finance charges	1,304.83	1,545.22
	Other borrowing cost	54.76	45.29
		1,359.59	1,590.51
31	**Depreciation and amortisation expense**		
	Depreciation of property, plant and equipment (Refer note 3)	408.25	417.92
	Amortisation of intangible assets (Refer note 3)	2.32	12.21
		410.57	430.13
32	**Other expenses**		
	Consumption of stores and spare parts	1,890.26	1,849.65
	Consumption of packing material	830.52	840.49
	Contract costs	1,372.58	1,523.68
	Power and fuel	2,129.19	2,194.90
	Rent (Refer note 45)	84.32	77.49
	Rates and taxes	125.57	134.88
	Repairs and maintenance		
	- Buildings	350.23	304.33
	- Plant and machinery	345.19	353.64
	- Others	78.68	74.68
	Insurance	119.92	90.63
	Replanting expenses	-	-
	Travelling and conveyance	481.43	650.56

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Legal and professional charges	336.80	541.57
Payment to statutory auditor (Refer note 37)	25.46	25.28
Brokerage and discount	201.40	218.22
Commission to selling agent	8.83	19.62
Freight and transportion charges	1,018.87	905.43
Directors' sitting fees (Refer note 38)	8.90	5.70
Allowance for bad and doubtful debts	-	36.21
Fair value loss on foreign exchange forward contracts	3.14	9.24
Loss on sale of assets	-	22.92
Miscellaneous expenses*	505.31	591.75
	9,916.60	10,470.87

* Includes ₹ 39.00 (31 March 2020: Nil) contributed to electoral trust in compliance with section 182 of Companies Act 2013

33 Fair value measurements

(i) Financial instruments by category

The carrying value and fair value of financial instruments by categories were as follows:

Particulars	Note	As on 31 March 2021			As on 31 March 2020		
		Amortised cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI	Amortised cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI
Assets:							
Investments	4	1.01	-	-	1.01	-	-
Cash and cash equivalents	10	64.04	-	-	207.53	-	-
Bank balances other than cash and cash equivalents	5, 11	159.21	-	-	157.77	-	-
Trade receivable	9	1,600.62	-	-	823.25	-	-
Loans							
Other financial assets	6,12				-	-	-
Advances to employees		177.54	-	-	944.03	-	-
Claims recoverable		5.59	-	-	5.59	-	-
Subsidy receivable		953.91	-	-	1,096.98	-	-
Unbilled revenue		28.47	-	-	28.47	-	-
Export entitlement		134.50	-	-	128.83	-	-
Total		**3,124.89**	**-**	**-**	3,393.46	-	-
Liabilities:							
Borrowings	16	9,596.12	-	-	11,377.22	-	-
Trade payable	19	4,335.94	-	-	4,815.99	-	-
Other financial liabilities	17, 20						
Unpaid dividend		6.01	-	-	10.78	-	-
Interest accrued but not due on borrowings		19.32	-	-	60.93	-	-
Employee benefits payable		3,257.39	-	-	4,265.12	-	-
Derivative - Foreign exchange forward contracts		-	3.14	-	-	9.24	-
Lease Liability		328.52	-		341.95	-	
Security deposits		512.20	-	-	561.74	-	-
Total		**18,055.50**	**3.14**	**-**	21,433.73	9.24	-

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, other financial liabilities and working capital loans approximate the carrying amount largely due to short-term maturity of this instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

(All amounts in ₹ lakhs, unless otherwise stated)

(ii) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that for amortised cost instruments, fair value approximate largely to the carrying amount.

(iii) Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

a) Assets and liabilities measured at fair value - recurring fair value measurement

As at 31 March 2021	Notes	Level 1	Level 2	Level 3	Total
Derivatives measured at fair value					
Foreign exchange forward contracts	20	-	3.14	-	3.14

As at 31 March 2020	Notes	Level 1	Level 2	Level 3	Total
Derivatives measured at fair value					
Foreign exchange forward contracts	20	-	9.24	-	9.24

(iv) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of foreign exchange forward contracts is determined using market observable inputs, including prevalent forward rates for the maturities of the respective contracts and interest rate curves as indicated by banks and third parties.

34 Scheme of Amalgamation ('Scheme')

The composite scheme of arrangement and amalgamation amongst Harrisons Malayalam Limited (HML) and Enchanting Plantations Limited (100% subsidiary of HML) and Malayalam Plantations Limited (100% subsidiary of Enchanting Plantations Limited) and Harmony Plantations Limited (100% subsidiary of HML) and their respective shareholders and their creditors ("the Scheme"), pending before the National Company Law Tribunal from 9 March 2017, were dismissed by the Tribunal vide order dated 16 December 2019 without prejudice to the Group's right to file any fresh application.

35 Contingent liabilities and commitments

		As at	As at
a)	**Contingent liabilities**		
1	**Claims against the Group not acknowledged as debt**	**31 March 2021**	31 March 2020
i)	Employee related	487.44	418.02
ii)	Disputed income tax matters (Refer note (a)(ii))	3,052.30	2,524.30
iii)	Sales tax matters (Refer note (a) (iii))	2,776.41	2,776.41
2	**Others**		
i)	Outstanding bills discounted with bank	68.20	70.36
		6,384.35	5,789.09

(a) (ii) Certain expenditure have been disallowed and Income has been added by the Income tax authorities during assessment proceedings for earlier years and tax demands were raised against the Group. The Group is contesting/filed appeal against these demands and the same are pending before various appellate authorities.

(a) (iii) The sales tax department has denied certain claims made by the Group in earlier years and raised demand against the Group. The Group's appeal against the said demands are pending before appellate authorities.

In the opinion of management the outcome of the above litigations will be favourable to the group, hence no provision is considered necessary in the financial statements.

(All amounts in ₹ lakhs, unless otherwise stated)

		As at 31 March 2021	As at 31 March 2020
b)	**Commitments**		
i)	Estimated amount of contracts remaining to be executed on Capital Account and not provided for, net of advance payments ₹ 16.26 (31 March 2020 : ₹ 25.81)	27.93	13.84
		27.93	13.84

36	**Earnings per share (EPS) (basic and diluted)**		
a)	Profit / (loss) after tax attributable to equity shareholders	4,042.38	926.25
b)	Weighted average number of shares outstanding	1,84,55,405	1,84,55,405
c)	Nominal value of shares (₹)	10	10
d)	Basic earning per share (₹)	21.90	5.02
e)	Number of equity shares used to compute diluted earnings per share	1,84,55,405	1,84,55,405
f)	Diluted earnings per share (₹)	21.90	5.02

37	**Remuneration to auditors**		
	As auditor		
	Audit fee (including audit of consolidated financial statements)	14.45	14.36
	Tax audit fee	3.61	3.61
	Limited review fee	6.80	6.71
	Other services	0.60	0.60
		25.46	25.28

38 Related party disclosures

a) Names of related parties and nature of relationship:

Nature of relationship	**Name of related party**
Wholly owned subsidiaries	Enchanting Plantations Limited (EPL) Harmony Plantations Limited (HPL) Malayalam Plantations Limited (MPL) (100% subsidiary of EPL)
Key Managerial Personnel (KMP)	Mr. Venkitraman Anand (Whole Time Director) Mr. Cherian M George (Whole Time Director) Mr. Jyoteendra Mansukhlal Kothary (Director) Mr. Golam Momen (Director) Mr. Vinayaraghavan Corattiyil (Director) Mr. Padmanabhapanicker Rajagopalan (Director) Mr. Kaushik Roy (Director) Ms. Rusha Mitra (Additional Director) (from 11 February 2021) Ms. Kusum Dadoo (Additional Director) (upto 4 February 2021) Mr. V. Venugopal (Manager) (upto 13 August 2020)

b) Transactions with related parties

Transaction	**Related Party**	**Year ended 31 March 2021**	Year ended 31 March 2020
Remuneration to key managerial personnel	Mr. Venkitraman Anand	90.51	88.68
	Mr. Cherian M George	47.83	50.76
	Mr. V. Venugopal	18.83	71.87
	Mr. N. Dharmaraj	-	50.13
Sitting fees paid	Mr. Jyoteendra Mansukhlal Kothary	1.60	1.50
	Mr. Golam Momen	1.60	1.20
	Mr. Vinayaraghavan Corattiyil	1.40	0.40
	Mr. Padmanabhapanicker Rajagopalan	1.40	0.60
	Mr. Kaushik Roy	1.20	0.60
	Ms. Rusha Mitra	0.40	-
	Ms. Kusum Dadoo	1.30	1.40

(All amounts in ₹ lakhs, unless otherwise stated)

c) Balances with related parties

Transaction	Related Party	As at 31 March 2021	As at 31 March 2020
Investment in subsidiaries	Enchanting Plantations Limited (EPL)	10.00	10.00
	Harmony Plantations Limited (HPL)	5.00	5.00
Remuneration payable	Mr. V. Venugopal	-	2.15
	Mr. Venkitraman Anand	5.31	3.79
	Mr. Cherian M George	0.00	2.31

Notes:

a) Remuneration paid to KMP excludes provision for/contribution to gratuity and compensated absences which are based on actuarial valuation done on an overall group basis (cannot be individually identified) are excluded in the disclosure above.

39 Deferred/Current tax

(i) The Group has not recognised any deferred tax asset in respect of unabsorbed depreciation/ brought forward losses and other temporary differences in accordance with Ind AS 12 “Income Taxes” in the absence of reasonable certainty that probable taxable profit will be available against which the deductible temporary difference can be utilised.

(ii) The Group elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961, as introduced by the Taxation Laws (Amendment) ordinance 2019, ,based on the specialist opinion obtained in this regard .Hence the Group has not accounted for MAT liability.

Unused tax losses for which no deferred tax asset has been recognised:

The Group has unabsorbed business loss of ₹ 2,596.79 under the provisions of Income-tax Act, 1961 and ₹ 13,668.69 under the provisions of Kerala Agricultural Income Tax Act, 1991 which expires on the 8th year from the end of the relevant assessment year.

The Group has unabsorbed depreciation loss under the provisions of Income-tax Act, 1961 amounting to ₹ 2,350.67, which has no limit for expiry.

40 Details of security, repayment terms, applicable interest rates

Term loan from banks

a. Loan availed of ₹ 4,000.00 during the 2013 - 14 is repayable in 24 quarterly instalments repayable as 6 quarterly instalments of ₹ 50.00 commencing from June 2015 upto September 2016, 4 quarterly instalments of ₹ 100.00 from December 2016 to September 2017, 8 quarterly instalment of ₹ 200.00 from December 2017 to September 2019, 4 quarterly instalments of ₹ 250.00 from December 2019 to September 2020 and 2 quarterly final instalments of ₹ 350.00 from December 2020 to March 2021, is secured by equitable mortgage of immovable properties of the Holding Company situated in Kumbazha estate. Due to moratorium received, the repayment schedule was restated and 2 final installments of ₹ 350.00 each for June and September 2021 are remaining.The loan carries an interest rate of MCLR plus applicable spread payable on a monthly basis from disbursement of the loan. Year end balance is ₹ 700.00 (as at 31 March 2020 : ₹ 1,200.00).

b. Loan availed of ₹ 1,223.48 during 2017-18 and ₹ 1776.52 during 2018 - 19 is repayable in 24 equal quarterly instalments commencing from June 2019, is secured by equitable mortgage created on immovable properties of the Holding Company situated in Kollam, Fort Kochi and Coimbatore.The loan carries an interest rate of MCLR plus applicable spread payable on a monthly basis from disbursement of the loan.Year end balance of the loan is ₹ 2,227.31 net of processing fees (As at 31 March 2020 : ₹ 2,466.08).

c. Loan availed of ₹ 3,000.00 during 2018 - 19 is repayable in 20 quarterly instalments repayable as 8 quarterly instalments of ₹ 25.00 commencing from September 2019 upto December 2021, 8 quarterly instalments of ₹ 225.00 from March 2022 upto December 2023 and 4 quarterly final installments of ₹ 250.00 from March 2024 upto December 2024, is secured by a charge created on immovable property of the Holding Company situated at Kumbazha rubber estate, Kerala. The loan carries an interest of MCLR plus applicable spread payable on a monthly from the disbursement of the loan. Year end balance of the loan is ₹ 2,850.24 net of processing fee (As at 31 March 2020 : ₹ 2,892.62).

d. The Holding Company has availed the moratorium on term loan facilities offered by banks as part of COVID 19 regulatory package announced by RBI vide Circular DOR.No.BP.BC.47/21.04.048/2019-20 dated March 27, 2020 and Circular DOR.No.BP.BC.63/21.04.048/2019-20 dated April 17, 2020. The interest accrued during the moratorium period was converted in to a deferred interest term loan and is repayable over the balance tenure of the term loans. The amount outstanding as on 31 March 2021 is ₹ 206.69 (As on 31 March 2020: Nil) .

(All amounts in ₹ lakhs, unless otherwise stated)

e. Interest rate on term loan range between 11.90 to 9.55% (As at 31 March 2020: 10.50% to 12 %)

Term loan from others

Term loan from others are secured by hypothecation of assets acquired out of these loans which are repayable in equated monthly instalments (ranging between 3 to 5 years) along with the applicable interest rates (ranging between 8.5% to 13.55%).

Particulars	As at 31 March 2021	As at 31 March 2020
Repayment terms for term loans from others		
Payable in 0-1 year	61.40	91.24
Payable in 1-2 years	30.75	23.10
Payable in 2-3 years	10.60	5.45
Payable in 3-4 years	2.69	0.34
	105.44	**120.13**

41 Capital management

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

Particulars	As at 31 March 2021	As at 31 March 2020
Long term borrowings	4,466.97	5,787.59
Current maturities of long-term debt	1,622.71	891.24
Short term borrowings	3,506.44	4,698.39
Less: Cash and cash equivalents	(64.04)	(207.53)
Less: Bank balances other than cash and cash equivalents	(157.48)	(156.04)
Net debt (A)	**9,374.60**	11,013.65
Equity	1,845.43	1,845.43
Other equity (excluding revaluation reserve)	9,654.76	6,043.20
Equity (B)	**11,500.19**	7,888.63
Capital and net debt (A + B)	**20,874.79**	18,902.28
Gearing ratio (A/(A+B))	**45%**	58%

42 Financial risk management

The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Group's focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on it's financial performance. The Group's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

The risk management activity focuses on actively securing the Group's short to medium-term cash flows by minimising the exposure to volatile financial markets.

The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed are described below.

(A) Credit risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables as summarised below:

Assets under credit risk	As at 31 March 2021	As at 31 March 2020
Investments	1.01	1.01
Bank balances	8.66	1.73
Trade receivables	1,600.62	823.25
Cash and cash equivalents	64.04	207.53
Bank balances other than cash and cash equivalents	159.21	157.77
Other financial assets	1,300.01	2,203.90
Total	**3,133.55**	3,395.19

(All amounts in ₹ lakhs, unless otherwise stated)

A1 Trade receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India and outside India. Credit risk has always been managed by the Group through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. On account of adoption of Ind AS 109, 'Financial Instruments', the Group uses expected credit loss model to assess the impairment loss or gain. The provision for expected credit loss takes into account available external and internal credit risk factors including the credit ratings of the various customers and Group's historical experience for customers.

Particulars	As at 31 March 2021	As at 31 March 2020
Loss allowance as at the beginning of the year	545.95	509.75
Changes in loss allowance	-	36.20
Loss allowance as at the end	**545.95**	545.95

Financial assets that are neither past due nor impaired

Cash and cash equivalents, loans and advances to employees and other financial assets are neither past due nor impaired.

Financial assets that are past due but not impaired

There are no other classes of financial assets that is past due but not impaired.

(B) Liquidity risk

Liquidity risk is that the Group might be unable to meet its obligations. The Group manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows on a day-to-day business. The data used for analyzing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on a monthly, quarterly, and yearly basis depending on the business needs. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

Maturities of financial liabilities

As at 31 March 2021	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	5,112.26	4,483.86	-	9,596.12
Trade payables	4,335.94	-	-	4,335.94
Other financial liabilities	3,833.90	153.46	139.22	4,126.58
Total	**13,282.10**	**4,637.32**	**139.22**	**18,058.64**

As at 31 March 2020	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	5,576.93	5,558.77	241.52	11,377.22
Trade payables	4,815.99	-	-	4,815.99
Other financial liabilities	4,942.95	134.05	172.76	5,249.76
Total	**15,335.87**	**5,692.82**	**414.28**	**21,442.97**

(C) Market risk

The Group is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risk, which result from both its operating and investing activities.

(i) Foreign currency sensitivity

The Group operates internationally and has transactions in USD and Euro currency and consequently the Group is exposed to foreign exchange risk through its sales to overseas customers. The exchange rate between the rupee and foreign currencies may fluctuate substantially in the future. Consequently, the results of the Group's operations are adversely affected as the rupee appreciates/depreciates against these currencies.

Foreign currency denominated financial assets which expose the Group to currency risk are fully hedged by derivative cover.

(All amounts in ₹ lakhs, unless otherwise stated)

Foreign currency denominated financial assets and liabilities which expose the group to currency risk are disclosed below. These include outstanding derivatives contracts entered into by the group and unhedged foreign currency exposures.

Included In	Currency	As at 31 March 2021		As at 31 March 2020	
		Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Financial assets					
Trade receivables	USD	3.65	267.75	1.77	133.42
	EURO	0.68	58.86	0.30	25.08

Conversion rates	Financial assets	
	USD	EUR
As at 31 March 2021	73.31	85.97
As at 31 March 2020	75.37	83.08

Sensitivity

The following table details the group's sensitivity to a 1% increase and decrease in the ₹ against the relevant foreign currencies. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where ₹ strengthens 1% against the relevant currency. For a 1% weakening of ₹ against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Particulars	Increase	Decrease	Increase	Decrease
	31 March 2021	31 March 2021	31 March 2020	31 March 2020
Sensitivity				
INR/USD	2.68	(2.68)	1.33	(1.33)
INR/EURO	0.58	(0.58)	0.25	(0.25)

Derivative financial instruments

The Group holds derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace.

The following table gives details in respect of outstanding foreign exchange forward contracts:

Particulars **Forward contracts** (Denominated in foreign currency, value presented in ₹)	**As at 31 March 2021**	As at 31 March 2020
In USD	343.41	434.62
In EURO	58.97	143.12

'The foreign exchange forward contracts mature within twelve months. The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the Balance Sheet date:

USD

Particulars (Denominated in foreign currency, value presented in ₹)	**As at 31 March 2021**	As at 31 March 2020
Not later than one month	163.38	406.84
Later than one month and not later than three months	180.03	27.78
Later than three months and not later a year	-	-

(All amounts in ₹ lakhs, unless otherwise stated)

EURO **Particulars** (Denominated in foreign currency, value presented in ₹)	**As at 31 March 2021**	As at 31 March 2020
Not later than one month	-	118.04
Later than one month and not later than three months	58.97	25.08
Later than three months and not later a year	-	-

(ii) Interest rate risk

The Group's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments' - Disclosures. As neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

43 Employee benefit obligations

The Group has provided for the gratuity liability and leave encashment liability (defined benefit plan), as per actuarial valuation carried out by an independent actuary on the Balance Sheet date.

a) Defined contribution Plan

The Group makes contribution to statutory provident fund as per Employees Provident Fund and Miscellaneous Provision Act, 1952 for its employees. Also the Group makes contribution to superannuation fund for its employees. This is a defined contribution plan as per Ind AS 19, Employee benefits. Total contribution made during the year ₹ 1,388.86 (March 31, 2020: ₹ 1,325.94).

b) Defined benefit plans

The Group has provided for gratuity and leave encashment liability, for its employees as per actuarial valuation carried out by an independent actuary on the Balance Sheet date. The valuation has been carried out using the Project Unit Credit Method as per Ind AS 19 to determine the present value of Defined Benefit Obligations and the related current service cost. This is a defined benefit plan as per Ind AS 19.

The gratuity plan is governed by the provisions of the Payment of Gratuity Act, 1972 (as amended from time to time). Employees are entitled to all the benefits enlisted under this Act.

c) Sensitivity analysis

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary overtime. Thus, the Group is exposed to various risks in providing the above benefit which are as follows:

i) Interest rate risk

The plan exposes the group to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability as shown in financial statements.

ii) Liquidity risk

This is the risk when the Group is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash/cash equivalents to meet the liabilities or holding of illiquid assets not being sold in time.

iii) Salary escalation risk

The present value of the defined benefit plan is calculated with the assumption of salary increase rate of employees in future. Deviation in the rate of interest in future for employees from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

iv) Demographic risk

The Group has used certain mortality and attrition assumptions in valuation of the liability. The Group is exposed to the risk of actual experience turning out to be worse compared to the assumption.

v) Regulatory risk

Gratuity benefits are paid in accordance with the requirements of the Payment of Gratuity Act,1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts.

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Changes in the present value of the defined benefit obligation are as follows:		
Projected benefit obligation at the beginning of the year	5,448.23	4,832.80
Interest cost	336.98	288.56
Current service cost	300.22	289.09
Benefits paid	(970.54)	(854.74)
Actuarial loss	430.82	892.52
Projected benefit obligation at the end of the year	**5,545.71**	**5,448.23**
Unfunded	**5,545.71**	**5,448.23**
Components of net gratuity costs are:		
Current service cost	300.22	289.09
Interest cost	336.98	288.56
Net amount recognised in the income statement	**637.20**	**577.65**
Premeasurements		
Net actuarial loss	430.82	892.52
Net amount recognised in other comprehensive income	**430.82**	**892.52**
Total gratuity cost recognised	**1,068.02**	**1,470.17**
Principal actuarial assumptions used:		
a) Discount rate	6.79%	6.55%
b) Long-term rate of compensation increase	5.00%	5.00%
c) Attrition rate	3.00%	3.00%
d) Mortality rate	Indian Assured Lives Mortality (2006-2008)	

The estimates of rate of escalation in salary considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary. The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

The significant actuarial assumptions for the determination of the defined benefit obligation are the attrition rate, discount rate and the long-term rate of compensation increase. The calculation of the net defined benefit liability is sensitive to these assumptions. The following table summarises the effects of changes in these actuarial assumptions on the defined benefit liability at 31 March 2021.

Gratuity

Particulars	**Year ended 31 March 2021**		Year ended 31 March 2020	
	Increase	**Decrease**	Increase	Decrease
Discount rate (- / + 0.5%)	5,393.75	5,705.85	5,294.72	5,609.83
Salary growth rate (- / + 0.5%)	5,706.70	5,390.64	5,611.85	5,291.02
Attrition rate (- / + 0.5%)	5,557.82	5,533.60	5,459.36	5,437.09
Mortality rate (- / + 10%)	5,571.56	5,519.86	5,473.28	5,423.18

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and type of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(All amounts in ₹ lakhs, unless otherwise stated)

44 No adjustment is required to be made in the accounts in respect of :

44 (A)

a. An area of 807 hectares (approximately) [31 March 2020: 807 hectares (approximate)], which is on a leasehold tenure falls under the provisions of the Gudalur Jenmam Estate (Abolition and Conversion into Ryotwari) Act, 1969. Holding Company's appeal challenging the Order of the Settlement Officer rejecting its application for Patta was allowed by the District Court, Ooty and the matter is now remanded for denovo enquiry. The Settlement Officer by its order dated 22.10.2019 once again rejected the application for Patta. An appeal has been filed before the District Court, Ooty challenging the said order and the same is pending. Meanwhile, Madras High Court held that out of this area, the notification of 335 Hectares (31 March 2020: 335 Hectares) as forest by the Settlement Officer is valid and has directed that in the event of patta being granted in respect of the notified areas the same will stand modified to that extent..

b. An area of 2588 hectares (approximately) [31 March 2020: 2588 hectares (approximate)] liable to be surrendered to the Government of Kerala under the Kerala Private Forests (Vesting and Assignment) Act, 1971, as the appeals relating to this area are pending in the High Court of Kerala.

c. An area of 535 hectares (approximate) [31 March 2020: 535 hectares (approximate)] in respect of which cases filed by Janmies (original owners) of Lahai Estate challenging the validity of the lease is pending before the Sub-Court, Pathanamthitta and High Court of Kerala.

d. An area of 1982.45 hectares (31 March 2020: 1982.45 hectares) of Mooply Valley estates notified by the Government of Kerala for resumption alleging violation of lease conditions as proceedings has been stayed by the Sub Court, Irinjalakuda.

e. An area of 3123 hectares (31 March 2020: Nil) in respect of which a civil suit filed by Government of Kerala for declaration of title and recovery of possession in respect of Kumbazha,Koney and Lahai rubber estates in Pathanamathitta district is currently pending consideration before the Subordiante Judges Court, Pathanamthitta.

f. An area of 2554 hectares (31 March 2020: Nil) in respect of which a civil suit filed by Government of Kerala for declaration of title and recovery of possession in respect of Isfield,Venture and Nagamallay rubber estates in Kollam district is currently pending consideration before Subordinate Judges Court, Punalur.

The above litigations are considered as Key audit matter.

44 (B)

a. An area of 178 hectares (approximately) [31 March 2020: 178 hectares (approximate)] deemed to have been vested with the Government of Kerala pursuant to Kerala Private Forests (Vesting and Assignment) Act, 1971, as the Holding Company's claim for the exclusion of the area from the purview of the Act is pending decision of the Forest Tribunal,Palghat and restoration by the Forest Department..

b. The Vythiri Taluk Land Board's order directing the Holding Company to surrender 707 hectares (approximately) [31 March 2020: 707 hectares (approximate)] as excess land under the Kerala Land Reforms Act, 1963 has been set aside by the High Court of Kerala on a revision petition filed by the Holding Company and the matter has been remanded to the Vythri Taluk Land Board for fresh consideration and disposal.

c An area of 415 hectares (approximately) [31 March 2020: 415 hectares (approximate)] held to be surplus under the Tamil Nadu Land Reforms (Fixation of Ceiling on Land) Act, 1961 as the Special Land Tribunal, Madras has remanded the matter for fresh consideration by the Authorised Officer, Coimbatore.

d. An area of 1074.18 hectares (approximate) [31 March 2020: 1074.18 hectares (approximate)] in respect of which cases filed by Janmies (original owners) of Koney, Kaliyar and Arrapetta Estates challenging the validity of the lease is pending before the Sub-Court, Pathanamthitta , Sulthan Bathery, Thodupuzha and High Court of Kerala.

e. The Government of Kerala vide G.O dated 27.06.2018 waived the levy of Seigniorage on rubber trees cut and removed from the rubber plantations. A writ petition has been filed before the Hon'ble High Court of Kerala challenging the said Government Order and the Hon'ble Court by interim order dated 18.02.2019 has permitted felling of trees on condition that a bond undertaking to pay Seigniorage is furnished to the Government of Kerala, if ultimately the writ petition is allowed. The matter is pending consideration.

f. The Government by order dated 04.01.2008 directed the Holding Company to remit an amount ₹ 96.84 alleging violation of lease condition in Mooply Valley Estates. The said order has been challenged before the Sub Court, Irinjalakuda and by order dated 08.04.2008 granted temporary prohibitory injunction restraining Government from taking any further action. On appeal filed by the Government, the Hon'ble High Court by judgment dated 04.08.2008 sustained the order of injunction and directed the Holding Company to furnish security for ₹ 96.84 and accordingly the Holding Company has furnished bank guarantee for the said amount and the suit is still pending.

(All amounts in ₹ lakhs, unless otherwise stated)

g. An extent of approximately 142 Hectares of rubber planted area in Kumbazha Estate has been encroached by the members of Sadhu Jana Vimochana Samyuktha Vedi in 2007 and the Holding Company filed a writ petition seeking eviction of the encroachers and Police protection to its property. By judgment dated 24.08.2007, the Hon'ble High Court directed the Government to evict the encroachers. However, the said direction was not complied with and a contempt case in this connection is still pending consideration before the Hon'ble High Court.

h. The Special Officer appointed by the Government had issued a notice under the Kerala Land Conservancy Act, for inspecting the properties of the Holding Company in Wayanad District. The Holding Company challenged the notice before the Hon'ble High Court of Kerala and by judgment dated 11.04.2018 the said notice was set aside by the Hon'ble Court. The Government filed a review petition in the matter and by order dated 06.08.2018 the Hon'ble Court directed the Holding Company to file its objections to the inspection notice. Accordingly the Holding Company has filed its detailed objection with relevant documents and the same is pending with the Special Officer.

In the opinion of the management, the outcome of the above litigations will be in favour of the Holding Company and there is no financial impact.

45 Lease

a. The Group has adopted Ind AS 116 on "Leases" with effect from 01 April, 2019 by applying it to all applicable contracts of leases existing on 01 April, 2019 by using modified retrospective approach.

b. The Group has recognised and measured the Right-of-Use (ROU) asset and the lease liability over the remaining lease period and payments discounted using the incremental borrowing rate as at the date of initial application. The depreciation on the ROU asset for the current year is ₹ 11.01 (31 March 2020: ₹ 11.22) and finance costs for interest accrued on lease liability is ₹ 38.97 (31 March 2020: ₹ 38.48)

c. Lease payments amounting to ₹ 52.44 not recognised as a liability being short term or low value in nature and ₹ 31.88 not recognised as a liability .The same pertains to perpetual lease agreement in respect on an estate.

d. Maturity analysis of the discounted cash flow of the lease liabilities

Particulars	Minimum lease payments	
	31 March 2021	**31 March 2020**
Not later than 1 year	35.84	35.14
Later than 1 and not later than 5 years	190.25	147.73
Later than 5 years	1,015.74	1,094.11
	1,241.83	**1,276.98**

46 COVID-19 and its impact

World Health Organisation declared COVID–19 to be a global pandemic in March 2020. The spread of COVID–19 had impacted the normal operations of businesses in many countries, including India. During the year ,the country witnessed several disruptions in normal operations due to lockdowns imposed by the Central Government & various State Governments in the form of restrictions to movement of people, transportation and supply chain along with other stringent measures to contain COVID–19 spread.

The Group is engaged in the business of manufacturing tea and rubber. Tea is an essential commodity and rubber is consumed by industries in the health care sector for manufacture of surgical gloves, condoms, catheters, and other health care products which are part of essential commodities, therefore the pandemic has so far had minimal impact on the business operations of the Group. With improved efficiency in overall operations and higher price realizations, the Group has achieved higher profit margin in the current year .

Management had made an assessment of the possible impact of current second wave of COVID–19 on the business operations of the Group and significant accounting judgments and estimates were made based on prudence. In the opinion of the management there was no impact on financial results on carrying value of property plant and equipment, recoverability of receivables, realizability of inventory and other current assets. Management will continue to monitor future material changes to economic conditions and its impact thereon, on the Group's operations

47 Segment information

Management currently identifies the Group's three business lines as its operating segments: Tea, Rubber and others.

Other Segment comprise of Fruits, Spices and others and Wayanad Medical Fund.

(All amounts in ₹ lakhs, unless otherwise stated)

Segment information for the reporting period is as follows:

		Year ended 31 March 2021			Year ended 31 March 2020		
A	**Segment revenues and profits**	**Tea**	**Rubber**	**Others**	**Tea**	**Rubber**	**Others**
	Revenue						
	From external customers	22,847.19	22,052.45	211.48	17,716.57	20,682.49	330.98
	Other income	129.15	37.87	100.54	451.95	37.66	108.80
	Segment revenues	**22,976.34**	**22,090.32**	**312.02**	**18,168.52**	**20,720.15**	**439.78**
	Cost of material consumed	3,618.47	6,872.87	0.40	2,698.31	5,589.56	-
	Purchases of stock-in-trade	-	2,276.77	-	-	2,434.18	-
	Changes in inventories	361.15	423.44		(869.58)	(408.20)	-
	Employee benefits expense	10,344.92	5,687.77	79.00	10,259.00	6,154.17	67.62
	Depreciation and amortization expense	280.55	131.02		277.28	83.83	69.02
	Other expenses	7,084.46	2,738.93	93.21	7,607.15	2,761.53	102.19
	Segment profit/(loss)	**1,286.79**	**3,959.52**	**139.41**	**(1,803.64)**	**4,105.08**	**200.95**

		As at 31 March 2021			
B	**Segment assets and liabilities**	**Tea**	**Rubber**	**Others**	**Unallocated**
	Segment assets	28,615.95	11,390.65	321.51	343.25
	Segment liabilities	8,752.91	9,221.55	117.58	11,079.13

	As at 31 March 2020			
	Tea	**Rubber**	**Others**	**Unallocated**
Segment assets	28,637.32	10,848.48	346.55	484.50
Segment liabilities	9,762.50	9,615.52	133.58	12,916.62

Income/expenses of a financial nature, and the assets/liabilities they are attributable to, have not been allocated to any segment as they are managed on a Group basis. Current taxes, deferred taxes and items of income and expense have not been allocated to any segment since these items are also managed on a Group basis.

C The totals presented for the Group's operating segments reconcile to the key financial figures as presented in its financial statements as follows:

C1	**Reconciliation of profit**	**Year ended 31 March 2021**	Year ended 31 March 2020
	Segment profit	5,385.72	2,502.39
	Add/(less):		
	Interest expense	(1,359.59)	(1,590.51)
	Unallocable income	16.25	14.37
	Profit before tax	**4,042.38**	**926.25**

C2	**Reconciliation of segment assets**	**As at 31 March 2021**	As at 31 March 2020
	Total reportable segment assets	40,328.11	39,832.35
	Cash and cash equivalents	64.04	207.53
	Bank balances other than cash and cash equivalents	150.55	156.04
	Non-current investments	1.01	1.01
	Non-current bank balances	8.66	1.73
	Other-current assets	118.99	118.19
	Total assets	**40,671.36**	40,316.85

(All amounts in ₹ lakhs, unless otherwise stated)

C3 Reconciliation of segment liabilities	As at 31 March 2021	As at 31 March 2020
Total reportable segment liabilities	18,092.04	19,511.60
Non-current borrowings including current maturities	6,089.68	6,678.83
Current borrowings	3,506.44	4,698.39
Provisions	122.64	122.64
Other current liabilities	1,360.37	1,416.76
Total liabilities	**29,171.17**	32,428.22

D The revenues from external customers are divided into the following geographical areas:

	Year ended 31 March 2021	Year ended 31 March 2020
India (country of domicile)	40,927.70	32,744.92
Outside India	4,183.42	5,985.12
	45,111.12	**38,730.04**

E Non-current assets are divided into the following geographical areas (Refer note below):

	As at 31 March 2021	As at 31 March 2020
India (country of domicile)	31,017.01	30,149.21
Outside India	-	-
	31,017.01	30,149.21

Reportable assets for the purpose of this note constitute non-current assets other than financial assets.

F Revenue from major customers

There are no customers contributing to 10 percent or more of Group's revenues from product sale.

48 Disclosure of Additional Information pertaining to the Holding Company and Subsidiary as per Schedule III of the Companies Act, 2013

31 March 2021:

Name of the Company	Net assets (total assets - total liabilities)		Share in Profit/(loss)		Share in other comprehensive loss		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit/(loss)	Amount	As a % of consolidated comprehensive loss	Amount	As a % of consolidated total comprehensive income	Amount
Holding Company -								
Harrisons Malayalam Limited	100.14%	11,515.75	100.06%	4,044.59	100.00%	(430.82)	100.06%	3,613.77
Subsidiary company								
Enchanting Plantations Limited	-0.01%	(0.50)	-0.04%	(1.46)	0.00%	-	-0.04%	(1.46)
Harmony Plantations Limited	0.00%	(0.06)	-0.02%	(0.75)	0.00%	-	-0.02%	(0.75)
Total		**11,515.19**		**4,042.38**		**(430.82)**		**3,611.56**
Consolidation adjustments	-0.13%	(15.00)	0.00%	-	0.00%	-	0.00%	-
Total	**100.00%**	**11,500.19**	**100.00%**	**4,042.38**	**100.00%**	**(430.82)**	**100.00%**	**3,611.56**

(All amounts in ₹ lakhs, unless otherwise stated)

31 March 2020:

Name of the Company	Net assets (total assets - total liabilities)		Share in Profit/(loss)		Share in other comprehensive loss		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit/(loss)	Amount	As a % of consolidated comprehensive loss	Amount	As a % of consolidated total comprehensive income	Amount
Holding Company -								
Harrisons Malayalam Limited	100.17%	7,901.98	100.26%	928.66	100.00%	(892.52)	107.14%	36.14
Subsidiary company								
Enchanting Plantations Limited	0.01%	0.95	-0.18%	(1.66)	0.00%	-	-4.93%	(1.66)
Harmony Plantations Limited	0.01%	0.70	-0.08%	(0.75)	0.00%	-	-2.21%	(0.75)
Total		**7,903.63**		**926.25**		**(892.52)**		**33.73**
Consolidation adjustments	-0.19%	(15.00)	0.00%	-	0.00%	-	0.00%	-
Total	**100.00%**	**7,888.63**	**100.00%**	**926.25**	**100.00%**	**(892.52)**	**100.00%**	**33.73**

49 Disclosure pursuant to Securities (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act read with the Companies (Meeting of Board and its powers)rules 2014 are as follows;-

i) Details of investments are given in note 4.

ii) Details of loans given are - Nil

iii) Details of guarantees given are - Nil

50 Prior year comparitives

The previous year's figures have been regouped and reclassified, wherever necessary to conform to current year's presentation.

The previous year's figures have been regouped and reclassified, wherever necessary to conform to current year's presentation.

This is the summary of accounting policies and other explantatory information referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Krishnakumar Ananthasivan
Partner
Membership No.: 206229

Kochi
10 June 2021

For and on behalf of the Board of Directors of Harrisons Malayalam Limited

Venkitraman Anand
Whole Time Director
DIN: 07446834

Cherian M George
Whole Time Director
DIN: 07916123

Ravi A.
Chief Financial Officer

Binu Thomas
Company Secretary
M. No. 11208

Kochi
10 June 2021

Form AOC - 1

(Pursuant to first proviso to sub section(3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing the salient features of the financial statement of subsidiaries / associate companies / joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to presented with amounts in ₹ Lakhs)

1	Sl No.	1	2	3
2	Name of the Subsidiary	Enchanting Plantations Limited	Harmony Plantations Limited	Malayalam Plantations Limited
3	Date since when subsidiary was acquired	-	-	-
3	Reporting period for the subsidiary concerned, if different from the holding company's repor ting period	Uniform Reporting Period	Uniform Reporting Period	Uniform Reporting Period
4	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	-	-	-
5	Equity Share Capital	10.00	5.00	5.00
6	Other Equity	(5.48)	(5.05)	(5.01)
7	Total Assets	-	.11	.38
8	Total Liabilities	0.48	0.17	0.39
9	Investments	5.00	-	-
10	Turnover	-	-	-
11	Profit / (Loss) before tax	(0.88)	(0.75)	(0.57)
12	Provision for taxation	-	-	-
13	Profit / (Loss) after tax	(0.88)	(0.75)	(0.57)
14	Proposed Dividend	-	-	-
15	% of shareholding	-	-	-

1 All subsidiaries are yet to commence operations

Certifications

SUSTAINABILITY,
SOCIAL RESPONSIBILITY & CARE

We value people and environment the most. Our premium teas are the best and are accredited by Rain forest Alliance and UTZ since 2014 and EU MRL compliant. HML meets rigorous environmental and social standards. Our well-managed farms protect workers, wildlife and communities.

Rainforest Alliance Certified

Ethical Tea Partnership

trustea
ENVIRONMENT • SAFETY • LIVELIHOODS

UTZ Certified
Better farming
Better future

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