

TIL Limited

CIN : L74999WB1974PLC041725
Registered Office:
1, Taratolla Road, Garden Reach
Kolkata-700 024
Ph : 6633-2000, 6633-2845
Fax : 2469-3731/2143
Website : www.tilindia.in

26th May, 2023

The Manager,
Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

The Secretary,
Listing Department
BSE Limited,
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Re: Audited Financial Results of TIL Limited ('the Company') for the fourth quarter and financial year ended on 31st March, 2023

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Audited Financial Results (Standalone and Consolidated) of the Company together with the Statutory Auditors' Report (both Standalone and Consolidated) for the fourth quarter and financial year ended on 31st March, 2023, as approved by the Board of Directors of the Company at its Meeting held today, the 26th May, 2023.

Please note that the Board Meeting had commenced at 5:00 p.m. and concluded at 9.50 p.m.

Kindly take the above in your records.

Thanking you,

Yours faithfully

For TIL Limited


SEKHAR BHATTACHARJEE
COMPANY SECRETARY

Encl. As above

INDEPENDENT AUDITORS' REPORT

To
The Board of Directors of
TIL Limited

Report on the audit of the Standalone Annual Financial Results

Qualified Opinion

We have audited the accompanying standalone annual financial results of TIL Limited ("the Company") for the year ended March 31, 2023 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in 'Basis for Qualified Opinion' section of our report, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2023, the standalone statement of assets and liabilities as at March 31, 2023 and the standalone statement of Cash flows for the year ended on that date.

Basis for Qualified Opinion

We draw attention to the following matters:

- (a) Note No.4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15885 lakhs as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the standalone financial results.
- (b) Note No. 5 of the accompanying statement which states that the company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of

TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.

The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (c) Note No.8 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on March 31,2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (d) Note No.9 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ at Port as on March 31,2023 which also includes Rs.3234 Lakhs imported in earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022 ,the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been files by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20.



The Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.

- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31,2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed. Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023. Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31,2023 and related impact on these Standalone Financial Results.

The impact of above matters (a) to (f) on the accompanying standalone annual financial results is presently not ascertainable.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" 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 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 obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

Management's Responsibilities for the Annual Standalone Financial Results

The Statement has been prepared on the basis of the annual standalone financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Annual Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

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

- Identify and assess the risks of material misstatement of the Statement, 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 results 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.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Results.



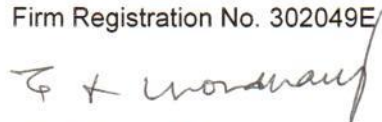
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.*

Other Matter

The Statement includes the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No. 302049E



(Giridhari Lal Choudhary)

Partner

(Membership Number: 052112)

UDIN: 23052112BGXCJI4979

Place: Kolkata

Date: May 26, 2023



TIL LIMITED

CIN : L74999WB1974PLC041725

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024

Phone : +91 33 6633 2000 / 2845. Fax : +91 33 2469 2143 / 3731

Website : www.tilindia.in

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THREE MONTHS AND TWELVE MONTHS ENDED 31ST MARCH 2023

₹ in Lakhs except Earnings Per Share

Sl. No.	Particulars	Three months ended		Twelve months ended	
		31st March 2023	31st December 2022	31st March 2022	31st March 2022
		Audited (Refer Note 2)	Unaudited	Audited (Refer Note 2)	Audited
1	Revenue from Operations	1,586	1,110	2,058	6,499
2	Other Income	282	107	433	2,427
I	Total Income (1+2)	1,868	1,217	2,491	8,926
3	Expenses				
	a. Cost of Materials Consumed	410	206	82	2,098
	b. Purchases of Stock-in-Trade	56	200	657	2,004
	c. Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	462	449	485	(1,021)
	d. Employee Benefits Expense	867	820	1,082	5,531
	e. Finance Costs	837	911	765	3,616
	f. Depreciation and Amortization Expense	202	225	250	955
	g. Other Expenses	1,298	718	2,921	10,097
II	Total Expenses	4,132	3,529	6,242	23,320
4	Profit / (Loss) Before Exceptional Items and Tax (I-II)	(2,264)	(2,312)	(3,751)	(14,394)
5	Exceptional Items	-	-	(25,953)	(25,953)
6	Profit / (Loss) Before Tax (4+5)	(2,264)	(2,312)	(29,704)	(40,347)
7	Tax Expenses				
	a. Current Tax	-	-	172	172
	b. Income Tax relating to earlier years	(52)	(172)	1,793	1,129
	c. Deferred Tax	(52)	(172)	1,965	1,301
	Total Tax Expenses	(2,212)	(2,140)	(31,668)	(41,648)
8	Profit / (Loss) for the period / year (6-7)	(53)	(20)	(67)	(79)
9	Other Comprehensive Income				
	A. (i) Items that will not be reclassified to profit or loss	18	7	24	28
	(ii) Income Tax relating to items that will not be reclassified to profit or loss	-	-	-	-
	B. (i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income Tax relating to items that will be reclassified to profit or loss	(35)	(13)	(43)	(51)
	Total Other Comprehensive Income	(2,247)	(2,153)	(31,712)	(41,699)
10	Total Comprehensive Income for the period / year (8+9)	(2,247)	(2,153)	(31,712)	(41,699)
11	Paid-up Equity Share Capital (Face Value ₹ 10/- each)	1,003	1,003	1,003	1,003
12	Reserves (Other Equity)	(22.05)	(21.34)	(315.73)	(21,309)
13	Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#)				(415.22)

See accompanying notes to the Financial Results

Figures for three months ended are not annualized.



Standalone Statement of Assets and Liabilities

₹ in Lakhs

	As at 31st March 2023		As at 31st March 2022	
	Audited		Audited	
ASSETS				
Non-Current Assets				
(a) Property, Plant and Equipment	9,589	10,546		
(b) Capital Work-in-Progress	27	27		
(c) Right-of-use Assets	1,011	1,268		
(d) Intangible Assets		46		
(e) Investment in Subsidiary	74	302		
(f) Financial Assets				
(i) Investments				
(ii) Other Financial Assets	148	582		
(g) Deferred Tax Asset (Net)	3,668	3,447		
(h) Income Tax Assets (Net)	704	489		
(i) Other Non-Current Assets	29	21		
Total Non-Current Assets	15,450	16,738		
Current Assets				
(a) Inventories	14,087	16,457		
(b) Financial Assets				
(i) Investments	10	8		
(ii) Trade Receivables	3,019	2,610		
(iii) Cash and Cash Equivalents	100	7		
(iv) Bank Balances other than (iii) above	8	364		
(v) Others	274	266		
(c) Other Current Assets	1,659	1,658		
Asset Held for Sale	419	-		
Total Current Assets	19,586	21,370		
TOTAL ASSETS	35,036	38,108		
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	1,003	1,003		
(b) Other Equity	(30,210)	(21,309)		
Total Equity	(29,207)	(20,306)		
Liabilities				
Non-Current Liabilities				
(a) Financial Liabilities	15,159	17,760		
(i) Borrowings	957	875		
(ii) Other Financial Liabilities	503	512		
(b) Provisions	16,619	19,147		
Current Liabilities				
(a) Financial Liabilities	24,859	22,089		
(i) Borrowings	94	111		
(ii) Lease Liabilities	395	382		
(iii) Trade Payables	12,147	8,902		
(iv) Other Financial Liabilities	2,512	431		
(b) Other Current Liabilities	7,529	7,313		
(c) Provisions	88	39		
Total Current Liabilities	47,624	39,267		
Total Liabilities	64,243	58,414		
TOTAL EQUITY AND LIABILITIES	35,036	38,108		



Standalone Statement of Cash Flows for the Year Ended 31st March 2023

Particulars	₹ in Lakhs	
	Year Ended 31st March, 2023	Year Ended 31st March, 2022
A		
Cash Flow from Operating Activities		
Profit / (Loss) Before Tax and Exceptional Items	(8,209)	(14,394)
Adjustments for:		
Depreciation and Amortization Expense	895	995
Finance Costs	3,624	3,616
Net (Gain) / Loss on Fair Valuation of Investments through Profit and Loss	(2)	1
Net gain on Assets held for Sale	(283)	(283)
Unrealized Foreign Exchange (Gain) / Loss (Net)	108	57
Provisions / Liabilities no longer required written back	(953)	(961)
Bad and Doubtful Trade Receivables / Advances / Claims	952	5,924
Provision for Impairment of Investment	228	-
Interest Income	(39)	(79)
Dividend Income	-	(1,492)
(Profit) / Loss on Sale of Property, Plant & Equipment (Net)	4	(1)
Loss on Modification/Termination on Lease Assets	(3)	275
(Profit) / Loss on Fair Valuation of Derivatives not designated as Hedging Instruments through Profit and Loss	-	3
Operating Profit before Working Capital Changes	4,844	8,455
Changes in Working Capital	(4,365)	(5,939)
Trade Receivables, Loans, Advances and Other Assets	(1,381)	4,593
Inventories	2,360	(4,709)
Trade Payables, Other Liabilities and Provisions	4,239	4,058
	5,236	3,942
Cash Generated from Operations	873	(1,997)
Income Tax (Paid) / Refund received (Net)	(205)	(80)
Net Cash Flows from / (used in) Operating Activities (A)	900	(2,077)
B		
Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment, Intangible Assets	-	3
Sale of Property, Plant & Equipment	8	4,000
Margin Money / Bank Deposits not considered as Cash and Cash Equivalents	763	43
Interest Received	39	79
Dividend Received	-	1,492
Net Cash Flows from / (used) in Investing Activities (B)	810	5,617
C		
Cash Flow from Financing Activities		
Repayment of Long Term Borrowings	-	(1,776)
Proceeds from Long Term Borrowings	55	4,476
Repayment of Lease Liabilities	(100)	(99)
Proceeds from Short Term Borrowings (Net)	101	(2,983)
Finance Costs Paid	(1,441)	(3,164)
Net Cash Flows from / (used in) Financing Activities (C)	(1,385)	(3,546)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	95	(6)
Cash and Cash Equivalents at the beginning of the year	7	13
Cash and Cash Equivalents at the end of the period	100	7
Cash and Cash Equivalents comprises		
Cash in hand	1	3
Balance with Banks	99	4
	100	7

Note: The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.
*Amount is below ₹ 50,000 (Rupees Fifty thousand)



Notes

- 1 The above audited Standalone Financial Results, Shareholder Balance Sheet and Standalone Statement of Cash Flow which has been prepared in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular dated July 2016 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 26th May 2023 at Kolkata. These results has been subjected to audit by the Statutory Auditors of the Company
- 2 The figures for the 3 months ended 31st March 2023 and corresponding 3 months ended 31st March 2022 are the balancing figures between the audited figures in respect of the full financial year upto 31-March 2023/ 2022 and the unaudited, published year to date figures up to 31st December 2022/ 2021, being the date of end of third quarter of the respective financial year which were subject to Limited Review
- 3 In its Extraordinary General Meeting convened on 23rd December, 2022, the Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of Indecrest Defence Solutions Private Limited pursuant to the provisions of Regulation 16AA of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 4 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs 15,885 lakhs has been carried in the books at book value as against Fair Value as required under Ind AS-109 and its impact on standalone financial statements has not been ascertained
- 5 During the year, the Company has incurred a cash loss of Rs. 8,314 lakhs and its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank of India, has filed a petition under Section 7 of the IBC before the Honble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November 2022, which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time with the next date of hearing being 19th June 2023.
- 6 Though the above situation is indicative of a material uncertainty that may cast doubt on the Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 3 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the Standalone Financial Statements have been prepared on a going concern basis.
- 7 The Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st March 2023 based on said evaluation, in the opinion of the management, no impairment provision is considered necessary.
- 8 Assets located in Shahababad and Chennai are exclusively securitised with Tata Capital and Aditya Birla Finance respectively. Due to acute liquidity crisis, the loan facilities granted to the company by these two NBFCs were declared NPA. Accordingly, under the provisions of the SARFAESI Act, 2002, the two NBFCs taken physical possession of the two properties. Accordingly, these two properties have been categorised as Assets Held for Sale. Since the Fair Value of the two Properties are higher than its carrying value as on 31st March 2023, in the opinion of the management, no impairment provision is considered necessary.
- 9 The Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st March 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 10 Stock in Transit includes materials valuing Rs. 3,248 Lakhs lying in Bonded Warehouse / at Port as at 31st March 2023 which also includes Rs. 3,234 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 11 As reported earlier, pursuant to a complaint lodged against the Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Company for the year ended 31st March 2021 and certain other matters, the Corporation Finance Investigation Department (CFID) of SEBI had sought information from the Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants on the financial statements for the financial year 2019-20 & 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended 31st March 2022 to rectify those accounting mistakes/ misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the Board of Directors in their meeting dated 19th September 2022. The Company received a letter from SEBI dated 22nd December 2022, seeking further information which has since been replied by the Company on 9th January, 2023. Certain other clarifications and requests for historical data of the Company were sought by SEBI during February and March 2023, and these were duly provided. The Company has not received any further intimation from SEBI since then.
- 12 As reported earlier, an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs, respectively, under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGSTWBGST Act, 2017 to the Company. A personal hearing was held on 08th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit, and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act.
- 13 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Company pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further the Company's principal geographical area is within India. Accordingly, the Company has only one reportable operating segment.
- 14 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current period's classification.

Registered Office :
1, Taratolla Road,
Garden Reach
Kolkata 700 024.
Date : 26th May 2023



For TIL LIMITED
Sumit Mazumder
Sumit Mazumder
Chairman & Managing Director

ANNEXURE I

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

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2023 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]			
I.	Sl. No.	Particulars	Adjusted Figures (Rs. in Lakhs) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	5469 NA
	2.	Total Expenditure	14678 NA
	3.	Net Profit/(Loss) (including other comprehensive income)	(8901) NA
	4.	Earnings Per Share	(88.01) NA
	5.	Total Assets	35036 NA
	6.	Total Liabilities	64243 NA
	7.	Net Worth	(29207) NA
	8.	Any other financial item(s) (as felt appropriate by the management)	NA NA



II. Audit Qualification (each audit qualification separately):

Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(a).	We draw attention to Note No. 4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15885 lakhs as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the standalone financial results.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	Loans received from the promoters/ promoter's group of companies and other lenders aggregating to Rs.15885 lakhs is interest free as the interest has been waived by respective lenders. Accordingly, there would be no impact on the standalone financial results as the same are at fair value.	-	Interest free loans should be accounted at fair value as per Ind AS 109. Fair value would be the discounted value using the prevailing market rate of interest of similar instruments with similar terms. Hence, we are unable to determine its impact on the standalone financial results.



(b).	<p>We draw attention to Note No. 5 of the accompanying statement which states that the company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, and which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.</p> <p>The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be</p>	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	<p>The management of the company has been considering the feasibility and effectiveness of certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of the proposed resolution plan & subsequent investment by the investor as stated.</p>	-	<p>The company has incurred a cash loss during the current year as well as in the previous year. Its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023.</p> <p>This indicates uncertainties as to whether the Company will be able to service its debts, realize its assets and discharge its liabilities as and when they become due over the period of next 12 months.</p> <p>The Company's lenders have declared the loan facilities granted to the Company as Non Performing Asset (NPA) and consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National</p>
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	<p>mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.</p>						<p>Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, and which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.</p> <p>The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.</p> <p>Accordingly, we are unable to comment on whether the Company</p>
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Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(c).	We draw attention to Note No. 8 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on March 31, 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	The management is of the view that the successful outcome of the proposed resolution plan and subsequent investment by the investor shall support the execution of orders in hand; enabling the Company to generate sufficient future taxable profits. Therefore the management believes that the unused tax credits can be utilised against such future taxable profits within the stipulated period under the provisions of Income Tax Act 1961.	-	In the absence of projections to substantiate that sufficient future taxable profit will be available against which these unused tax credits can be utilized, we are unable to comment on the utilization of said MAT credit balance.
							will be able to continue as Going Concern.



Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(d).	We draw attention to Note No.9 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ at Port as on March 31,2023 which also includes Rs.3234 Lakhs imported in earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation was also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same Stock in Transit could not be released due to non-payment of custom duty, other charges, etc. This situation has arisen due to pandemic induced acute liquidity constraint. However, the management does not expect any material loss on account of any obsolescence in these stocks due to passage of time and no provision is considered necessary.	(iii) Auditors' Comments on (i) or (ii) above As the impact and consequential adjustments could not be ascertained by the management, the same cannot be commented upon by us.



(e).	<p>We draw attention to Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice – DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20.</p> <p>The Management of the Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.</p>	Qualified Opinion	First time	Not Applicable	<p>Reply to intimations received from GST authorities had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice – DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20.</p> <p>The Management of the Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.</p>	<p>Since the matter is being contested/contested by the company, we are unable to determine the potential impact of said demand and its consequential impact on the Standalone Financial Results.</p>
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Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(f).	<p>Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31, 2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed.</p> <p>Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023.</p> <p>Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31, 2023 and related impact on these Standalone Financial Results.</p>	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	<p>The outstanding balances of Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively as on the Balance Sheet date are correctly recorded by the Company. Trade Payable consists of Supplier's Liability, Employee related liability, and provisions for expenses, etc. Balance confirmation from the respective parties are awaited. Further, the management is also expecting recovery of the outstanding trade receivables & advances to suppliers as stated above.</p> <p>Further, the loans from body corporates for which confirmations have not been received are correct.</p>	<p>In absence of requisite balance confirmation and inability to perform alternate audit procedures to verify the year-end balances, we are unable to comment on the correctness of balances as mentioned in the audit qualification point and adjustments if any required to the said balances as on March 31, 2023.</p>	



III. Signatories:

CEO/Managing Director	Mr. Sumit Mazumder  Chairman and Managing Director
CFO	Bipasha Banerjee 
Audit Committee Chairman	Chief Financial Officer Subir Bhattacharyya 
Statutory Auditor	Audit Committee Chairman For Singhi & Co. Chartered Accountants Firm's Registration No. 302049E  Girdhari Lal Choudhary Partner Membership No. 052112 
Place: Kolkata	
Date: 26.05.2023	



Independent Auditors' Report

To the Board of Directors of
TIL Limited

Report on the audit of the Consolidated Annual Financial Results

Qualified Opinion

We have audited the accompanying consolidated annual financial results ("the Statement") of TIL ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as the 'Group'), for the year ended 31st March, 2023, attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us except for the possible effects of the matters described in 'Basis for Qualified Opinion' section of our report and based on the consideration of reports of other auditors on separate audited financial statements / information of the subsidiary, the aforesaid consolidated annual financial results:

- a. include the annual financial results of TIL Overseas PTE Limited, a subsidiary.
- b. Is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard.
- c. gives a true and fair view in conformity with the applicable Indian accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information for the year ended 31st March 2023, the consolidated statement of assets and liabilities as at March 31, 2023 and the consolidated statement of Cash flows for the year ended on that date.

Basis for Qualified Opinion

We draw attention to the following matters:

- (a) Note No.4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs.15885 lakhs by the Parent Company as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the consolidated financial results.
- (b) Note No. 5 of the accompanying statement which states that the Parent company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened

with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time; with the next date of hearing being 19th June 2023.

The above situation indicates that a material uncertainty exists that may cast significant doubt on the Parent Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (c) Note No.8 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on March 31,2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (d) Note No.9 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ at Port as on March 31,2023 which also includes Rs.3234 lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the



provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.

- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31,2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed.

Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023.

Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31,2023 and related impact on these Consolidated Financial Results.

The impact of above matters (a) to (f) on the accompanying consolidated annual financial results is presently not ascertainable.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" 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 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 obtained by us and other auditor in terms of their reports referred to in "Other Matters" paragraph below is sufficient and appropriate to provide a basis for our qualified opinion.

Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Parent Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Management and Board of Directors 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 each 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results 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 annual financial results by the Management and the Directors of the Parent Company, as aforesaid.



In preparing the consolidated annual financial results, the Management and the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Company's Management and the Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results 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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

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

- Identify and assess the risks of material misstatement of the consolidated annual financial results, 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 through a separate report on the complete set of consolidated annual financial statements on whether the company has adequate internal financial controls with reference to consolidated 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 in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors 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 appropriateness of this assumption. 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 consolidated annual financial results 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.



- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by 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.

Materiality is the magnitude of misstatements in the consolidated financial results that individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial results.

We communicate with those charged with governance of the Parent Company 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.

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.

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

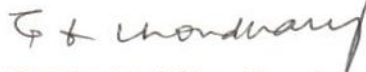
- (i) The accompanying Statement includes the audited financial statements and the other financial information, in respect of the subsidiary whose financial statements include total assets of Rs. 89 lakhs as at 31st March, 2023, total revenue Rs. 10 Lakhs, total net loss after tax of Rs. 500 lakhs, total comprehensive income of Rs. (-)463 lakhs for the year ended 31st March, 2023 respectively, and net cash flows of Rs. (-)65 lakhs for the year ended 31st March, 2023 as considered in the statement which have been audited by other auditor.
- (ii) The independent auditors report on the financial statements of above-mentioned subsidiary have been furnished to us by the management and our opinion on the statement in so far as it relates to the amounts and disclosures included in the respect of the subsidiary is based solely on the reports of such auditors.
- (iii) Subsidiary mentioned in sub-paragraph (i) above is located outside India whose annual financial results have been prepared in accordance with accounting principles generally accepted in their country and which have been audited by other auditors under generally accepted auditing standards applicable in their country. The Parent's management has converted the financial results of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally



accepted in India. We have reviewed these conversion adjustments made by the parent company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Parent company and reviewed by us.

- (iv) The Statement includes the consolidated financial results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No. 302049E



(Girdhari Lal Choudhary)
Partner

(Membership Number: 052112)
UDIN: 23052112BGXCJK4390
Place: Kolkata

Date: May 26, 2023



TIL LIMITED

CIN : L74999WB1974PLC041725

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024

Phone : +91 33 6633 2000 / 2845. Fax : +91 33 2469 2143 / 3731

Website : www.tilindia.in

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THREE MONTHS AND TWELVE MONTHS ENDED 31ST MARCH 2023

Sl. No.	Particulars	₹ in Lakhs except Earnings Per Share					
		Three months ended		Twelve months ended			
		31st March 2023	31st December 2022	31st March 2022	31st March 2023	31st March 2022	Audited
1.	Revenue from Operations	1,586	1,110	2,059	4,383	6,624	
2.	Other Income	(136)	106	828	670	1,089	
I	Total Income (1+2)	1,450	1,216	2,887	5,053	7,713	
3.	Expenses						
a.	Cost of Materials Consumed	410	206	82	1,173	2,098	
b.	Purchases of Stock-in-Trade	56	200	657	309	2,004	
c.	Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	462	450	486	1,604	(1,002)	
d.	Employee Benefits Expense	867	820	1,082	3,673	5,536	
e.	Finance Costs	837	911	765	3,624	3,620	
f.	Depreciation and Amortization Expense	202	225	250	885	995	
g.	Other Expenses	1,140	718	3,068	3,247	10,325	
II	Total Expenses	3,974	3,530	6,390	14,525	23,576	
4.	Profit from Continuing Operations Before Exceptional Items and Tax (I-II)	(2,524)	(2,314)	(3,503)	(9,472)	(15,863)	
5.	Exceptional Items			(25,953)		(25,953)	
6.	Profit / (Loss) Before Tax (4+5)	(2,524)	(2,314)	(29,456)	(9,472)	(41,816)	
7.	Tax Expenses						
a.	Current Tax	-	-	172	-	172	
b.	Income Tax relating to earlier years	-	(172)	1,793	(370)	1,129	
c.	Deferred Tax	(41)	(172)	1,965	(370)	1,301	
8.	Total Tax Expenses	(41)	(172)	1,965	(370)	(43,117)	
9.	Profit / (Loss) for the period / year (6-7)	(2,483)	(2,142)	(31,421)	(9,102)	(43,117)	
	Other Comprehensive Income						
A.	(i) Items that will not be reclassified to profit or loss	(53)	(20)	(67)	(112)	(79)	
	(ii) Income Tax relating to items that will not be reclassified to profit or loss	18	7	24	39	28	
B.	(i) Items that will be reclassified to profit or loss	(14)	9	38	37	80	
	(ii) Income Tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	
	Total Other Comprehensive Income	(49)	(4)	(5)	(36)	29	
10.	Total Comprehensive Income for the period / year (8+9)	(2,532)	(2,146)	(31,426)	(9,138)	(43,088)	
11.	Paid up Equity Share Capital (Face Value ₹ 10/- each)	1,003	1,003	1,003	1,003	1,003	
12.	Reserves (Other Equity)				(30,239)	(21,101)	
13.	Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#)	(24.76)	(21.36)	(313.26)	(90.75)	(429.87)	

See accompanying notes to the Financial Results

Figures for three months ended are not annualized



Consolidated Statement of Assets and Liabilities

₹ in Lakhs

	As at 31st March 2023 Audited	As at 31st March 2022 Audited
ASSETS		
Non-Current Assets		
(a) Property, Plant and Equipment	9,589	10,546
(b) Capital Work-in-Progress	27	27
(c) Right-of-use Assets	1,011	1,268
(d) Intangible Assets	-	46
(e) Financial Assets	-	-
(i) Investments	146	582
(ii) Others	3,868	3,457
(f) Deferred Tax Asset (Net)	704	499
(g) Income Tax Assets (Net)	29	21
(h) Other Non-Current Assets	15,376	16,446
Total Non-Current Assets	14,068	16,430
Current Assets		
(a) Inventories	67	88
(b) Financial Assets	3,019	2,610
(i) Investments	132	97
(ii) Trade Receivables	8	364
(iii) Cash and Cash Equivalents	274	266
(iv) Bank Balances other than (i) above	1,659	1,666
(v) Loans	419	-
(vi) Other Current Assets	-	-
Asset Held for Sale	19,646	21,531
TOTAL ASSETS	35,022	37,977
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital	1,003	1,003
(b) Other Equity	(30,239)	(21,101)
Total Equity	(29,236)	(20,098)
Liabilities		
Non-Current Liabilities		
(a) Financial Liabilities	15,159	17,760
(i) Borrowings	957	875
(ii) Lease Liabilities	503	512
(iii) Provisions	16,619	19,147
Total Non-Current Liabilities	17,681	19,147
Current Liabilities		
(a) Financial Liabilities	24,859	22,089
(i) Borrowings	94	111
(ii) Lease Liabilities	395	382
(iii) Trade Payables	12,162	8,922
(iv) Total outstanding dues of micro enterprises and small enterprises	2,512	431
(v) Other Financial Liabilities	7,529	6,954
(b) Other Current Liabilities	88	39
(c) Provisions	47,639	38,928
Total Current Liabilities	64,258	58,075
TOTAL EQUITY AND LIABILITIES	35,022	37,977



Consolidated Statement of Cash Flows for the year ended 31st March 2023

Particulars	₹ in Lakhs	
	Year Ended 31.03.2023	Year Ended 31.03.2022
A		
Cash Flow from Operating Activities		
Profit / (Loss) Before Tax and Exceptional Items	(9,472)	995
Adjustments for:		
Depreciation and Amortization Expense		3,620
Finance Costs		(3)
Net (Gain) / Loss on Fair Valuation of investments through Profit and Loss		57
Unrealized Foreign Exchange (Gain) / Loss (Net)		(610)
Provisions / Liabilities no longer required written back		(72)
(Gain) / Loss on Sale of Investment		6,035
Doubtful and Bad Debts, Advances, Loans and Deposits		(79)
Interest Income		(27)
Dividend Income		(1)
(Profit) / Loss on Sale of Property, Plant & Equipment (Net)		275
Loss on Modification/Termination on Lease Assets		3
(Gain) / Loss on Fair Valuation of Derivatives not designated as Hedging Instruments through Profit and Loss		(8)
Other Non Cash Adjustment		
	5,976	9,901
	(4,394)	(5,962)
Operating Profit before Working Capital Changes		
Changes in Working Capital		
Trade Receivables, Loans, Advances and Other Assets		4,053
Inventories		(4,642)
Trade Payables, Other Liabilities and Provisions		3,906
	5,159	3,317
Cash Generated from Operations		
Income Tax Paid (Net)		765
	(205)	(2,645)
Net Cash Flows used in Operating Activities (A)		
	560	(18)
		(2,663)
B		
Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment, Intangibles etc.		3
Sale of Property, Plant & Equipment		4,000
Margin Money / Bank Deposits not considered as Cash and Cash Equivalents		43
Interest Received		79
Dividend Received		27
(Purchase)/Sale of Investments		3,574
Net Cash Flows used in Investing Activities (B)		
	851	7,726
C		
Cash Flow from Financing Activities		
Repayment of Long Term Borrowings		(1,776)
Proceeds from Long Term Borrowings		4,476
Repayment of Lease Liabilities		(99)
Proceeds from Short Term Borrowings (Net)		(4,433)
Finance Costs Paid		(3,169)
Net Cash Flows from Financing Activities (C)		
Net Increase in Cash and Cash Equivalents (A+B+C)		63
Cash and Cash Equivalents at the beginning of the year		46
Effect for Foreign Exchange Fluctuation		(12)
Cash and Cash Equivalents at the end of the period		97
	132	
Cash and Cash Equivalents comprises		
Cash in hand		3
Balance with Banks		131
	132	97

Note: The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7. 'Statement of Cash Flows'.

*Amount is below ₹ 50,000 (Rupees Fifty thousand)



Notes.

- 1 The above audited Consolidated Financial Results, CGST, An Balance Sheet and Consolidated Statement of Cash Flow which has been prepared in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (read with SEBI Circular dated July, 2016) have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 26th May 2023 at Kolkata. These results has been subjected to audit by the Statutory Auditors of the Company.
- 2 The figures for the 3 months ended 31st March 2023 and corresponding 3 months ended 31st March 2022 are the balancing figures between the audited figures in respect of the full financial year upto 31-March 2023, 2022 and the unaudited published year to date figures up to 31st December 2022/2021, being the date of end of third quarter of the respective financial year which were subject to Limited Review.
- 3 In its Extraordinary General Meeting convened on 23rd December, 2022, the Parent Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs. 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of Indocrest Defence Solutions Private Limited pursuant to the provisions of Regulation 164A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 4 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15,885 lakhs has been carried in the books at book value as against Fair Value as required under Ind AS-109 and its impact on standalone financial statements has not been ascertained.
- 5 During the year, the Parent Company has incurred a cash loss of Rs. 8,314 lakhs and its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Parent Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a Trust & Retention Account opened with the Lead Bank of the Consortium namely, Bank of India (BOI). Consequently, the lead bank, namely Bank of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile the Board of Directors approved a resolution plan at its meeting held on 26th November 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time, with the next date of hearing being 19th June 2023.
- 6 Though the above situation is indicative of a material uncertainty that may cast doubt on the Parent Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 3 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the Standalone Financial Statements have been prepared on a going concern basis.
- 7 The Parent Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st March 2023 based on said evaluation, in the opinion of the management, no impairment provision is considered necessary.
- 8 Assets located in Shahibabad and Chennai are exclusively securitised with Tata Capital and Aditya Birla Finance respectively. Due to acute liquidity crisis, the loan facilities granted to the company by these two NBFCs were declared NPA. Accordingly, under the provisions of the SARFAESI Act, 2002, the two NBFCs taken physical possession of the two properties. Accordingly, these two properties have been categorised as Assets Held for Sale. Since the Fair Value of the two Properties are higher than its carrying value as on 31st March 2023, in the opinion of the management, no impairment provision is considered necessary.
- 8 The Parent Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st March 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 9 Stock in Transit includes materials valuing Rs. 3,248 Lakhs lying in Bonded Warehouse / at Port as at 31st March 2023 which also includes Rs. 3,234 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 10 As reported earlier, pursuant to a complaint lodged against the Parent Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Parent Company for the year ended 31st March 2021 and certain other matters, the 'Corporation Finance Investigation Department' (CFID) of SEBI had sought information from the Parent Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants for the financial year 2019-20 & 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended/year ended 31st March 2022 to rectify those accounting mistakes/ misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the Board of Directors in their meeting dated 19th September 2022. The Parent Company received a letter from SEBI dated 22nd December 2022 seeking further information which has since been replied by the Parent Company on 9th January, 2023. Certain other clarifications and requests for historical data of the Parent Company were sought by SEBI during February and March 2023, and these were duly provided. The Parent Company has not received any further intimation from SEBI since then.
- 11 As reported earlier, an enquiry by 'Directorate of Revenue Intelligence & Enforcement' (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act and a reply to such intimations was filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued vide 74(1) of the CGST/IGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs. 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit, and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Section 107 of the CGST Act.
- 12 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Parent Company pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further the Company's principal geographical area is within India. Accordingly, the Company has only one reportable operating segment.
- 13 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current periods classification.

Registered Office :
1, Taratolla Road,
Kolkata, 700 024.
Date : 26th May 2023



for TIL LIMITED

Sumit Mazumder
Chairman & Managing Director

ANNEXURE I

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

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2023 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]			
I.	Sl. No.	Particulars	Adjusted Figures (Rs. in Lakhs) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	NA
	2.	Total Expenditure	NA
	3.	Net Profit/(Loss) (including other comprehensive income)	NA
	4.	Earnings Per Share	NA
	5.	Total Assets	NA
	6.	Total Liabilities	NA
	7.	Net Worth	NA
	8.	Any other financial item(s) (as felt appropriate by the management)	NA



II. Audit Qualification (each audit qualification separately):

Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(a).	We draw attention to Note No. 4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15885 lakhs by the Parent Company as required under Ind AS-109 and its impact on financial statements has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the consolidated financial results.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	Loans received from the promoters/ promoter's group of companies and other lenders aggregating to Rs.15885 lakhs is interest free as the interest has been waived by respective lenders. Accordingly, there would be no impact on the consolidated financial results as the same are at fair value.		Interest free loans should be accounted at fair value as per Ind AS 109. Fair value would be the discounted value using the prevailing market rate of interest of similar instruments with similar terms. Hence, we are unable to determine its impact on the consolidated financial results.



(b).	<p>We draw attention to Note No. 5 of the accompanying statement which states that the Parent company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Parent Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, and which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.</p> <p>The above situation indicates that a material uncertainty exists that may cast significant doubt on the Parent Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be</p>	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	<p>The management of the Parent company has been considering the feasibility and effectiveness of certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the Consolidated financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of the proposed resolution plan & subsequent investment by the investor as stated.</p>	<p>The Parent company has incurred a cash loss during the current year as well as in the previous year. Its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. This indicates uncertainties as to whether the Parent Company will be able to service its debts, realize its assets and discharge its liabilities as and when they become due over the period of next 12 months.</p> <p>The Parent Company's lenders have declared the loan facilities granted to the Company as Non Performing Asset (NPA) and consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law</p>
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<p>mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.</p>		<p>Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, and which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.</p> <p>The above situation indicates that a material uncertainty exists that may cast significant doubt on the Parent Company's ability to continue as a going concern.</p> <p>Accordingly, we are unable to comment on whether the Company</p>
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Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(c)	We draw attention to Note No. 8 of the consolidated financial results, regarding carry forward of MAT Credit of Rs.3026 lakhs as on March 31,2023 (a component of deferred tax asset in the financial statement) which has been accounted for in earlier years and in the opinion of the management, sufficient future taxable profit will be available against which these unused tax credit can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	The management of the Parent Company is of the view that the successful outcome of the proposed resolution plan and subsequent investment by the investor shall support the execution of orders in hand; enabling the Company to generate sufficient future taxable profits. Therefore the management believes that the unused tax credits can be utilised against such future taxable profits within the stipulated period under the provisions of Income Tax Act 1961.		In the absence of projections to substantiate that sufficient future taxable profit will be available against which these unused tax credits can be utilized, we are unable to comment on the utilization of said MAT credit balance.



Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(d).	We draw attention to Note No. 9 of the consolidated financial results regarding materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ port as on March 31, 2023 which includes Rs. 3234 lakhs imported in earlier years and disclosed as Stock in transit in the Financial Statements which were not released from customs authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation was also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non availability of its technical assessment, we are unable to determine whether any provision for obsolescence are required in this regard.	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable			As the impact and consequential adjustments could not be ascertained by the Parent Company's management, the same cannot be commented upon by us.



(e).	<p>We draw attention to Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Parent Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-20 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Parent Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20. The Management of the Parent Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.</p>	Qualified Opinion	First Time	Not Applicable	<p>Reply to intimations received from GST authorities had been filed by the Parent Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice – DRC-01 for FY 2019-20 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Parent Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Parent Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20.</p> <p>The Management of the Parent Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.</p>	<p>Since the matter is contested/ being contested by the Parent Company, we are unable to determine the potential impact of said demand and its consequential impact on the Consolidated Financial results.</p>
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Sl. No.	(a) Details of Audit Qualification	(b) Type of Audit Qualification	(c) Frequency of qualification	(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	(e) For Audit Qualification(s) where the impact is not quantified by the auditor:		
					(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	(iii) Auditors' Comments on (i) or (ii) above
(f).	<p>Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31, 2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed.</p> <p>Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023.</p> <p>Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31, 2023 and related impact on these Consolidated Financial Results.</p>	Qualified Opinion	Second time. Previous year it was part of Disclaimer of Opinion.	Not Applicable	<p>The outstanding balances of Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively as on the Balance Sheet date are correctly recorded by the Parent Company. Trade Payable consist of Supplier's Liability, Employee related liability, provisions for expenses etc. Balance confirmation from the respective parties are awaited. Further, the management is also expecting recovery of the outstanding trade receivables & advances to suppliers as stated above.</p> <p>Further, the loans from bodies corporate for which confirmations have not been received are correct.</p>		<p>In absence of requisite balance confirmation and inability to perform alternate audit procedures to verify the year-end balances, we are unable to comment on the correctness of balances as mentioned in the audit qualification point and adjustments if any required to the said balances as on March 31, 2023.</p>



III. Signatories:

CEO/Managing Director	<p>Mr. Sumit Mazumder Chairman and Managing Director</p> 
CFO	<p>Bipasha Banerjee Chief Financial Officer</p> 
Audit Committee Chairman	<p>Subir Bhattacharyya Audit Committee Chairman</p> 
Statutory Auditor	<p>For Singhi & Co. Chartered Accountants Firm's Registration No. 302049E</p>  <p>Giridhari Lal Choudhary Partner Membership No. 052112</p> 
Place: Kolkata	
Date: 26.05.2023	

