

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED

ALAPPUZHA

BOARD OF DIRECTORS

Mr. Dilip Thomas (Chairman)
Mrs. Priyalatha Thomas (Managing Director)
Mr. K.S Manian
Mr. K.Suresh (Joint Managing Director)
Mr. R.Venugopalan

COMPANY SECRETARY

Mr. Manu P Sam

AUDITORS

Suri & Co.
Chartered Accountants
No.4, Chevaliar Shivaji Ganesan Salai
T.Nagar, Chennai-600 017

BANKERS

Bank of Baroda
The Federal Bank Ltd.

REGISTRAR & SHARE TRANSFER AGENT

Cameo Corporate Services Limited
"Subramanian Building"
No.1, Club House Road, Chennai-600 002

REGISTERED OFFICE

W-21/674, Beach Road,
Alappuzha-688 012
Tel: 0477-2243624, 2243625
Email: avt.alapuzha@gmail.com

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THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED

Registered Office: W-21/674, BEACH ROAD, ALAPPUZHA-688012

CIN: U25191KL1937PLC000979

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the EIGHTY THIRD ANNUAL GENERAL MEETING of the Company will be held at the Registered Office, at W-21/674, Beach Road, Alappuzha-688 012, at 11.00 A.M. on Thursday the 17th December, 2020 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements (including the Consolidated financial statements) of the Company for the year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr.K.S.Manian (DIN: 00753290) who retires by rotation and being eligible has offered himself for re-appointment.

SPECIAL BUSINESS :

3. Re-appointment of Mrs.Priyalatha Thomas (DIN:00052237) as Managing Director

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

RESOLVED:“ That consent and /or approval be and is hereby accorded by the shareholders , pursuant to Section 196 and other applicable provisions, if any, of The Companies Act, 2013, read together with Part I of Schedule V of the said Act, (including any statutory modifications and / or re-enactments thereof , for the time being in force) Mrs. Priyalatha Thomas (DIN:00052237) be and is hereby re-appointed as Managing Director of the Company for a tenure of three years, commencing from 1st June, 2020 and ending on 31st May, 2023, who shall not be subject to retirement by rotation during the tenure and shall not be taken into account for the purpose of computing one third of the total number of Directors liable to retire by rotation under Section 152 of The Companies Act, 2013”.

4. To fix Managerial Remuneration to Mrs.Priyalatha Thomas , Managing Director

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

(i) RESOLVED : "That consent and/or approval be and is hereby accorded pursuant to Sections 197 and other applicable provisions, if any, of The Companies Act, 2013, read together with Section II in Part II of Schedule V of the said Act, (including any statutory modifications and/or re-enactments thereof for the time being in force), Mrs.Priyalatha Thomas on her re-appointment as Managing Director of the Company for a period of three years from 1st June, 2020 and ending on 31st May, 2023 be and is hereby remunerated, without entitlement to sitting fees, by way of monthly salary and allowances, perquisites and/or benefits as may be determined by the Board within the ceiling limit as applicable and prescribed in Paragraph (A) in Section II in Part II of Schedule V of the said Act, or such other ceiling limits as may be statutorily applicable from time to time, computed with reference to "Effective Capital" of the Company, notwithstanding the fact that the Company has no profits and/or its profits are inadequate in any financial year during the tenure of her re-appointment commencing from 1st June, 2020 and ending on 31st May, 2023 ”.

- 1) Salary from 1st June, 2020 : Rs.4,50,000/- (Rupees Four lakhs fifty thousand only) per month.
 - 2) Perquisites and other benefits, which shall not be included and/or considered as remuneration for purpose of calculating the ceiling limit, specified by the statute from time to time, in Section IV of Part II of Schedule V to The Companies Act, 2013
 - a) Contribution to Provident Fund at 12% (Twelve Percent) of the monthly salary in accordance with the Rules of the Company and are in force, or at the rate as specified by the statute from time to time.
 - b) Contribution to Superannuation Fund at the rate of 15% (Fifteen percent) of the monthly salary, in accordance with the rules of the Company as are in force, or at the rate as specified by the statute from time to time.
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- c) Gratuity payable at the rate of half-a-month's salary for each completed year of service, subject to the monetary ceiling limit as may be prescribed by the statute from time to time.
 - d) Encashment of leave at the end of the tenure
 - e) Provision for use of Company's Car and communication facilities at her residence for official purpose.
- (ii) RESOLVED FURTHER: "That the re-appointment of Mrs.Priyalatha Thomas as Managing Director and payment of remuneration to her shall be upon the terms and conditions as set out in the agreement to be entered into between the Company and Mrs.Priyalatha Thomas and is specifically sanctioned, with the liberty and power to the Board of Directors and, at its discretion, to revise the payment of salary and allowances, to re-fix perquisites and/or benefits within the ceiling limits as prescribed in Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 and also to alter and vary from time to time the said agreement prescribing the terms and conditions of re-appointment in such manner, the Board of Directors may deem it appropriate and expedient and that the Board of Directors be and is hereby authorised to do such acts, deeds and things as are considered necessary to give effect to these resolutions without further reference to the shareholders".

5. Re-appointment of Mr.K.Suresh (DIN:00255162) as Joint Managing Director

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

RESOLVED:"That consent and/or approval be and is hereby accorded by the shareholders, pursuant to Section 196 and other applicable provisions, if any, of The Companies Act, 2013, read together with Part I of Schedule V of the said Act, (including any statutory modifications and / or re-enactments thereof , for the time being in force), Mr.K.Suresh (DIN: 00255162) be and is hereby re-appointed as Joint Managing Director of the Company for a tenure of three years commencing from 1st June, 2020 and ending on 31st May , 2023 , who shall not be subject to retirement by rotation during the tenure and shall not be taken into account for the purpose of computing one third of the total number of Directors liable to retire by rotation under Section 152 of The Companies Act, 2013".

6. To fix Managerial Remuneration to Mr.K.Suresh , Joint Managing Director

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

(i) RESOLVED : "That consent and / or approval be and is hereby accorded pursuant to Sections 197 and other applicable provisions, if any, of The Companies Act, 2013, read together with Section II in Part II of Schedule V of the said Act, (including any statutory modifications and/or re-enactments thereof for the time being in force) Mr. K.Suresh on his re-appointment as Joint Managing Director of the Company for a period of three years from 1st June 2020 to 31st May 2023, be and is hereby remunerated without entitlement to sitting fees and notwithstanding the fact that , the said Mr.K.Suresh is also the Managing Director of The Highland Produce Company Limited for the said period and paid by way of monthly salary and allowances, perquisites and/or benefits as may be determined by the Board within the monetary ceiling limit as prescribed in Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 or such other sum as may be statutorily applicable from time to time within the higher maximum limit admissible from any of the two companies as applicable and prescribed in paragraph (A) in Section II in Part II of the said Schedule, read together with Section V in Part II of the said Schedule computed with reference to "Effective Capital" of the two Companies as prescribed therein and notwithstanding the fact that the Company has no profits and/or its profits are inadequate in any financial year and the above remuneration be shared by this Company with The Highland Produce Company Limited in the proportion at 40% and 60% respectively and/or such other proportion as may be decided from time to time by the Board of Directors of this Company and The Highland Produce Co. Ltd., during the tenure of his office as Joint Managing Director from 1st June, 2020 to 31st May, 2023".

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(ii) RESOLVED FURTHER : "That Mr.K.Suresh shall be paid the following remuneration during the tenure with effect from 1st June, 2020 to 31st May, 2023 as Joint Managing Director by this Company to be shared with The Highland Produce Company Limited in the proportion at 40% and 60% respectively and / or such other proportion as may be decided from time to time by the Board of Directors of this Company and The Highland Produce Co. Ltd.

- 1) Basic Salary from 1st June, 2020 : Rs.4,60,000/- (Rupees Four lakhs sixty thousand only) per month.
- 2) Allowances towards Company's Leased Accommodation, Expenditure on Leave Travel Allowance, Attendant's salary , Expenditure on Medical for self and family as per the Rules of the Company as are in force from time to time, personal accident insurance premia etc. whether payable monthly or otherwise, Subject to maximum limit of Rs.14,80,000/-(Rupees Fourteen lakhs eighty thousand only) in any financial year and subject further to the allowances, being interchangeable to monthly salary as may be decided from time to time by the Board.
- 3) Perquisites and other benefits, which shall not be included and/or considered as remuneration for purpose of calculating the ceiling limit, specified by the statute from time to time, in Section IV of Part II of Schedule V to The Companies Act, 2013.
 - a) Contribution to Provident Fund at 12% (Twelve Percent) of the monthly salary in accordance with the Rules of the Company and are in force, or at the rate as specified by the statute from time to time.
 - b) Contribution to Superannuation Fund at the rate of 15% (Fifteen percent) of the monthly salary, in accordance with the rules of the Company as are in force, or at the rate as specified by the statute from time to time.
 - c) Gratuity payable at a rate not exceeding half-a-month's salary for each completed year of service, subject to the monetary ceiling limit as may be prescribed by the statute from time to time.
 - d) Encashment of leave at the end of the tenure.
 - e) Provision for use of Company's Car and communication facilities at his residence for official purpose".

(iii) RESOLVED FURTHER: "That the re-appointment of Mr.K.Suresh as Joint Managing Director and payment of remuneration to him shall be upon the terms and conditions as set out in the agreement to be entered into between the Company and Mr.K.Suresh and is specifically sanctioned, with the liberty and power to the Board of Directors, at its discretion, to revise the payment of salary and allowances, to re-fix perquisites and/or benefits within the ceiling limits as prescribed in Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 and also to alter and vary from time to time the said agreement prescribing the terms and conditions of re-appointment in such manner, the Board of Directors may deem it appropriate and expedient and that the Board of Directors be and is hereby authorised to do such acts, deeds and things as are considered necessary to give effect to these resolutions without further reference to the shareholders".

Chennai
9th September, 2020

By Order of the Board
For THE RAJAGIRI RUBBER & PRODUCE CO., LTD.
DILIP THOMAS
CHAIRMAN

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the company carrying voting rights. A member holding more than ten per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. PRECAUTIONARY MEASURES FOR ANNUAL GENERAL MEETING

In view of the ongoing COVID-19 pandemic, the Company will implement the following measures at the Annual General Meeting (AGM) venue to safeguard the health and safety of our shareholders attending the AGM of the Company to be held on 17th December, 2020: -

- (i) compulsory body temperature checks will be conducted for every attending shareholder of the Company, proxy and other attendees at the entrance of the AGM venue. Any person with a body temperature of over 37.5 degrees Celsius will not be allowed entry into the AGM venue;
- (ii) each attendee will be asked to fill up a health declaration form, based on which his/her entry into the AGM venue will be decided.
- (iii) each attendee would be provided with and should wear face mask throughout the AGM and inside the AGM venue;
- (iv) the Company will provide hand wash and sanitizer at the AGM venue;
- (v) the Company will maintain safe distance between seats; and
- (vi) no refreshments and beverages will be served.

The shareholders attending the AGM are requested to install Aarogya Setu application on mobile phones and regularly update their health status. This will facilitate timely provision of medical attention to individuals who are at risk. Only those who are declared safe are requested to co-operate and attend the AGM. All other health & safety protocols not mentioned above may please be complied in the interest of others.

In the event of any regulations/restrictions imposed by the Government of India and/or Government of Kerala due to COVID-19, requiring change of the date or place of the AGM, the shareholders of the Company will be notified of the revised arrangements.

4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to vsureshpcs@gmail.com with a copy marked to avt.alapuzha@gmail.com
5. An explanatory statement pursuant to Section 102(1) of the Act is annexed hereto forms part of the notice.
6. The Company has appointed M/s Cameo Corporate Services Limited, Chennai as its Registrar & Share Transfer Agent and depository interface of the Company with CDSL and NSDL. Shareholders intending to hold their shares in electronic form may approach their depository participants for dematerialisation of shares. Shareholders may send their shares for effecting transmission / transposition to M/s Cameo Corporate Services Limited.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 10.12.2020 to 17.12.2020 both days inclusive.

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8. Members are requested to notify immediately any change in their address to the company's Share Transfer Agent, M/s. Cameo Corporate Services Limited, Subramanian Building, No. 1, Club House Road, Chennai- 600 002 in the case of physical holdings and to their respective Depository Participants in case of dematted shares.
9. The shareholders of the Company, who have not yet registered / updated their e-mail address, are requested to register / update their e-mail address by sending the form/mandate enclosed along with the Annual Report for the F.Y. 2019-2020, mentioning their folio number / DPID/CLID and valid e-mail id for registration to the Company's Registrar & Transfer Agent, M/s Cameo Corporate Services Ltd., or to the Company or to their Depository Participant.
10. Shareholders of the Company may avail the nomination facility by executing the prescribed nomination form which can be obtained from the Registered Office of the Company.
11. Shareholders who have multiple folios in identical names or in joint names in the same order, are requested to intimate to the Company these folios, to enable the Company to consolidate all such shareholdings into one folio.
12. Pursuant to provisions of Section 124(6) of the Companies Act, 2013, the Company has transferred the unpaid or unclaimed dividends from time to time on due dates, up to the financial year 2012-13 to the Investor Education and Protection Fund (the IEPF) established by the Central Government.

Pursuant to Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules 2017 (Rules) notified by the Ministry of Corporate Affairs on 28th February 2017, the Company is required to transfer all shares in respect of which dividend has not been paid or claimed for seven consecutive years to the IEPF. The shareholders are requested to claim the unpaid dividend amount(s) immediately, failing which their shares shall be transferred to the demat account of the IEPF Authority as per the procedure stipulated in the Rules as amended from time to time.
13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
14. Members are requested to submit attested copy of PAN CARD of the transferee(s), surviving holder(s), legal heir(s) and joint holder(s) in case of transmission of shares, deletion of name of deceased shareholder(s) and transposition of shares, in respect of shares held in physical form, along with necessary documents at the time of lodgement of request for transmission/ transposition. Ministry of Corporate Affairs (MCA) , vide notification dated 10th September, 2018 mandated that transfer of securities of unlisted public companies shall be carried out in dematerialized form only with effect from 2nd October, 2018. Accordingly members who have not yet converted their holdings into electronic form may do so immediately for their own interest.
15. Documents referred to in the Notice and the Explanatory statement shall be open for inspection by the members at the Registered Office of the Company on all working days (Monday to Friday) during business hours, except holidays, upto the date of the meeting.
16. As per Secretarial Standard-2 a route map with prominent Landmark of the venue of the meeting is attached as a separate sheet.

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11. Voting facilities

- i. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014, the Company is pleased to provide Members facility to exercise their right to vote at the 83rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services provided by Central Depository Services (India) Limited (CDSL). The e-voting facility is available at www.evotingindia.com.
- ii. The facility for voting either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- iii. Members who have cast their vote by remote e-voting prior to the Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The instructions for members for voting are as under:-

- (i) The remote e-voting period begins on 14th December, 2020 Monday (9:00 a.m.) and ends on 16th December, 2020 , Wednesday (5:00 p.m.). During this period shareholders' of the Company, holding shares in physical form/Demat form, as on the cut-off date of 9th December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID.
 - (a) For CDSL: 16 digits beneficiary ID
 - (b) For NSDL: 8 character DP ID followed by 8 Digits Client ID
 - (c) Members holding shares in Physical form should enter Folio Number registered with the Company
- (v) Next enter the image Verification as displayed and Click on Login.
- (vi) If you are are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and 8 digits of the sequence number in the PAN field. Sequence number has been provided in the SI.No. in the address label.• <i>In case the sequence number is less than 8 digits, enter the applicable number of 0s before the number after first two characters of the name in CAPITAL Letters. Eg. If your name is Rakesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</i>
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth(in dd/mm/yyyy format) as recorded in the company records in order to login. If both the details are not recorded with the Company please enter the Folio Number in the Dividend Bank details field as mentioned in instruction (iv).

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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the The Rajagiri Rubber and Produce Company Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES or NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolutions.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app-M-voting available on android based mobiles. The M-Voting app can be downloaded from Google Play store. Please follow the instructions as prompted by the mobile app while voting on your mobile
- (xix) Additional instructions for non- individual shareholders and custodians.
 - a. Non- individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates. Corporates and custodians already registered with CDSL should use their existing login details.
 - b. After registering online, scanned copy of the registration form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c. The admin login detail will be sent by CDSL. After receiving these details, create a compliance user. The compliance user would be able to link the account(s) for which they wish to vote on.
 - d. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e. A scanned copy of the Board Resolution and Power of Attorney which they have issued in favour of the custodian/ authorized person should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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- (xx) In case you have any queries or issues regarding e-voting you may refer the Frequently Asked Questions (“FAQ”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

General Instructions

- (i) Mr. V. Suresh, Practising Company Secretary (CP No.6032) has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- (ii) The Scrutinizer shall after the conclusion of voting at the General Meeting, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company of the Company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him, in writing, who shall countersign the same and declare the result of the voting forthwith. The resolutions will be deemed having been passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
- (iii) The results declared along with the Report of the Scrutinizer shall be placed on the Company’s website www.rajagirirubber.com and on the website of CDSL immediately after the result is declared by the Chairman or a person authorised by him in writing who shall countersign the same.
- (iv) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on 9th December, 2020. A person who is not a Member as on the cut off date should treat this Notice for information purposes only.

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The Explanatory statement pursuant to Section 102 of the Companies Act 2013, which sets out the details relating to Special Business at the meeting is annexed hereto and shall be taken as forming part of this Notice.

SPECIAL BUSINESS :

Item Nos.3 and 4 of the Notice :

The Board of Directors of the Company at their Meeting held on 12th February, 2020 decided to re-appoint Mrs.Priyalatha Thomas who is having fruitful exposure in the plantations industry and trade relations abroad, as Managing Director of the Company for a period of three years from 1st June, 2020 to 31st May, 2023 subject to the approval of the shareholders at the Annual General Meeting as required under Section 196 read with Schedule V of The Companies Act, 2013.

In consideration of the performance, the Board of Directors of the Company at their meeting held on 12th February, 2020 had also approved payment of managerial remuneration to Mrs.Priyalatha Thomas, on her re-appointment as Managing Director of the Company, which shall not exceed the monetary ceiling limit of Rs.7,00,000/- (Rupees Seven Lakhs only) per month prescribed in Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 or such other ceiling limits as may be statutorily applicable from time to time, computed with reference to "Effective Capital " of the Company as prescribed therein during her tenure of office as Managing Director.

Statement of disclosure pursuant to Schedule V to the Companies Act, 2013

The following disclosures are being made in relation to the re-appointment and payment of remuneration to Mrs.Priyalatha Thomas, Managing Director.

I GENERAL INFORMATION ABOUT THE COMPANY :

1. The Company is mainly engaged in the business of plantations.
2. The Company is an existing Company, having commenced the business on 2nd June, 1937.
3. Clause 3 is not applicable since it is an existing Company.
4. Income from operations during 2019-2020 was Rs.2429.66 lakhs and the operating loss before charge of depreciation was Rs.769.47 lakhs against income from operations of Rs.2529.34 lakhs and loss before charge of depreciation of Rs.553.43 lakhs during the year 2018-2019.
5. The Company has not made any exports during 2019-20 and 2018-19 and no foreign investments are made and the Company has not entered into any foreign collaborations.
6. The Company has not made any default in repayment of its debts (including public deposits) or interest payable thereon for a continuous period of thirty days in the preceding financial year.

II INFORMATION ABOUT APPOINTEE :

1. Mrs. Priyalatha Thomas , aged 60 years is a post graduate and has been with the Company since 1998 as Director and as Executive Director of the Company from 2005 . She is having good trade relations abroad besides fruitful experience in the Plantation Industry.
2. Mrs. Priyalatha Thomas, Managing Director has been remunerated during the financial year ended 31st March, 2020 by the Company as detailed hereunder.

Salary	Rs. 47,52,000
Contribution to Provident and other funds	Rs. 6,48,000
Total	<u>Rs. 54,00,000</u>

3. Mrs. Priyalatha Thomas has been entrusted with powers of management of General Administration and business development subject to the superintendence, control and directions of the Board of Directors and she is responsible for the day to day management of the company.

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4. The Board has proposed managerial remuneration to Mrs. Priyalatha Thomas within the ceiling limit of Rs.7,00,000/- (Rupees Seven lakhs only) per month, as prescribed by Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 until otherwise determined by the Board during the tenure of her re-appointment commencing from 1st June, 2020 and ending on 31st May, 2023 .
5. The proposed remuneration package with respect to the industry is not comparable, considering the nature and size of the business operations carried on by the Company . However, taking into consideration the profile of the appointee and the responsibilities entrusted to her , the proposed remuneration is considered to be commensurate with the remuneration packages given by other companies, though not in the same industry, to similar senior level appointees.
6. Mrs. Priyalatha Thomas besides receiving remuneration for her services rendered as Managing Director does not have any other pecuniary relationship with the Company and its managerial personnel.

III OTHER INFORMATION

- (1) The Company suffered losses during the year on account of decrease in production of Rubber, Cardamom, Tea and lower Tea prices and erratic climatic conditions.
- (2) The Company has undertaken various measures to improve profitability by ensuring operational efficiencies in its plantations besides implementing several cost reduction measures.
- (3) These are expected to yield positive results in the coming years and lead to better financial performances.

After the resolutions are passed by the shareholders of the Company in the Annual General Meeting, the Company shall enter into an agreement with the Managing Director Mrs. Priyalatha Thomas incorporating therein the terms, conditions of her re-appointment and discharge of functions and duties and payment of remuneration to her.

A copy of the draft agreement to be entered into with the Managing Director is available for inspection during office hours on any working day at the Registered Office of the Company.

Mrs. Priyalatha Thomas, who is not a shareholder of the Company, is interested in the Ordinary Resolutions relating to her re-appointment and to the extent of remuneration received from the Company . Chairman Mr.Dilip Thomas as husband of Mrs.Priyalatha Thomas is also interested in the resolutions.

None of the other Directors/Key Managerial Personnel of the Company / their relatives are in any way is concerned and/or interested, financially or otherwise in the Resolutions.

The Directors recommend the Ordinary Resolutions in Item No.3 & 4 of the Notice for approval of the shareholders.

Item No. 5 & 6 of the Notice :

Mr.K.Suresh, Whole-time Director designated as Joint Managing Director is in-charge of all the business operations of the Company. Considering his rich experience and considerable knowledge in the plantations industry and his contribution for the business development of the Company, the Board of Directors at their Meeting held on 12th February, 2020 decided to re-appoint Mr.K.Suresh as Joint Managing Director for the period from 1st June, 2020 to 31st May, 2023 subject to the approval of the shareholders at the General Meeting as required under Section 196 read with Part I of Schedule V of The Companies Act, 2013. Mr.K Suresh is also holding the office of Managing Director of The Highland Produce Company Ltd., effective from 1st June, 2020 .

The Board of Directors of the Company at their meeting held on 12th February, 2020 had approved payment of managerial remuneration to Mr.K Suresh, in consideration of the performance of his duties as Joint Managing Director of the Company, by resolutions passed by the Board, which shall not exceed the monetary ceiling limit of Rs.7,00,000/- (Rupees Seven lakhs only) per month prescribed in Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 or such other sum within the higher maximum limit admissible from any of the two companies as applicable and prescribed in Paragraph (A) in Section II in Part II of Schedule V of The Companies Act, 2013 read

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

together with Section V in Part II of the said Schedule, computed with reference to "Effective Capital" of two Companies as prescribed therein during his tenure of office. It has also been decided the managerial remuneration to Mr.K.Suresh is within the ceiling limit shall be shared by this Company with The Highland Produce Co. Ltd. in which Mr.K.Suresh is the Managing Director in the proportion at 40% and 60% respectively or at such proportion as may be decided from time to time by the Board of Directors of this Company and The Highland Produce Company Limited.

Statement of disclosure pursuant to Schedule V to the Companies Act, 2013

The following disclosures are being made in relation to the re-appointment and payment of remuneration to Mr.K.Suresh, Joint Managing Director

I GENERAL INFORMATION ABOUT THE COMPANY :

1. The Company is mainly engaged in the business of plantations.
2. The Company is an existing Company, having commenced the business on 2nd June, 1937.
3. Clause 3 is not applicable since it is an existing Company.
4. Income from operations during 2019-20 was Rs.2429.66 lakhs and the operating loss before charge of depreciation was Rs.769.47 lakhs against income from operations of Rs. 2529.34 lakhs and loss before charge of depreciation of Rs. 553.43 lakhs during the year 2018-19.
5. The Company has not made any exports during 2019-20 and 2018-19 and no foreign investments are made and the Company has not entered into any foreign collaborations.
6. The Company has not made any default in repayment of its debts (including public deposits) or interest payable thereon for a continuous period of thirty days in the preceding financial year.

II INFORMATION ABOUT APPOINTEE :

1. Mr. K.Suresh aged 64 years, and a graduate in Commerce with PG Diploma in Advanced Marketing had held middle and senior management positions with Hindustan Lever Ltd., Caltex and General Electrical Company before he joined the Company as Chief Executive Officer on 1st February, 2003. He has rich experience in operations, marketing, logistics and materials and general management, by holding extensive, multi-management and cross-functional portfolios with tea plantations division of Hindustan Lever Ltd., his previous employer.
2. Mr. K.Suresh, Joint Managing Director has been remunerated during the financial year ended 31st March, 2020 by the two companies The Rajagiri Rubber & Produce Company Limited and The Highland Produce Company Limited as detailed hereunder.

	The Rajagiri Rubber and Produce Company Ltd.	The Highland Produce Company Ltd.
Salary	Rs.19,43,040	Rs.29,14,560
Contribution to Provident and other funds (excluded from computing the ceiling limit)	Rs. 2,64,960	Rs. 3,97,440
Allowances and Perquisites	Rs. 5,79,200	Rs. 8,68,800
Total	<u>Rs.27,87,200</u>	<u>Rs.41,80,800</u>

3. Mr. K.Suresh has been entrusted with powers of management of all the business operations of the two Companies, subject to the superintendence, control and directions of the Board of Directors and he is responsible for the day to day management of all the business operations.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

4. The Board has proposed the managerial remuneration to Mr. K.Suresh, Joint Managing Director effective from 1st June, 2020 to 31st May, 2023 until otherwise determined by the Board within the ceiling limit of Rs.7,00,000/- (Rupees Seven lakhs only) per month, as prescribed by Paragraph (A) in Section II in Part II of Schedule V of the Companies Act, 2013 and shall be shared by this company and The Highland Produce Company Limited in which Mr. K.Suresh is the Managing Director, in the proportion at 40% and 60% respectively and /or such other proportion as may be decided from time to time by the Board thereof of this Company and The Highland Produce Company Limited during the tenure.
5. The proposed remuneration package with respect to the industry is not comparable, considering the nature and size of the business operations carried on by the Company . However, taking into consideration the profile of the appointee and the responsibilities shouldered by him, the proposed remuneration is considered to be commensurate with the remuneration packages given by other companies, though not in the same industry, to similar senior level appointees.
6. Mr. K.Suresh besides receiving remuneration for his services rendered as Joint Managing Director does not have any other pecuniary relationship with the Company and its managerial personnel.

III OTHER INFORMATION

- (1) The Company suffered losses during the year on account of decrease in production of Rubber, Cardamom , Tea and lower Tea prices and erratic climatic conditions.
- (2) The Company has undertaken various measures to improve profitability by ensuring operational efficiencies in its plantations besides implementing several cost reduction measures.
- (3) These are expected to yield positive results in the coming years and lead to better financial performances.

After the resolutions are passed by the shareholders of the Company in the Annual General Meeting, the Company shall enter into an agreement with Mr.K.Suresh incorporating therein the terms, conditions of his re-appointment as Joint Managing Director and discharge of functions and duties and payment of remuneration to him.

A copy of the draft agreement to be entered into with the Joint Managing Director is available for inspection during office hours on any working day at the Registered Office of the Company.

Mr. K Suresh is holding 100 Equity shares in the Company, is interested in the Ordinary Resolutions relating to his re-appointment and to the extent of remuneration received from the Company.

None of the other Directors/Key Managerial Personnel of the Company / their relatives are in any way is concerned and/or interested, financially or otherwise in the Resolutions.

The Directors recommend the Ordinary Resolutions in Item No.5 & 6 of the Notice for approval of the shareholders.

Chennai
9th September, 2020

By Order of the Board
For THE RAJAGIRI RUBBER & PRODUCE CO., LTD.
DILIP THOMAS
CHAIRMAN

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**Particulars of Directors seeking re-appointment as required to be furnished Under
Clause 1.2.5 of the (SS-2) Secretarial Standard on General Meeting**

For Agenda Item No.2

Particulars	Mr. K.S Manian
Date of Birth	3rd March 1952
DIN	00753290
Qualifications	Graduate in Electronics Engineering
Expertise in Specific functional areas	Mr. K.S Manian has considerable business experience and wide exposure in Industrial and trade circles.
Date of appointment on the Board	20.10.2005
Number of Board Meetings attended during the year 2019-2020	4 (Four)
Relationship with other directors	Not related to any Director
Directorship held in other Companies (excluding foreign companies)	Director Global Adjustments Foundation
Membership of Committees in other Companies	NIL
Number of shares held in the Company	9252

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**Particulars of Directors seeking re-appointment as required to be furnished Under
Clause 1.2.5 of the (SS-2) Secretarial Standard on General Meeting**

For Agenda Item No.3 & 4

Particulars	Mrs. Priyalatha Thomas
Date of Birth	15th July1960
DIN	0052237
Qualifications	M.A
Expertise in Specific functional areas	Mrs. Priyalatha Thomas has vast experience in Plantation Industry , Business Management and trade relations abroad.
Date of appointment on the Board	29.07.1998
Number of Board Meetings attended during the year 2019-2020	4 (Four)
Relationship with other directors	Wife of Mr. Dilip Thomas, Chairman
Directorship held in other Companies (excluding foreign companies)	Director 1. The Highland Produce Company Ltd. 2. A.V Thomas Leather and Allied Products (P) Ltd. 3. Dalp Trading and Manufacturing Ltd. 4. L.J International Ltd. 5. A.V.Thomas International Ltd. 6. AVT S2 Virtual Life Style Private Ltd. (In liquidation)
Membership of Committees in other Companies	NIL
Number of shares held in the Company	NIL

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Particulars of Directors seeking re-appointment as required to be furnished Under Clause 1.2.5 of the (SS-2) Secretarial Standard on General Meeting

For Agenda Item No.5 & 6

Particulars	Mr. K.Suresh
Date of Birth	3rd February, 1956
DIN	00255162
Qualifications	B.Com, Post Graduate Diploma in Advanced Marketing
Expertise in Specific functional areas	Mr. K.Suresh has rich experience in operations, marketing, logistics, materials and general Management
Date of appointment on the Board	01.08.2003
Number of Board Meetings attended during the year 2019-2020	4 (Four)
Relationship with other directors	Not related to any Director
Directorship held in other Companies (excluding foreign companies)	Managing Director - The Highland Produce Co .Ltd. Director - L.J.International Ltd. - A.V.Thomas International Ltd. - Dalp Trading and Manufacturing Ltd. - Doors & More Wood Products Ltd. - Rajagiri Impex Ltd. - AVR Edge Networks Private Ltd. - AVT S2 Virtual Life Style Private Ltd. (In Liquidation)
Membership of Committees in other Companies	-
Number of shares held in the Company	100

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

DIRECTORS' REPORT

Your Directors have pleasure in presenting the **EIGHTY THIRD** Annual Report with the Audited Accounts for the year ended 31st March, 2020.

FINANCIAL RESULTS

	2019-20 Amount Rs.	2018-19 Amount Rs.
Income from operations & other income	24,29,66,089	25,29,34,445
Profit/(Loss) before Depreciation	(7,69,47,334)	(5,53,43,384)
Depreciation	70,68,071	59,50,675
Profit/(Loss) before Taxation	(8,40,15,405)	(6,12,94,059)
Less: Provision for taxation	NIL	NIL
Profit / (Loss) after taxation	(8,40,15,405)	(6,12,94,059)
Add: Surplus/(Loss) brought forward	(8,73,62,862)	(2,60,68,803)
Surplus / (Deficit)	(17,13,78,267)	(8,73,62,862)

DIVIDEND

The Board of Directors have not proposed any dividend for the year ended 31st March 2020 in view of the loss incurred by the Company.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There was no material changes and commitments, affecting the financial position of the Company between the end of the financial year and the date of the report other than those disclosed in the financial statements.

OPERATIONS

The Production of Rubber was lower during the year due to unfavourable weather conditions and the prices realised were better compared to previous year.

Due to unfavourable weather conditions the production in Tea was lower and the prices realised were also lower during the year under report .

The Production of Cardamom was substantially lower during the year due to storm damage of plants in the previous year and the prices realised were at higher levels.

LAND MATTERS

The assignment of 3.52 acres of Kuthakapattam Land in Ambikonam Division of Shaliacary Estate is pending following the rejection of the company's petition, by the Government. The Company's writ petition filed before the Honourable High Court of Kerala challenging the Government's Order has been dismissed and the Government has powers to take over the land. The Company has filed an application to Tahsildar suggesting take over of alternate land since the proposed area is under Rubber plantations and the same is pending.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

The Order of the Taluk Land Board under the Kerala Land Reforms Act, 1968 to surrender 290.85 acres (117.705 Hectares) claimed as excess land in Chulika and erstwhile Poonoor Estate has been confirmed by the Honourable High Court of Kerala vide judgment dated 24th May 2011 directing the Company to surrender the land. In Chulika 200 acres (80.94 Hectares) form part of forest land and is already vested with the Government. Regarding balance area of 90.85 acres (36.77 Hectares) in erstwhile Poonoor Estate, the Company has taken up with the Taluk Land Board (TLB) identifying suitable alternate areas to settle the matter. This order was challenged before the High Court in CRP 263/2012 and the High Court by its order dated 19-11-2014 has directed the TLB to proceed as per the earlier order of the High Court in CRP 1822/1994 and take over the excess land of 200.23 acres in Chulika Estate and 90.62 acres in Poonoor Estate. The TLB has initiated hearing and the final order is awaited.

Out of the two blocks namely 108.67 acres (43.82 Hectares) and 21.45 acres (8.65 Hectares) vested by Forest department in 2001, against the Company's claim of 93.18 acres (37.72 Hectares) as enclaves in Chulika Estate, the extent of 21.45 acres (8.68 Hectares) was allowed by the High Court of Kerala. However the forest department has gone on appeal before the Supreme Court and the matter is pending.

The Dispute with regard to 250 acres (101.174 Hectares) in erstwhile Poonoor Estate pending before the Land Tribunal Kozhikode was decreed in favour of the Company.

The dispute with regard to 270 Ha. of land in Chulika Estates claiming possession by virtue of purchase of Jenmi rights from Kadathanath Kovilakam is appropriately contested before Sub Court in Sultan Battery.

PARTICULARS OF EMPLOYEES

The statement containing remuneration paid to employees and other details as required under Section 197(12) of the Companies Act, 2013 (Act) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company during business hours on any working days of the Company upto the date of the forthcoming Annual General Meeting. Any member interested in obtaining a copy of the same may write to the Company and the same will be provided free of cost to the member.

During the year, no employee of the Company was in receipt of remuneration in excess of the limits prescribed by Section 197 of the Companies Act 2013 read with Rule 5(2) made thereunder.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013 and rules made there under Mr.K.S.Manian, Director retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Directors recommend re-appointment of Mr.K.S.Manian at the ensuing Annual General Meeting.

The Board of Directors have re-appointed Mrs.Priyalatha Thomas as Managing Director and Mr.K.Suresh as Joint Managing Director of the Company for a further period of three years from 1st June 2020 to 31st May, 2023 subject to the approval of shareholders in the General Meeting. Necessary resolutions for the re-appointment and payment of remuneration to Mrs.Priyalatha Thomas, Managing Director and Mr.K.Suresh, Joint Managing Director are incorporated in the notice convening the ensuing Annual General Meeting.

The provisions of the Companies Act, 2013, regarding the appointment of Key Managerial Personnel are not applicable to the Company.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return as provided under Sub-Section (3) of Section 92 of the Companies Act, 2013 (the "Act") is enclosed as **Annexure-I** in the prescribed form MGT-9 and forms part of this Report.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

BOARD MEETINGS

During the financial year 2019-20 the Board of Directors met four times. The dates on which the meetings held were 12.06.2019, 01.08.2019, 25.11.2019 & 12.02.2020. The intervening gap between the meetings were within the period prescribed under the Companies Act, 2013.

The Company has complied with the Secretarial Standards issued by the ICSI.

AUDIT COMMITTEE

The Company is not required to constitute an Audit Committee as per Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 177 of the Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

The Company is not required to constitute a Nomination and Remuneration Committee as per Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 178 of the Companies Act, 2013.

SHARE TRANSFER COMMITTEE

The Share Transfer Committee consists of Directors Mr. Dilip Thomas, Mr. K.Suresh and Mr. R.Venugopalan, as Members of the Committee.

AUDITORS

Pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, the shareholders in their 80th Annual General Meeting (AGM) held on 21st September, 2017 had re-appointed M/s. Suri & Co, Chartered Accountants (Firm Registration No.004283S), the Statutory Auditors of the Company for a period of 5 years till the conclusion of the 85th Annual General Meeting. In view of the amendments to the Companies Act, 2013 their appointment is not required to be ratified by the members in the forthcoming Annual General Meeting.

COST AUDITORS

The Provisions of Section 148 of The Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 in respect of Cost Audit is not applicable to the Company.

AUDITORS REPORT

There are no qualifications, reservations or adverse remarks mentioned in the Auditors Report.

SECRETARIAL AUDIT

Secretarial Audit is not applicable as per Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section 204 of the Companies Act, 2013

INTERNAL AUDIT & CONTROLS

The Company has internal control systems commensurate with the size and nature of its business and has appointed M/s. Vasanthan Naresh and Associates, Chartered Accountants, as the Internal Auditors. The Internal Audit coverage is adequate to ensure that the assets of the company are safeguarded and protected and there is regular review by Management on policies, internal controls, procedures and internal audit reports.

RISK MANAGEMENT PLAN

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 the Company had laid down the procedures to inform Board members about the risk assessment and its mitigation procedures.

Mr. Manu P Sam, Company Secretary has been assigned the task of informing the Board about the various risks and its mitigation by the Company from time to time.

At present, the Company has not identified any element of risk which may threaten the existence of the Company.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

SUBSIDIARY/ASSOCIATE COMPANIES

As required under Section 129 (3) of the Companies Act, 2013, the Company has prepared a consolidated financial statement in respect of its associate Company Rajagiri Impex Limited along with its own financial statements. Further the particulars showing the salient features of the Associate Company as required under first proviso to Section 129 (3) of The Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules 2014 are attached in Form AOC-1 which is attached as **Annexure II** to this report.

During the year under report the process of liquidation of the subsidiary Company Dalp Holdings Singapore PTE Limited has been completed.

TRANSACTIONS WITH RELATED PARTIES

All transactions entered into by the Company with Related Parties were in the Ordinary course of business and on the basis of Arm's Length pricing . Details of the transactions are provided in Form AOC-2 which is attached as **Annexure -III** to this Report.

INSURANCE

The Company continues to carry adequate insurance for all assets against unforeseeable perils.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The statement pursuant to Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (accounts) Rules , 2014 is attached as **Annexure – IV** . The company has no activities relating to technology absorption on account of the nature of its business.

FOREIGN EXCHANGE EARNINGS/OUTGO

During the year under review, the total outgo on Foreign Exchange amounted to Rs.4,76,483/- Details are set out in Note 27 item 3 (b) of the Notes on Accounts. The company has been continuing in exploring the possibilities of exporting its produces as well as on new foreign projects.

INDUSTRIAL RELATIONS

During the year under review, your company enjoyed cordial relationship with workers and employees at all levels.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall within the ambit of the provisions of Section 135 of the Companies Act, 2013 on Corporate Social Responsibility and hence report on Corporate Social Responsibility (CSR) Activities is not annexed.

DEPOSIT FROM PUBLIC

The Company has not accepted any deposits from public during the year.

DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which were consistently applied are set out in the Note 1 to the Financial Statements.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of Section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- a. in the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Loss of the Company for the financial year;
- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual financial statements on a going concern basis;
- e. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to Section 124 of the Companies Act, 2013 and IEPF Authority (Accounting, Audit, Transfer and Refund) Rules 2016 (" the Rules") as amended from time to time, all unpaid or unclaimed dividends, after the completion of seven years, are required to be transferred by the Company to the IEPF established by the Central Government. Further according to the Rules, the shares in respect of which dividend has not been paid or unclaimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. Accordingly, the Company had transferred to the IEPF Authority, unclaimed and unpaid dividends and 1686 Equity shares during the Financial Year 2019-20.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Act. An Internal Complaints Committee has been set up for redressal of complaints and all employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year the Company has not received any complaint under Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for the continued support extended to the Company by its Bankers and Employees during the year.

Chennai.
9th September, 2020

By Order of the Board
DILIP THOMAS
CHAIRMAN

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE - I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i) CIN	-	U25191KL1937PLC000979
ii) Registration Date	-	19.04.1937
iii) Name of the Company	-	The Rajagiri Rubber and Produce Co. Ltd
iv) Category / Sub-Category of the Company	-	Company Limited by Shares
v) Address of the Registered office and contact details	-	W-21/674, BEACH ROAD, ALLEPPEY, KERALA - 688012
vi) Whether listed company	-	NO
vii) Name, Address and Contact details of Registrar and Transfer Agent:	-	Cameo Corporate Services Limited Subramanian Building, No.1 Club House Road, Chennai – 600 002.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main Products/Services	NIC Code of the Product/Service	% to total turnover of the company
1	Tea	01271	24%
2	Cardamom	01283	7%
3	Rubber	01291	62%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN	Holding/Subsidiary /Associate	% of shares held	Applicable Section
1	Rajagiri Impex Limited	U51909MH2013PLC240837	Associate	30%	2(6)

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category - wise Share Holding

Category of shareholders	No. of Shares Held at the Beginning of the Year - 1.4.2019				No. of Shares Held at the End of the Year - 31.3.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	182363	182363	37.33	182363	0	182363	37.33	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	117423	117423	24.04	1000	117423	118423	24.24	0.20
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	0	299786	299786	61.37	183363	117423	300786	61.57	0.20
(2) Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of promoter (A) = (A)(1) + (A)(2)	0	299786	299786	61.37	183363	117423	300786	61.57	0.20
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	1232	1232	0.25	0	1232	1232	0.25	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	49543	0	49543	10.14	49543	0	49543	10.14	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
i) Any others-Foreign Portfolio Investors	0	0	0	0	0	0	0	0	0
Sub Total (B)(1)	49543	1232	50775	10.39	49543	1232	50775	10.39	0

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Category of shareholders	No. of Shares Held at the Beginning of the Year - 1.4.2019				No. of Shares Held at the End of the Year - 31.3.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non Institutions									
a) Bodies Corp									
i) Indian	5735	733	6468	1.32	5735	733	6468	1.32	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs.1 Lakh	1922	70808	72730	14.89	5768	64476	70244	14.38	-0.51
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	33549	0	33549	6.87	33549	0	33549	6.87	0
c) Others (specify)									
Hindu Undivided Family	0	0	0	0	0	0	0	0	0
Foreign Corporate bodies	0	0	0	0	0	0	0	0	0
IEPF Authority	22861	0	22861	4.68	24547	0	24547	5.03	0.35
Foreign Nationals	0	0	0	0	0	0	0	0	0
Non-Resident Individuals	0	2331	2331	0.48	0	2131	2131	0.44	-0.04
Trusts	0	0	0	0	0	0	0	0	0
Sub- Total (B)(2)	64067	73872	137939	28.23	69599	67340	136939	28.03	-0.20
Total Public Shareholding (B) = (B)(1) + (B)(2)	113610	75104	188714	38.63	119142	68572	187714	38.43	-0.20
TOTAL (A) + (B)	113610	374890	488500	100	302505	185995	488500	100	0
C. Shares held by Custodian for GDRs and ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A) + (B) + (C)	113610	374890	488500	100	302505	185995	488500	100	0

(ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the Year - 1.4.2019			Shareholding at the end of the Year - 31.3.2020			% change during the year
		No. of Shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1.	Mr. Dilip Thomas	182363	37.33	0	182363	37.33	0	0
2.	Dalp Trading and Manufacturing Ltd	104123	21.31	0	104123	21.31	0	0
3.	The Highland Produce Company Limited	100	0.02	0	100	0.02	0	0
4.	L.J International Limited	13200	2.70	0	14200	2.90	0	0.20

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Name of the Share holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Dilip Thomas				
	At the beginning of the year 01-Apr-2019	182363	37.33	182363	37.33
	At the end of the year 31-Mar-2020	182363	37.33	182363	37.33
2.	M/s Dalp Trading and Manufacturing Limited				
	At the beginning of the year 01-Apr-2019	104123	21.31	104123	21.31
	At the end of the year 31-Mar-2020	104123	21.31	104123	21.31
3.	The Highland Produce Company Limited				
	At the beginning of the year 01-Apr-2019	100	0.02	100	0.02
	At the end of the year 31-Mar-2020	100	0.02	100	0.02
4.	M/s.L.J International Limited				
	At the beginning of the year 01-Apr-2019	13200	2.70	13200	2.70
	Purchases on 05-Apr-2019	1000	0.20	14200	2.90
	At the end of the year 31-Mar-2020	14200	2.90	14200	2.90

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Life Insurance Corporation of India				
	At the beginning of the year 01-Apr-2019	49543	10.14	49543	10.14
	At the end of the year 31-Mar-2020	49543	10.14	49543	10.14
2	Investor Education and Protection Fund Authority				
	At the beginning of the year 01-Apr-2019	22861	4.68	22861	4.68
	Transferred on 20-Dec-2019	797	0.16	23658	4.84
	Transferred on 24-Jan-2020	889	0.18	24547	5.02
	At the end of the Year 31-Mar-2020	24547	5.02	24547	5.02
3	Mr. P.P Zibi Jose				
	At the beginning of the year 01-Apr-2019	18019	3.69	18019	3.69
	At the end of the year 31-Mar- 2020	18019	3.69	18019	3.69
4	Mr. Mahendra Girdharilal				
	At the beginning of the year 01-Apr-2019	15530	3.18	15530	3.18
	At the end of the year 31-Mar-2020	15530	3.18	15530	3.18
5	M/s Ten Rose Capital Services Limited				
	At the beginning of the year 01-Apr-2019	4024	0.82	4024	0.82
	At the end of the year 31-Mar-2020	4024	0.82	4024	0.82
6	Mrs. K.L Vishalakshi				
	At the beginning of the year 01-Apr-2019	2400	0.49	2400	0.49
	At the end of the year 31-Mar-2020	2400	0.49	2400	0.49
7	Mr. C.T Chidambaram				
	At the beginning of the year 01-Apr-2019	1995	0.41	1995	0.41
	At the end of the year 31-Mar-2020	1995	0.41	1995	0.41
8	City Software and Share Services Private Ltd				
	At the beginning of the year 01-Apr-2019	1711	0.35	1711	0.35
	At the end of the year 31-Mar-2020	1711	0.35	1711	0.35
9	Mrs. Ranjini Manian				
	At the beginning of the year 01-Apr-2019	1600	0.33	1600	0.33
	At the end of the year 31-Mar-2020	1600	0.33	1600	0.33
10	Mrs. J. Uma				
	At the beginning of the year 01-Apr-2019	1200	0.24	1200	0.24
	At the end of the year 31-Mar-2020	1200	0.24	1200	0.24

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Dilip Thomas				
	At the beginning of the year 01-Apr-2019	182363	37.33	182363	37.33
	At the end of the year 31-Mar-2020	182363	37.33	182363	37.33
2	Mr. K.S Manian				
	At the beginning of the year 01-Apr-2019	9252	1.89	9252	1.89
	At the end of the year 31-Mar-2020	9252	1.89	9252	1.89
3	Mr. K. Suresh				
	At the beginning of the year 01-Apr-2019	100	0.02	100	0.02
	At the end of the year 31-Mar-2020	100	0.02	100	0.02

V. INDEBTEDNESS :

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs. in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	956.61	170.00	-	1126.61
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.18	-	-	0.18
TOTAL (i+ii+iii)	956.79	170.00	-	1126.79
Change in Indebtedness during the financial year				
i) Addition	-	605.00	-	605.00
ii) Reduction	(598.51)	-	-	(598.51)
iii) Net change	(598.51)	605.00	-	6.49
Indebtedness at the end of the financial year				
i) Principal Amount	358.10	775.00	-	1133.10
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.16	-	-	0.16
TOTAL (i+ii+iii)	358.26	775.00	-	1133.26

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager:

(Rs. in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mrs. Priyalatha Thomas (Managing Director)	* Mr.K.Suresh (Joint Managing Director)	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	54.00	22.08	76.08
	(b) value of perquisites u/s 17(2) of the Income-tax Act, 1961	6.89	8.63	15.52
	(c) Profits in lieu of salary u/s 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others specify	-	-	-
5.	Others please specify			
	Total (A)	60.89	30.71	91.60
	Ceiling as per the Act (Per Annum)	90.89	36.31	127.20

* Mr.K.Suresh is also Managing Director of The Highland Produce Company Limited and drawing managerial remuneration at 60% of the ceiling limit from that Company.

B. Remuneration to other Directors :

(Rs. in Lakhs)

Sl. No.	Particulars of Remuneration	Fee for attending board/committee meetings	Commission	Others Please specify	Total Amount
1.	Independent Directors	NA	-	-	-
	Total (1)	NA	-	-	-
2.	Other Non-Executive Directors				
	Mr. Dilip Thomas	0.4	-	-	0.4
	Mr. K.S Manian	0.4	-	-	0.4
	Mr. R. Venugopalan	0.3	-	-	0.3
	Total (2)	1.10	-	-	1.10
	Total Managerial Remuneration	1.10	-	-	1.10
	Overall Ceiling as per the Act	N.A	-	-	NA

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(Rs. in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel
		Mr. Manu P Sam Company Secretary
1	Gross salary	
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	27.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.32
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- as % of profit	-
	- others, specify	-
5	Others, please specify	-
	Total	27.52

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2020.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE - II

Form AOC-1**Part "B": Associates and Joint Ventures****Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate/Subsidiary Companies and Joint Ventures**

(Rs. in Lakhs)

Sl. No	Name of Associates	Rajagiri Impex Limited
1	Latest audited Balance Sheet Date	31.3.2020
2	Shares of Associate/Joint Ventures held by the company on the year end	
	Numbers	150000
	Amount of Investment in Associates/ Joint Venture	15.00
	Extent of Holding %	30%
3	Description of how there is significant influence	More than 20% of the Total Share Capital of the Associate Concern is held by The Rajagiri Rubber and Produce Company Limited
4	Reason why the associate/ joint venture is not consolidated	The accounts of Associates have been consolidated.
5	Net worth attributable to shareholding as per latest audited Balance Sheet	24.60
6	Profit/Loss for the year	
	i) Considered in Consolidation	5.39
	ii) Not Considered in Consolidation	NIL
7	Total Net Worth	81.99

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE – III

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2019 – 20.

2. Details of material contracts or arrangement or transactions at arm's length basis are appended in Annexure - IIIA

For and on behalf of the Board of Directors
DILIP THOMAS
Chairman

Chennai
9th September, 2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Annexure IIIA

AOC 2

Name of the Company	Nature of Relationship	Nature of Transaction	Duration of Transactions	Amount (Rs.)	Salient Terms	Date of Approval by the Board	Amount paid as Advance if any
A.V Thomas and Co.,Ltd	Common Control through constitution of Board / shareholding	Sale of 638 Kgs Tea	On going transactions	82,470	Market Rate	Not Applicable	Nil
The Highland Produce Co.Ltd.,	Common Control through constitution of Board / shareholding	Sale of Rubber firewood Sale of Vanila Plants	On going transactions On going transactions	5,88,969 33,000	Market Rate Market Rate	Not Applicable Not Applicable	Nil Nil
M/s Rajagiri Impex Ltd	Common Control through constitution of Board / shareholding	Sale of 4891 kgs of Cardamom Sale of 2000 kgs of pepper	On going transactions	1,41,50,651	Market Rate	Not Applicable	Nil
Dalp Trading and Manufacturing Limited	Common Control through constitution of Board / shareholding	Rent received for Panampilly Nagar office Brokerage/ Commission paid	On going transactions	7,58,538	Market Rate	Not Applicable	Nil
M/s Rajagiri Impex Ltd	Common Control through constitution of Board / shareholding	Brokerage/ Commission Paid	On going transactions	12,000	Market Rate	Not Applicable	Nil
The Highland Produce Co. Ltd.,	Common Control through constitution of Board / shareholding	Purchase of 922 kgs of Staff gratis tea	On going transaction	9,56,653	Market Rate	Not Applicable	Nil
A.V Thomas and Co.Ltd. W/Island	Common Control through constitution of Board / shareholding	Warehouseing charges/ other expenses	On going transactions	3,55,973	Market Rate	Not Applicable	Nil
A.V Thomas and Co.Ltd Chennai	Common Control through constitution of Board / shareholding	Rent paid for the Building at Chennai	On going transactions at Chennai	1,01,420	Market Rate	Not Applicable	Nil
				4,48,150	Market Rate	Not Applicable	Nil
				12,000	Market Rate	Not Applicable	Nil

CONSERVATION OF ENERGY

(Pursuant to section 134(3)(m) of the Companies Act, 2013, read with rule 8(3) of the Companies (Accounts) Rules, 2014)

The steps taken or impact on conservation of Energy

The Company is committed to conserve energy in all its activities and is continuing with its efforts to conserve energy.

- Conservation of energy is maximized through Biennial energy audit, periodic maintenance of capacitor banks and through periodic maintenance of machineries in Rubber and Tea estate factories.
- Harvested rain water is used in centrifuging factories in order to conserve water.
- Transparent roofing sheets are used for reducing energy costs
- Treated, recycled effluent water is used for washing at Factory thereby conserving water and energy.
- CFL/ Fluorescent tubes/Sodium Vapour Lamps were replaced with LED lighting to reduce energy consumption for lighting in office and factory.
- Old motors are replaced with energy efficient motors

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

INDEPENDENT AUDITOR'S REPORT

To the Members of
THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **The Rajagiri Rubber & Produce Company Limited** ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of profit and loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

As more specifically explained in Note 27(12) to the financial statements, the Company has made a detailed assessment of its liquidity position for the next year and there cover ability and carrying value of its assets comprising property, plant and equipment, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The Company continues to evaluate them as highly probable considering the orders in hand. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic which may be different from that estimated as at the date of approval of the financial results. The Company will continue to closely monitor any material changes arising of future economic conditions and impact on its business.

Our opinion is not modified in respect of this matter.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the management report, its annexures, Board's Report including annexures, Director's Responsibility statement, but does not include the standalone Financial Statements and our Audit Report thereon.

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

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

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

If we conclude that there is a material misstatement of this other information, based on the work we have performed, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements 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 statements.

We communicate with those charged with governance of, 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by The Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give an Annexure A, a Statement on matters specified in paragraph 3 and 4 of the said order, to the extent applicable

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

- (e) On the basis of the written representations received from the directors as on 31stMarch 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31stMarch 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer our separate report in Annexure B;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 27(6) to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2020.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For SURI & CO.
Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN
Partner
Membership No. 219922
UDIN: 20219922AAAAJQ3915

Place : Chennai
Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE A TO THE REPORT OF THE AUDITORS TO THE MEMBERS OF THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

- i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.
- (b) The Company has a regular programme of physical verification of its fixed assets (other than livestock) by which the fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. The company has verified some of the livestock during the current year and is in the process of physically verifying the remaining livestock as on date.
- Due to COVID 19, the company could not carry out physical verification of fixed assets towards the end of the year, however, subsequent to the year-end, pursuant to programme, certain fixed assets (other than livestock) were physically verified by the management. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties are held in the name of the company.
- ii) The Physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the frequency of such verification is reasonable. Due to COVID 19, the company could not carry out physical verification of inventories as on the reporting date. The physical verification of the inventory was done by the management subsequent to the Balance Sheet date on partial lifting of the lockdown. We have relied on the management in this regard, since we could not observe the physical inventory verification because of travel restrictions imposed due to COVID 19. We have performed a roll-back procedure based on management physical verification to reconcile the book stock as on the reporting date. According to the information and explanation given to us and based on the alternate procedures performed as aforesaid, no material discrepancies were noticed on verification.
- iii) The Company has not granted any loans, secured or unsecured to the Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly Para 3 (iii) (a), (b) & (c) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Companies Act, 2013 with respect to the investments made and inter corporate loan given. The company has not given any guarantees, or securities covered under the provisions of section 185 and 186 of the Companies Act, 2013.
- v) The company has not accepted any deposits from the public during the year.
- vi) The Company is not subject to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government for the maintenance of cost records under section 148 (1) (d) of the Companies Act, 2013 and hence the Para 3 (vi) of the Order is not applicable.
- vii) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Customs duty, Goods and Service Tax, Cess and other statutory dues applicable to it. No undisputed statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

b) The details of disputed statutory dues which have not been deposited are as under:

Name of the Statute	Nature of the dues	Amount Rs.	Amount Paid (Rs.)	Forum where dispute is pending
Kerala General Sales Tax Act & Central Sales Tax Act	KGST AY 1983-84, 1990-91, 1996-97, 1998-99, 1999-00 & 2000-01	9,10,941	2,73,584	Kerala Income Tax and Sales Tax Appellate Tribunal
	CST AY 1990-91 to 1994-95, 1996-97, 1998-99 to 2000-01	31,50,316	10,74,571	Deputy Commissioner (Appeals)
	CST Kalpetta AY 1981-82, 1987-88	32,103	88,006	Deputy Commissioner (Appeals)
	KGST AY 1997-98 to 2000-01	8,51,273	14,23,289	Deputy Commissioner (Appeals)
	CST AY 2009-10, 2010-11, 2011-12 and 2014-15	54,81,698	Nil	High Court
Kerala Value Added Tax	KVAT AY 2012-13, 2013-14 and 2014-15	11,86,293	2,21,119	Deputy Commissioner (Appeals)

- viii) The company has not defaulted in repayment of dues to banks.
- ix) The company did not raise any money by way of initial public offer or further public offer (including debt instruments). The term loans were used for the purpose for which those are raised.
- x) According to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii) The Company is not a Nidhi Company. Accordingly Para 3 (xii) of the Order is not applicable.
- xiii) According to the information and explanation given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards. Section 177 of Companies Act, 2013 is not applicable to the company.
- xiv) According to the information and explanation given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanation given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For SURI & CO.
Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN
Partner
Membership No. 219922
UDIN: 20219922AAAAJQ3915

Place : Chennai
Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE B TO THE REPORT OF THE AUDITORS TO THE MEMBERS OF THE RAJAGIRI RUBBER & PRODUCE COMPANY LIMITED, ALAPPUZHA

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of THE RAJAGIRI RUBBER & PRODUCE COMPANY LIMITED (‘the Company’) as of 31-March-2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-Mar-2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SURI & CO.
Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN
Partner
Membership No. 219922
UDIN: 20219922AAAAJQ3915

Place : Chennai
Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

BALANCE SHEET AS AT 31ST MARCH 2020

Amount in ₹

	NOTES	As at 31-03-2020	As at 31-03-2019
I. EQUITY AND LIABILITIES:			
(1) Shareholders' Funds:			
(a) Share Capital	2	48,85,000	48,85,000
(b) Reserves and Surplus	3	26,00,22,851	34,12,43,606
		<u>26,49,07,851</u>	<u>34,61,28,606</u>
(2) Non-Current Liabilities:			
(a) Long Term borrowings	4	30,61,363	35,53,805
(b) Other Long-Term Liabilities	5	2,908	2,908
(c) Long-Term Provisions	6	11,00,646	9,18,839
		<u>41,64,917</u>	<u>44,75,552</u>
(3) Current Liabilities:			
(a) Short-Term borrowings	7	10,97,53,720	10,86,21,790
(b) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises (Note No. 27(5) and Total outstanding dues of Creditors other than micro enterprises and small enterprises		60,146	4,484
(c) Other Current Liabilities	8	3,19,42,515	2,79,57,378
(d) Short-Term Provisions	9	1,80,10,350	1,00,88,724
		<u>92,19,996</u>	<u>85,79,474</u>
		<u>16,89,86,727</u>	<u>15,52,51,850</u>
TOTAL		<u>43,80,59,495</u>	<u>50,58,56,008</u>
II. ASSETS:			
(1) Non-Current assets			
(a) Property, Plant and Equipment			
(i) Tangible Assets	10	13,65,04,499	13,00,97,687
(ii) Capital Work-in-progress			
a) Bearer Plants		1,39,66,240	1,13,30,866
b) Others		Nil	71,10,300
(b) Non-current Investments	11	17,38,72,316	17,68,98,256
(c) Other non-current assets	12	23,17,615	34,41,215
		<u>32,66,60,670</u>	<u>32,88,78,324</u>
(2) Current assets:			
(a) Current Investments	13	2,00,00,000	3,38,31,085
(b) Inventories	14	1,72,41,483	1,97,43,037
(c) Trade Receivables	15	83,22,638	72,52,520
(d) Cash and Cash equivalents	16	1,29,71,303	1,46,81,315
(e) Short-term loans and advances	17	5,15,70,317	9,64,63,028
(f) Others-Accrued Income		12,93,084	50,06,699
		<u>11,13,98,825</u>	<u>17,69,77,684</u>
Significant Accounting Policies	1		
TOTAL		<u>43,80,59,495</u>	<u>50,58,56,008</u>

Notes 1 to 17, Note 27 and Cash Flow Statement form part of this Balance Sheet

Vide our report of date attached

For and on behalf of the Board

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020

	Notes	For the year ended 31-03-2020	Amount in ₹ For the year ended 31-03-2019
REVENUE:			
I. Revenue from Operations:			
Sale of Products	18	21,23,46,061	22,69,47,683
II. Other Income:	19	3,06,20,028	2,59,86,762
III. Total Revenue	TOTAL	<u>24,29,66,089</u>	<u>25,29,34,445</u>
EXPENSES:			
Cost of Materials Consumed	20	2,62,68,608	2,96,00,188
Other Manufacturing Expenses	21	4,37,66,686	4,59,13,709
Purchase of Stock-in-Trade		80,583	79,962
(Increase)/Decrease in Inventory	22	(5,47,000)	37,47,000
Employee benefit expenses	23	17,97,14,071	16,64,43,812
Finance Costs	24	1,11,15,731	90,41,656
Livestock Expenditure	25	3,21,90,876	1,95,49,655
Depreciation and amortization expense		70,68,071	59,50,675
Other expenses	26	2,73,23,868	3,39,01,847
IV. Total Expenses	TOTAL	<u>32,69,81,494</u>	<u>31,42,28,504</u>
V. Profit/(Loss) before exceptional and extraordinary items(III-IV)		(8,40,15,405)	(6,12,94,059)
VI. Exceptional/Extraordinary items		Nil	Nil
VII. Profit/(Loss) after Exceptional/Extraordinary items		<u>(8,40,15,405)</u>	<u>(6,12,94,059)</u>
VIII. Profit/(Loss) before Tax (PBT)		(8,40,15,405)	(6,12,94,059)
IX. Tax Expenses:			
- Current Tax		-	-
X. Profit/(Loss) for the period (VIII-IX)		<u>(8,40,15,405)</u>	<u>(6,12,94,059)</u>
Earnings per Share (Basic & Diluted)	27 (4)	(171.99)	(125.47)

Notes 18 to 27 and Cash Flow Statement form part of this Statement of Profit and Loss.

Vide our report of date attached

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

For and on behalf of the Board

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020

	(in ₹)	(in ₹)	Previous Year (in ₹)
A. CASH FLOW FROM OPERATING ACTIVITIES :			
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS		(8,40,15,405)	(6,12,94,059)
ADJUSTMENTS FOR :			
Depreciation	70,68,071		59,50,675
Rubber Rehabilitation Allowance	7,36,098		21,80,028
Profit on Sale of Investments/Assets	(5,93,709)		(39,35,500)
Provision for Gratuity/Leave Encashment	8,22,329		32,64,145
Compensation from Power grid Corporation	Nil		(4,26,525)
Livestock written off, Profit/Loss on sale of livestock	1,14,47,500		(65,000)
Assets discarded written off	Nil		45,592
Interest/Dividend Received	(41,35,771)		(53,77,292)
Interest Paid	1,11,15,731		90,41,656
Loss on closure of Associate/Subsidiary Company	Nil		16,59,644
Provision for Diminution in value of investments	5,08,440		0
		<u>2,69,68,689</u>	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(5,70,46,716)	(4,89,56,636)
ADJUSTMENTS FOR :			
Trade and other Receivables	(10,70,118)		47,80,268
Inventories	25,01,554		27,06,251
Trade Payables	1,19,64,612		(11,53,022)
Other Current Assets	4,74,34,756		1,67,57,088
		<u>6,08,30,804</u>	
CASH GENERATED FROM OPERATIONS		37,84,088	(2,58,66,051)
Taxes Paid		(12,04,575)	(11,04,688)
CASH FLOW BEFORE EXTRAORDINARY ITEMS		25,79,513	(2,69,70,739)
Extraordinary Items		Nil	Nil
NET CASH FROM OPERATING ACTIVITIES		<u>25,79,513</u>	<u>(2,69,70,739)</u>
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		(1,82,67,381)	(2,40,42,307)
Purchase of Investments		(61,14,989)	(3,14,57,920)
Sale of Fixed Assets		9,31,133	87,27,828
Sale of Investments		1,99,46,074	2,76,40,633
Sale of Trees		85,96,140	44,09,960
Expenditure on Replanting		(65,37,588)	(65,49,227)
Interest Received		58,39,486	21,16,448
Dividend Received		20,09,900	11,47,403
Compensation received on rubber trees		Nil	8,52,272
NET CASH FROM INVESTING ACTIVITIES		<u>64,02,775</u>	<u>(1,71,54,910)</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020 (Contd.)

	(in ₹)	Previous Year (in ₹)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Public Deposits/Loan from Directors	6,05,00,000	(2,00,00,000)
Term Loan	(4,92,442)	30,15,325
Cash Credit	(5,93,68,070)	7,19,37,349
Interest Paid	(1,11,17,918)	(90,26,554)
NET CASH USED IN FINANCING ACTIVITIES	<u>(1,04,78,430)</u>	<u>4,59,26,120</u>
	<u>(14,96,142)</u>	<u>18,00,471</u>
NET DECREASE/INCREASE IN CASH AND CASH EQUIVALENTS		
CASH AND CASH EQUIVALENTS AS AT 01.4.2019		
(Beginning of the year)	29,49,509	
CASH AND CASH EQUIVALENTS AS AT 31.3.2020		
(Closing of the year)	14,53,367	
	<u>(14,96,142)</u>	<u>18,00,471</u>

Vide our report of date attached
For SURI & CO.

Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN
Partner

Membership No. 219922

Place : Chennai
Date : 09.09.2020

For and on behalf of the Board

DILIP THOMAS
Chairman

PRIYALATHA THOMAS
Managing Director

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE : 1

A. SIGNIFICANT ACCOUNTING POLICIES

BACKGROUND:

The Company is a Public Limited Company incorporated and domiciled in India during the year 1937, having its Registered office at W-21/674, Beach Road, Alappuzha, Kerala India. The Company is engaged in Plantation activity and the crop dealt with by the Company is Tea, Cardamom and Rubber. The main business being Cultivation, Manufacturing and sales of Tea, Cardamom and Rubber.

1 ACCOUNTING CONVENTION :

The financial statements have been prepared on a going concern basis under the historical cost convention on accrual basis of accounting in accordance with the generally accepted accounting principles, accounting standards notified under section 133 of the Companies Act 2013 read with Rule 7 of Companies (Accounts) Rules, 2014.

2 CURRENT AND NON CURRENT CLASSIFICATION:

All Assets and Liabilities have been classified as Current and Non Current as per the Company's normal operating cycle (12 months) and other criteria set out in Schedule III to the Act.

3 PROPERTY PLANT AND EQUIPMENT:

a) Property, Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss based on cost model.

The cost of an item of property, plant and equipment is recognised as an asset when:

- i. it is probable that future economic benefits associated with the item will flow to the enterprise; and
- ii. The cost of the item can be measured reliably

Cost includes, taxes and duties (but does not include taxes and duties for which GST credit is available), freight and other direct or allocated expenses during construction period, net of any income earned. Assets acquired on Hire Purchase are capitalised at principal value.

b) Direct expenditure on replanting of Tea/Rubber attributable to bringing the bearer plant to the condition necessary for it to be capable of operating in the manner intended by management less subsidy on replanting of tea are capitalised as bearer plants.

c) Depreciation on property, plant and equipment has been charged as per the useful life specified in Schedule II of the companies act 2013, except assets costing individually less than Rs.5000/- which are depreciated at 100%. The residual value is considered at 5% of the original cost of property, plant and equipment. Depreciation for assets purchased/sold during the period is proportionately charged.

d) Intangible assets are amortized over their respective individual estimated useful lives on a straight line basis, commencing from the date the asset is available to the company for its use. Depreciation and Amortization methods, useful lives and residual value are reviewed periodically, including at each financial year end.

4 IMPAIRMENT OF ASSETS

The Company reviews the carrying amounts of its assets for any possible impairment at each balance sheet date. An impairment Loss is recognized when the carrying amount of an asset exceeds its recoverable amount and the impairment loss, if any, is recognised in the Statement of Profit & Loss.

5 BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition/construction of the qualifying asset are capitalised as a part of the cost of such asset, upto the date of acquisition/completion of construction.

Other borrowing costs are recognised as expense as and when incurred.

6 INVESTMENTS :

Long term Investments are stated at cost. Decline in value of long term investments, other than temporary, is provided for. Current Investments are stated at lower of cost and fair value. Investment in Immovable properties is stated at cost less depreciation.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

7 INVENTORIES :

Inventories are valued at lower of cost on weighted average and net realisable value, after providing for obsolescence wherever considered necessary. Cost includes taxes and duties (other than duties and taxes for which GST credit is available), freight and other direct expenses.

8 REVENUE RECOGNITION :

Revenue is recognised on their accrual and when no significant uncertainty on measurability or collectability exists. Expenditure is accounted for on their accrual.

Sale of Goods:

Revenue is recognised when all the significant risks and rewards of ownership of the goods have been passed on to the buyer, usually on delivery of goods. The Company collects Goods and Services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

Dividends:

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

9 EMPLOYEE BENEFITS :

Gratuity liability, which is a defined benefit scheme and provision for leave encashment is accrued and provided for on the basis of independent actuarial valuation based on projected unit credit method made at the end of each financial year. Actuarial gains and losses are recognised in the Statement of Profit and Loss and are not deferred. Retirement benefits in the form of Provident Fund, Family Pension Fund and Superannuation Schemes, which are defined contribution schemes, are charged to the Statement of Profit and Loss of the year when the contribution to the respective funds accrue.

10 FOREIGN CURRENCY TRANSACTIONS :

Foreign currency transactions are recorded at the rates of exchange in force at the time the transactions are effected. Monetary items denominated in foreign currency and outstanding at the Balance sheet date are converted at the year end exchange rate and the resultant gain or loss is dealt with in the Statement of Profit & Loss. In the case of forward contracts, the difference between the forward rate and exchange rate on the date of transaction is dealt with in the Statement of Profit & Loss on completion of the transaction.

11 GOVERNMENT GRANTS

Subsidies from government in respect of fixed assets are deducted from the cost of respective assets as and when they accrue.

Subsidies related to revenue are recognised in the Statement of Profit and loss to match them with the related costs which they are intended to compensate.

12 TAXES ON INCOME:

Provision for Income-Tax is made for both current and deferred tax. Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred tax is accounted for by computing the tax effect of the timing difference which arise during the year and reverse out in the subsequent periods. Deferred tax is calculated at the tax rates substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only if there is a virtual certainty that they will be realised.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

13 EXPENDITURE ON NEW PLANTING AND REPLANTING :

Direct expenditure on New Planting of different crops (other than minor produce) including upkeep and maintenance expenditure on immature plants are capitalised under "Development".

Direct Expenditure on Replanting of Tea and Cardamom including upkeep and maintenance expenditure on immature plants is charged to Statement of Profit and Loss account with credit to Subsidy on replanting of Tea and Cardamom as Revenue. In case of Rubber the said expenditure is debited to Reserve Account with sale proceeds of old and uneconomical rubber trees uprooted for replanting and Subsidy on replanting credited to Reserve Account.

Provision for Rehabilitation of Rubber Trees, based on annual production of Rubber, after taking into consideration the credits as to sale proceeds of trees and Subsidy on replanting, is charged to Statement of Profit and Loss by crediting to Reserve Account.

14 EARNINGS PER SHARE

Basic earning per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders after deducting Preference Dividend and attributable taxes by weighted average number of equity share holders outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a right issue, share split, and reverse share split (Consolidation of Shares) that have changed the number of Equity Shares outstanding without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

15 PROVISIONS AND CONTINGENT LIABILITY

Provision is recognised when the Company has a present obligation as a result of past event, is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A Contingent Liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise contingent a Liability but discloses its existence in the financial statements.

Contingent Assets are neither recognised nor disclosed.

16 DIVIDEND:

Final Dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors

17 CASH FLOW STATEMENT:

Cash Flow Statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit is adjusted for the effects of:

- (i) Transactions of a non-cash nature
- (ii) Any deferrals of accruals of past or future operating cash receipts or payments and
- (iii) Items of Income or expense associated with investing or financing cashflows.

Cash and Cash equivalents (including bank balances) are reflected as such in Cash Flow Statement.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 2		
SHARE CAPITAL:		
AUTHORISED :		
10,00,000-Equity Shares of Rs.10/- each	1,00,00,000	1,00,00,000
2,50,000-6 % Cumulative Preference Shares of Rs.10/- each	25,00,000	25,00,000
	1,25,00,000	1,25,00,000
ISSUED:		
5,06,000-Equity Shares of Rs.10/- each,	50,60,000	50,60,000
SUBSCRIBED AND PAID-UP:		
4,88,500 Equity Shares of Rs.10/- each	48,85,000	48,85,000
RECONCILIATION OF SHARES:		
Number of Equity Shares at the beginning of the year	4,88,500	4,88,500
Add/(Less) Shares issued/buyback etc.	Nil	Nil
Number of Equity Shares at the end of the reporting period	4,88,500	4,88,500

DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF SHARES:

	31.3.2020		31.3.2019	
	No.of shares held	% of holding	No.of shares	% of holding
1. Equity:				
Mr. Dilip Thomas	1,82,363	37.33	1,82,363	37.33
Dalp Trading and Manufacturing Limited	1,04,123	21.31	1,04,123	21.31
LIC of India	49,543	10.14	49,543	10.14
IEPF Authority	24,547	5.02	22,861	4.68

No bonus shares/buyback of shares in last 5 years.

The company has only one class of shares which is Equity shares. Each holder of Equity shares is entitled for one vote in proportion to the number of shares held.

Shares reserved under option and contract/ commitments for sale of shares/ disinvestment	NIL	NIL
--	-----	-----

The aggregate value of calls unpaid (including directors and Officers of the Company)	NIL	NIL
---	-----	-----

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 3		
RESERVES AND SURPLUS:		
CAPITAL REDEMPTION RESERVE:		
As per last Balance Sheet	22,60,000	22,60,000
SHARE PREMIUM ACCOUNT:		
As per last Balance Sheet	7,83,672	7,83,672
GENERAL RESERVE:		
As per last Balance Sheet	42,55,62,796	
Add: Sale proceeds of Rubber Trees	85,96,140	
Rubber Rehabilitation Allowance	7,36,098	
	43,48,95,034	
Less : Expenditure on Replanting Rubber	65,37,588	
	42,83,57,446	
	42,83,57,446	42,55,62,796
SURPLUS/(DEFICIT)		
Profit/(Loss) for the period	(8,40,15,405)	(6,12,94,059)
Add : Surplus/(Loss) brought forward	(8,73,62,862)	(2,60,68,803)
Surplus/(Deficit)	(17,13,78,267)	(8,73,62,862)
Total	26,00,22,851	34,12,43,606

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 4		
LONG TERM BORROWINGS:		
TERM LOANS FROM BANKS:		
(a) Secured against hypothecation of Vehicles:		
Repayable in 84 monthly instalments starting from October 2017 (last instalment September 2024) - Rate of interest 9.90% per annum	3,51,961	4,31,988
Repayable in 84 monthly instalments starting from April 2019 (last instalment March 2026) - Rate of interest 8.85% per annum	27,09,402	31,21,817
	30,61,363	35,53,805
No loans have been guaranteed by Directors or others		
Period and amount of continuous default as on 31.03.2020	Nil	
 NOTE: 5		
OTHER LONG-TERM LIABILITIES		
Trade payable	Nil	Nil
Others	2,908	2,908
	2,908	2,908
 NOTE: 6		
LONG TERM PROVISIONS		
Provision for Employees Benefits - Leave Encashment	11,00,646	9,18,839
	11,00,646	9,18,839

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 7		
SHORT TERM BORROWINGS:		
From Banks - Secured:		
Cash Credit		
The Company's borrowing facilities comprising cash credit of Rs.1200 lakhs (PY Rs.1000 lakhs)		
Secured against hypothecation of Stock-in-Trade, Standing Crops, Plant and Machinery and also Equitable Mortgage of the Estates together with Buildings thereon		
	3,22,53,720	9,16,21,790
No loans have been guaranteed by Directors or others		
Period and amount of default as on 31.03.2020	Nil	
Advance from related parties - Unsecured:		
Loans from Directors	7,75,00,000	1,70,00,000
(Rate of Interest 10% pa, (Previous year 10% PA)		
	10,97,53,720	10,86,21,790
NOTE: 8		
OTHER CURRENT LIABILITIES:		
Unpaid/unclaimed dividends	5,30,250	13,61,225
Interest accrued but not due on borrowings	16,003	18,190
Interest accrued and due on borrowings	74,30,000	Nil
Security Deposits	41,89,092	44,53,753
Term Loan - Current maturities of long term debts (Refer Note 4)	4,94,944	4,85,382
Other Payables - Statutory Liabilities	53,50,061	37,70,174
	1,80,10,350	1,00,88,724
NOTE: 9		
SHORT TERM PROVISIONS:		
Provision for Employee Benefits:		
- Leave Encashment	18,55,042	15,28,714
- Gratuity	39,84,825	36,70,631
Provision for Income tax	33,80,129	33,80,129
	92,19,996	85,79,474

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2020

Description	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	As at 01.04.2019	Additions	Deductions	As at 31.03.2020	Upto 31.03.2019	For the Year	Withdrawn Upto 31.03.2020	As at 31.03.2020	As at 31.03.2019
LAND AND DEVELOPMENT									
- FREEHOLD (**)	1,23,26,110	Nil	Nil	1,23,26,110	Nil	Nil	Nil	1,23,26,110	1,23,26,110
	2,06,10,419	Nil	82,84,309	1,23,26,110	Nil	Nil	Nil	1,23,26,110	2,06,10,419
BUILDINGS (**)	4,10,70,543	52,27,856	Nil	4,62,98,399	3,21,13,371	13,97,930	Nil	3,35,11,301	1,27,87,098
	4,11,64,822	Nil	94,279	4,10,70,543	3,11,95,086	10,08,779	90,494	3,21,13,371	89,57,172
PLANT AND MACHINERY	6,97,53,401	45,22,342	Nil	7,42,75,743	6,39,61,941	11,36,128	Nil	6,50,98,069	91,77,674
	7,07,29,491	7,74,026	17,50,116	6,97,53,401	6,45,03,049	11,76,806	17,17,914	6,39,61,941	57,91,460
FURNITURE AND FITTINGS	30,11,618	1,38,309	Nil	31,49,927	29,03,362	59,086	Nil	29,62,448	1,87,479
	35,78,202	54,075	6,20,659	30,11,618	34,84,170	30,248	6,11,056	29,03,362	1,08,256
VEHICLES	2,08,29,566	11,68,086	28,41,948	1,91,55,704	1,52,85,961	19,57,427	26,24,524	1,46,18,864	45,36,840
	2,11,74,458	36,27,892	39,72,784	2,08,29,566	1,78,95,380	10,84,844	36,94,263	1,52,85,961	55,43,605
LIVESTOCK	9,73,71,084	1,16,85,714	1,15,67,500	9,74,89,298	Nil	Nil	Nil	Nil	9,74,89,298
	9,02,21,084	72,50,000	1,00,000	9,73,71,084	Nil	Nil	Nil	Nil	9,73,71,084
TOTAL	24,43,62,322	2,27,42,307	1,44,09,448	25,26,95,181	11,42,64,635	45,50,571	26,24,524	11,61,90,682	13,65,04,499
<i>Previous Year</i>	24,74,78,476	1,17,05,993	1,48,22,147	24,43,62,322	11,70,77,685	33,00,677	61,13,727	11,42,64,635	13,00,97,687

NOTE : 10

TANGIBLE ASSETS : *

Amount in ₹

NOTES: * The Company does not have any leased assets.

()** Includes Rs.1,38,012/- and Rs.12,45,007/- respectively representing cost of land and building as opening balance in joint ownership with other Companies, the book value of which amounted to Rs. 1,38,012/- and Rs. 62,250/- respectively as on 31.03.2020.

Previous year's figures have been shown in *Italics*

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2020

NOTE : 11 NON-CURRENT INVESTMENTS : (AT COST)

Description	As at 01-04-2019		Additions		Deductions		As at 31-03-2020	
	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)
I. SHARES IN COMPANIES:								
a) PREFERENCE SHARES (Unquoted)								
7% Cumulative preference Shares of The Highland Produce Co. Ltd. * (Redemption within 20 years)	1200000	1,20,00,000					1200000	1,20,00,000
AVR EDGE Networks Private Limited # Less : Diminution in value	42370	1,00,00,000					42370	1,00,00,000 (5,08,440)
		<u>2,20,00,000</u>		<u>0</u>		<u>0</u>		<u>2,14,91,560</u>
b) EQUITY SHARES								
(i) QUOTED:								
(i)								
Bayer Crop Science Limited	100	1,470					100	1,470
Periakaramalai Tea & Produce Company Ltd	63	1,600					63	1,600
Tata Consumer Products Limited (Face value Rs.1/- per share) (formerly Tata Global Beverages Limited)	1680	750					1680	750
		<u>3,820</u>						<u>3,820</u>
(ii) UNQUOTED:								
L J International Ltd.	588	84,416					588	84,416
A V Thomas & Company Ltd.	2000	1,500					2000	1,500
A.V.Thomas Investments Co. Ltd.	21000	2,10,000					21000	2,10,000
Tea Serve (Face Value ₹ 5000 per share)	1	5,000					1	5,000
Dalp Trading and Manufacturing Limited	5000	50,000					5000	50,000
Rajagiri Impex Limited *	150000	15,00,000					150000	15,00,000
The Highland Produce Company Ltd. *	12208	27,36,265					12208	27,36,265
A V T International Limited *	100	20,000					100	20,000
AVR EDGE Networks Private Limited #	119340	2,50,00,000					119340	2,50,00,000
		<u>2,96,07,181</u>		<u>0</u>		<u>0</u>		<u>2,96,07,181</u>

* Associate Company # Pvt Limited Company

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2020

NOTE : 11 NON-CURRENT INVESTMENTS : (AT COST)

Description	As at 01-04-2019		Additions		Deductions		As at 31-03-2020	
	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)
II. SHARES OF CO-OPERATIVE SOCIETIES :								
The Shaliacary Estate Employees Co-operative Society Ltd. (Unquoted)	1	10					1	10
III. INVESTMENT PROPERTIES:								
Purchase of Land for constructing Flat		4,30,10,131						4,30,10,131
Cost of constructing Flat (including fittings and fixtures)		2,43,62,920						2,43,62,920
Purchase of Land		3,19,27,120						3,19,27,120
Value of Land and Building (including fittings and fixtures)		4,54,87,935						4,54,87,935
Less: Depreciation		1,95,00,861						2,20,18,361
		12,52,87,245						12,27,69,745
Total		17,68,98,256		0		0		17,38,72,316
			31.03.2020	31.03.2019				
Aggregate amount of Quoted Investments (Market Value Rs.8,45,259/- and previous year Rs.7,93,729/-)			3,820	3,820				
Aggregate amount of Unquoted Investments			5,10,98,751	5,16,07,191				
Aggregate amount of Immovable properties			14,47,88,106	14,47,88,106				
			19,58,90,677	19,63,99,117				
Less:Aggregate Depreciation on Immovable property			2,20,18,361	1,95,00,861				
			17,38,72,316	17,68,98,256				

(i) Face value of Equity Shares is Rs.10/- each fully paid up, except for those shares where face value has been separately mentioned

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 12		
OTHER NON CURRENT ASSETS		
Deposits	11,94,015	11,94,015
Prepaid Expenses	11,23,600	22,47,200
	<u>23,17,615</u>	<u>34,41,215</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2020

**NOTE : 13
CURRENT INVESTMENTS (LOWER OF COST AND FAIR VALUE)**

Description	As at 01-04-2019		Additions		Deductions		As at 31-03-2020	
	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹
INVESTMENTS IN MUTUAL FUNDS								
KMBL Wealth Management (Power of Attorney) account		39				39		Nil
Ask Real Estate Special opportunities fund II	140	1,40,00,000	60	60,00,000			200	2,00,00,000
SBI Premier Liquid Fund - Regular Plan - D D	9733	97,64,764	80	88,759	9,813	98,53,523	0	Nil
IDFC Cash Fund Plan B - Daily Dividend	10055	1,00,66,282	26	26,230	10,081	1,00,92,512	0	Nil
DHFL Pramerica Insta Cash fund - DD Reinvestment								Nil
		<u>3,38,31,085</u>		<u>61,14,989</u>		<u>1,99,46,074</u>		<u>2,00,00,000</u>

31.03.2020

31.03.2019

Aggregate amount of Quoted Investments
(NAV of Mutual Funds Rs.2,00,00,000/-, Previous year Rs.3,38,34,904/-)

2,00,00,000

3,38,31,085

2,00,00,000

3,38,31,085

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 14		
INVENTORIES:		
(Valued at lower of cost and net realisable value)		
Finished goods	99,92,000	94,45,000
Stores and Spares	56,65,008	91,82,472
Nurseries	15,84,475	11,15,565
Total	1,72,41,483	1,97,43,037
NOTE: 15		
TRADE RECEIVABLES:		
Outstanding for more than six months from the date they become due for payment		
Considered good	Nil	Nil
Doubtful	12,95,951	12,95,951
Less: Allowance for bad and doubtful advances	12,95,951	12,95,951
Total	Nil	Nil
Others		
Unsecured, Considered good	83,22,638	72,52,520
Total	83,22,638	72,52,520
NOTE: 16		
CASH AND CASH EQUIVALENTS:		
Cash and Stamps on hand	1,35,220	93,832
Balances with Scheduled Banks		
in Current account	13,18,147	28,55,677
	14,53,367	29,49,509
in Unpaid Dividend Bank Account	5,30,250	13,61,225
in Unpaid Preference Capital Refund Bank Account	Nil	Nil
in Margin Money deposits accounts	1,09,87,686	1,03,70,581
	1,15,17,936	1,17,31,806
Total	1,29,71,303	1,46,81,315
Bank deposits with more than 12 months	Nil	Nil

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 17		
SHORT TERM LOANS AND ADVANCES:		
Unsecured, Considered good		
Others - Intercorporate Deposit	Nil	1,95,00,000
Advances recoverable in cash or in kind or for value to be received.	1,09,92,039	1,05,10,042
Input tax credits receivable	47,22,409	36,22,312
Advances on account of Capital Works		12,17,780
Deposits with NABARD	3,05,94,734	5,75,56,334
Tax payments pending adjustments	50,61,135	38,56,560
MAT Credit entitlement	2,00,000	2,00,000
	<u>5,15,70,317</u>	<u>9,64,63,028</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

(Amount in ₹)

	For the year ended 31-03-2020	For the year ended 31-03-2019
NOTE: 18		
SALE OF PRODUCTS:		
Rubber	13,22,13,426	13,28,62,052
Tea	5,07,23,892	6,54,93,527
Cardamom	1,46,77,692	1,78,71,700
Minor Produce	27,50,330	21,61,897
Tea waste sale	4,65,000	2,55,000
Processing Income	1,15,15,721	83,03,507
	<u>21,23,46,061</u>	<u>22,69,47,683</u>
NOTE: 19		
OTHER INCOME:		
Income from non-current Investments	19,62,047	3,06,048
Income from Current Investments	47,853	8,41,355
Interest Received		
From Banks	13,16,950	35,82,291
Others	8,08,921	6,47,599
Livestock Receipts - Stake money and others	1,42,70,800	66,98,384
Profit on Sale of Current Investments	Nil	39,35,500
Profit on Sale of Assets	5,93,709	Nil
Insurance claim received	21,39,227	7,21,720
Rent Received	68,14,595	68,14,630
Miscellaneous Receipts	21,80,288	14,71,170
Sundry balances no longer payable written back	Nil	59,740
Provision no longer required written back	4,85,638	4,81,800
Compensation against Rubber trees	Nil	4,26,525
	<u>3,06,20,028</u>	<u>2,59,86,762</u>
NOTE: 20		
COST OF MATERIAL CONSUMED:		
Raw Material Consumed		
Latex Procured	92,02,448	93,93,724
Bought Leaf	1,70,66,160	2,02,06,464
	<u>2,62,68,608</u>	<u>2,96,00,188</u>
NOTE: 21		
OTHER MANUFACTURING EXPENSES:		
Power and fuel consumed	1,32,67,424	1,47,70,690
Stores, spares, chemicals and packing materials consumed	2,19,70,835	2,11,67,798
Transport and Warehousing	34,12,180	28,48,253
Repairs - Plant and Machinery	19,40,381	21,08,090
Repairs - Buildings	31,75,866	50,18,878
	<u>4,37,66,686</u>	<u>4,59,13,709</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

	For the year ended 31-03-2020	(Amount in ₹) For the year ended 31-03-2019
NOTE: 22		
CHANGE IN INVENTORIES/STOCK-IN-TRADE:		
OPENING STOCK :		
Rubber	42,18,000	46,59,000
Tea	52,27,000	46,20,000
Cardamom	Nil	39,13,000
	94,45,000	1,31,92,000
CLOSING STOCK :		
Rubber	53,55,000	42,18,000
Tea	43,46,000	52,27,000
Cardamom	2,91,000	Nil
	99,92,000	94,45,000
	-5,47,000	37,47,000
NOTE: 23		
EMPLOYEE BENEFIT EXPENSES		
Salaries and Wages	15,22,59,803	14,05,37,746
Contribution to Provident and other Funds	1,53,14,111	1,41,39,260
Provision for Gratuity [Refer Note No.27 (7)]	39,84,825	36,70,631
Provision for Leave Encashment [Refer Note No.27 (7)]	5,08,135	4,06,913
Welfare Expenses	76,47,197	76,89,262
	17,97,14,071	16,64,43,812
NOTE: 24		
FINANCE COSTS:		
Interest	1,11,15,731	90,41,656

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

	For the year ended 31-03-2020	For the year ended 31-03-2019
(Amount in ₹)		
NOTE: 25		
LIVE STOCK EXPENDITURE:		
Live Stock - Broodmares/Race Horses		
Maintenance and other expenses	2,07,43,376	1,96,14,655
Livestock written off	95,67,500	Nil
Loss on sale of horses	19,75,000	Nil
Less: Sale of horses	(95,000)	(65,000)
	3,21,90,876	1,95,49,655
NOTE: 26		
OTHER EXPENSES:		
Rent and Amenities	3,80,730	3,27,300
Rates and Taxes	30,14,129	22,80,133
Sales Tax	3,37,578	6,12,144
Brokerage and Commission	16,30,866	24,68,883
Repairs and Maintenance :-		
Buildings	11,41,420	11,63,400
Plant and Machinery	2,00,976	4,38,170
Vehicles	30,19,702	40,70,172
Others	3,54,041	2,60,323
Printing and Stationery	4,99,819	4,99,502
Postage and Telephones	5,44,139	8,25,250
Legal Expenses	8,29,831	2,41,840
Directors' Sitting Fees	1,10,000	90,000
Auditor's Remuneration:-		
For Audit	8,50,000	8,00,000
For Certification / Tax Audit	3,92,500	5,35,000
For Tax Representation	3,10,000	2,20,000
For Travelling and other Expenses	75,000	1,60,000
Insurance	16,04,292	15,87,866
Advertisement	1,55,171	54,100
Bank Charges	4,72,428	1,27,723
Travelling Expenses	28,90,472	66,14,339
Sundry debit balances not receivable written off	15,87,646	4,02,957
Assets discarded written off	Nil	45,592
Loss on sale of assets	Nil	5,83,729
Rubber Rehabilitation Allowance	7,36,098	21,80,028
Professional Fees	12,81,352	4,22,349
Loss on closure of Subsidiary/Associate Company	Nil	16,59,644
Miscellaneous Expenses	43,97,238	42,31,403
Provision for Bad & doubtful advances	Nil	10,00,000
Diminution in value of investments	5,08,440	Nil
	2,73,23,868	3,39,01,847

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

For the year ended
31-03-2020

Previous Year

NOTE: 27

OTHER NOTES:

1. PARTICULARS OF CONSUMPTION:

	Value in ₹	%	Value in ₹	%
(a) Raw Materials:				
(i) Latex - Indigenous	92,02,448	100	93,93,724	100
(ii) Bought Leaf - Indigenous	1,70,66,160	100	2,02,06,464	100
	2,62,68,608		2,96,00,188	
(b) Stores and Spares				
Indigenous	2,19,70,835	100	2,11,67,798	100
Imported	Nil		Nil	
	2,19,70,835	100	2,11,67,798	100

For the year ended
31-03-2020
(In ₹)

Previous
Year
(In ₹)

2. C.I.F. VALUE OF IMPORTS:

Nil

Nil

3. EARNINGS / EXPENDITURE IN FOREIGN CURRENCY:

a) Earnings:

Nil

Nil

b) Expenditure

Foreign Travel

4,76,483

26,73,172

4. EARNINGS PER SHARE:

Profit after Taxation

(8,40,15,405)

(6,12,94,059)

Number of Equity Shares outstanding at the end of the year

4,88,500

4,88,500

Earnings per Share (Basic and Diluted)

(171.99)

(125.47)

5. Total outstanding to Micro and Small Enterprises (SMEs)

The information regarding dues to Micro, Small and Medium Enterprises as required under Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 as on 31st March 2020 is furnished below:

(a) The Principal amount and the interest due there on remaining unpaid to any supplier as at the end of the accounting year

(i) Principal due to Micro and Small Enterprise

60,146

4,484

(ii) Principal due to Medium Enterprise

Nil

Nil

(iii) Interest

Nil

Nil

(b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year

Nil

Nil

(c) The amount of interest due and payable for the period (Where the principal has been paid but interest under the MSMED Act, 2006 not paid)

Nil

Nil

(d) The amount of interest accrued and remaining unpaid at the end of the accounting year

Nil

Nil

(e) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.

Nil

Nil

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE : 27 (Contd..)

OTHER NOTES (Contd..)

	For the Year Ended 31st March 2020 Rs.	Previous Year Rs.
6 CONTINGENT LIABILITIES:		
a) Sales-tax demands disputed in appeals, against which ₹ 30,80,569/- is paid and included under Other Current Assets	1,16,12,000	1,15,00,000
b) Claims against the Company not acknowledged as debts	9,50,000	11,50,000
c) Estimated amount of Contracts remaining to be executed on Capital Account	Nil	18,90,000
d) The retrospective effect from 01.04.2014 of the operations and implementations of the Payment of Bonus (Amendment) Act, 2015 has been stayed by Hon. High Court of Kerala. Considering the same, the Company has not provided for the additional liability.		
e) The future cash outflow on the above items are determinable only on receipt of decision/judgement that is pending at various forms/authorities. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.		

7 Employee Benefits:

- i) Defined Benefit Plans:
- a) Description of the Company's defined benefit plan:

i) Gratuity Scheme:

This is a funded defined benefit plan for qualifying employees for which, the Company makes contribution to the Gratuity Fund managed by the Life Insurance Corporation of India. The scheme provides for a lumpsum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five years of service.

ii) Leave Encashment:

The company also operates a non funded leave encashment scheme for its employees.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

7. Employee Benefits (Contd..)

b) Reconciliation of changes in the Present Value of Obligation: (In ₹)

	As at 31.03.2020		As at 31.03.2019	
	Gratuity (Funded Plan)	Leave Encashment (Non Funded Plan)	Gratuity (Funded Plan)	Leave Encashment (Non Funded Plan)
Present Value of the Obligation as on 1.04.2019	6,96,13,651	24,47,553	6,51,81,882	20,40,640
Current Service Cost	44,19,196	3,20,115	41,89,715	3,25,214
Interest Cost	50,00,015	1,73,800	45,88,220	1,48,967
Benefits Paid	(53,58,080)	(2,41,833)	(46,59,107)	Nil
Actuarial loss / (gain)	(2,46,654)	2,56,053	3,12,941	(67,268)
Present Value of the Obligation as on 31.03.2020	7,34,28,128	29,55,688	6,96,13,651	24,47,553
c) Reconciliation of changes in the fair value of Plan Assets:				
Fair Value of Plan Assets as on 1.04.2019	6,59,43,020	Nil	6,43,68,483	Nil
Adjustment to Opening Fair Value of Plan Assets,				
Expected return on plan assets	48,85,300	Nil	47,96,700	Nil
Contribution by the Company	42,68,624	2,41,833	13,27,282	Nil
Benefits Paid	(53,58,080)	(2,41,833)	(46,59,107)	Nil
Actuarial gain / (loss)	(2,95,561)	Nil	1,09,662	Nil
Fair Value of Plan Assets as on 31.03.2020	6,94,43,303	Nil	6,59,43,020	Nil
d) The total expense recognised in the profit and loss account is as follows:				
Current Service Cost	44,19,196	3,20,115	41,89,715	3,25,214
Interest Cost	50,00,015	1,73,800	45,88,220	1,48,967
Expected return on plan assets	(48,85,300)	Nil	(47,96,700)	Nil
Net Actuarial (gain) / loss recognised in the year	48,907	2,56,053	2,03,279	(67,268)
	45,82,818	7,49,968	41,84,514	4,06,913
e) Reconciliation of Net Liability recognised in the balance sheet				
Net Liability as at the beginning of the year	36,70,631	24,47,553	8,13,399	20,40,640
Adjustment to Opening Fair Value of Plan Assets	-	-	-	-
Add : Expense as (d) above	45,82,818	7,49,968	41,84,514	4,06,913
Less: Employers Contribution / Payment	42,68,624	2,41,833	13,27,282	-
Net Liability as at the end of the year	39,84,825	29,55,688	36,70,631	24,47,553
f) Constitution of Plan Assets:				
Investments in LIC Group Gratuity Scheme	6,94,43,303	Not Applicable	6,59,43,020	Not Applicable

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

(In ₹)

7 Employee Benefits: (Contd.)

	As at 31.03.2020		As at 31.03.2019	
	Gratuity	Leave	Gratuity	Leave
	(Funded Plan)	Encashment (Non Funded Plan)	(Funded Plan)	Encashment (Non Funded Plan)
g) Principal actuarial assumptions used as at the Balance Sheet date:				
Discount Rate	6.80%	6.80%	7.47%	7.47%
Salary Escalation Rate	6.00%	6.00%	6.00%	6.00%
Attrition Rate	5.00%	5.00%	5.00%	5.00%
Expected rate of return on plan assets	6.80%	NA	7.47%	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as demand and supply in the employment market.

h) The amount pertaining to defined benefit plan are as follows:

	<u>31.03.2020</u>	<u>31.03.2019</u>	<u>31.03.2018</u>	<u>31.03.2017</u>	<u>31.03.2016</u>
Gratuity funded plan					
Defined Benefit Obligation	7,34,28,128	6,96,13,651	6,51,81,882	6,38,02,188	6,24,50,447
Plan Assets	6,94,43,303	6,59,43,020	6,43,68,483	6,06,18,003	6,19,01,858
Surplus/(Deficit)	(39,84,825)	(36,70,631)	(8,13,399)	(31,84,185)	(5,48,589)
Experience adjustment - Plan Liability	(2,46,654)	3,12,941	(27,82,258)	(2,69,160)	(25,37,767)
Experience adjustment - Plan Assets	(2,95,561)	1,09,662	4,86,754	(2,05,004)	(3,30,220)

The Company expects to fund ₹ 40.00 lakhs towards its Gratuity Plan during the year 2020-2021.

ii) Defined Contribution Plans:

The Company makes contribution towards employees' provident fund, family pension fund, super annuation fund and employees' state insurance scheme. Under the rules of these schemes, the Company is required to contribute a specified percentage of payroll costs. The Company during the year recognised Rs.1,42,91,330/- as expense towards contributions to these plans.

8 LAND:

- a) The petition filed by the Company with the Government for assignment of Kuthakapattam land of 3.52 acres in Shaliacary Estate of the Company planted in 1968, has been rejected by the Government vide order dated 21-12-2006. The Company has challenged this order by filing a writ petition before the Honourable High Court of Kerala and the writ petition has been dismissed and the Government has the powers to take over this land. The Company has filed an application to the Tahsildar (Land Acquisition) on 16-01-2016 suggesting a take over of alternate land, since the same is under Rubber Plantations. This application is pending before the authorities.
- b) The order of the Taluk Land Board under the Kerala Land Reforms Act, 1963 requiring the Company to surrender the alleged excess land of 290.85 acres (117.705 Hectares) in Chulika and erstwhile Poonoor Estate has been confirmed by the High Court of Kerala in CRP 1822/1994 dated 24th May 2011 directing surrender of the entire 290.85 acres. Out of the above 290.85 acres, 200.23 acres forms part of forest land in Chulika Estate which was already vested with the Government under a different Act.

The issue was concerning 90.62 acres (falling under Survey No. 2/1 B of Raroth Village, Calicut District) in erstwhile Poonoor Estate. Since this part of the land is no more in our possession, the Taluk Land Board, Vythiri, Wayanad District, directed us to surrender an equivalent extent of land in Chulika Estate vide order dated 22-05-2012. This order was challenged before the Hon'ble High Court of Kerala in CRP 263/2012 and the Hon'ble High Court of Kerala by its order dated 19-11-2014 has directed the Taluk Land Board to proceed as per the earlier order of the Hon'ble High Court of

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 OTHER NOTES (Contd..)

8 LAND (Contd..)

Kerala in CRP 1822/1994 and take over the excess land of 200.23 acres in Chulika Estate and 90.62 acres in Poonoor Estate. The Management again has challenged this in the Hon'ble High Court in CRP No. 436/2016 and a stay (stay order dated 02-11-2016) has been obtained. This stay is in vogue.

- c) (i) During 1974-75 the Forest Department had vested 93.18 Acres (37.10 Hectares) falling as enclaves in blocks within the planted area. The Company's application before the Forest Tribunal in OA No.94/1975 was dismissed on 10-02-2009. The Management challenged this order before the Hon'ble High Court of Kerala in Case No. MFA 284/2009 and the matter is pending.
- (ii) In the year 2001, the Forest Department vested two blocks namely 108.67 Acres (43.8200 Hectares) and 21.45 Acres (8.650 Hectares). The Company's application before the Forest Tribunal, Kozhikode in OA 47 of 2001 was dismissed on 29-02-2005. The Management challenged this before the Hon'ble High Court of Kerala. The Court decided that 21.45 Acres cannot be vested as forest. The Forest Department filed a Review Petition (RP No. 599 of 2010) and the same was dismissed by the Kerala High Court on 18-10-2010. The Management has written to the Forest Department vide letter dated 12-12-2012 to restore this area. We were informed that the Forest Department has gone on appeal before the Hon'ble Supreme Court.
- d) The dispute to title raised by Kerala Varma Raja as having Jenmam right on 250 acres (101.174 Hectares) in erstwhile Poonoor Estate, in a suit OS No.338/1993 in Sub Court, Kozhikode. The Company claims fixity of tenure under the Kerala Land Reforms Act which can only be decided by the Land Tribunal, Kozhikode, and they seized of the matter in Case No.RC 3/2002. A Revenue Inspector was appointed to visit the estate and file his report. The Revenue Inspector inspected the property on 29.6.2003 and has given a favourable report to the Land Tribunal, Kozhikode. The Land Tribunal has heard the submissions and by its order dated 14-03-2019 decided that the Company is a cultivating tenant and therefore enjoys fixity of tenure as per the Kerala Land Reforms Act. The Sub-Court in case no. 338/93 by its judgement dated 30-09-2019 has confirmed that the Company has fixity of tenure and therefore the plaintiff namely Kerala Varma Valia Raja cannot claim recovery of possession.
- e) The Company had acquired the Lease hold rights of approximately 327 Hectares of the Chulika Estate which belonged to Edavalath Kovilakam in 1937 who is one of the matriarchal lineage of Mariveetil Family (Tharavad). Later this lease hold rights were converted into proprietary rights in 1963 through a public Court auction. Mr. Vijaya Kumar Varma Raja belonging to Kadathanath Kovilakam the other matriarchal lineage of Mariveethil Family had purchased the property through a public Court auction in 1964 and by virtue of this purchase the jenmi right (lease hold rights) which belonged to Kadathanath Kovilakam was assigned to him. Later in 2006 Mr Vijaya Kumar Varma Raja had sold his property to Mr Anil Kumar a partner in a partnership firm called "Madthilkandy Plantations" who has now instituted the suit OS 16/2015 for recovery possession of 270 Hectares in Chulika. The Management is a respondent in this suit before the Sub Court, Sultan Battery, Wayanad. Mr. Anil Kumar claims to have purchased the jenmi rights of this property in 1964 through public auction from Kadathanath Kovilakam much after the Company has purchased the property. A commission was appointed by the Court to survey the area under dispute and the Commission Report dated 30-10-2017 was filed in the Sub Court. Management filed objection to the Commission Report and this was set aside by the Lower Court. Management now filed OP No. 1826/2019 before the High Court requesting the High Court to direct the Lower Court to accept our objections. Mr Anilkumar has also filed an interlocutory application in OS.No.16/2015 requesting the Hon'ble High Court to grant a temporary injunction restraining us from alienating or otherwise parting with the property or any portion thereof until the disposal of the suit. The application is also pending.
- f) Sri. Beeran and Sri Ibrahim, residents of Chulika Estate encroached into the land which is surrounded on all sides with Plantation crop. Total extent of land encroached is 2.40 acres in respect of Sri Beeran and 4.43 acres in respect of Sri Ibrahim. Company filed a suit for perpetual injunction as OS No. 174/2013. The suit was decreed in our favour. Against which Sri Beeran and Ibrahim, filed an appeal Suit as A S No. 30/2016. The Appeal Court by its order dated 13-06-2017 remanded the case back to trial Court for fresh consideration. Company challenged this order before the Hon'ble High Court by filing an appeal as FAO No. 206/2017. The appeal is pending.
- g) The future financial impact/liability, if any, in respect of the above cases which are pending adjudication in various Courts are determined only on receipt of the decision/judgement. Hence the Company has not considered making of any provision on account of the above.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE : 27 (Contd.)

OTHER NOTES (Contd..)

9 SEGMENT REPORTING:

The operations of the Company relate to Plantation crops, which is the significant business segment and therefore no separate reporting is made.

10 ACCOUNTING FOR TAXES ON INCOME:

The impact of deferred tax on income for the year is considered not material and hence not recognised.

11. RELATED PARTY TRANSACTIONS

Following Associate Companies are related to the Company on account of common control through Constitution of Board / Shareholding:

- | | |
|---|---|
| <ul style="list-style-type: none"> - A V Thomas & Company Limited - A V Thomas International Limited - L.J.International Limited - A V Thomas Investments Company Limited - The Highland Produce Company Limited - DALP Trading and Manufacturing Limited - A V Thomas Leather and Allied Products Private Limited | <ul style="list-style-type: none"> - A V Thomas Exports Limited - Doors and More Wood Products Limited - DALP Benevolent Trust - J Thomas Educational and Benevolent Trust - Rajagiri Impex Limited - AVR Edge Networks Private Limited |
|---|---|

Key Management Personnel - Mr. Dilip Thomas, Chairman, Mrs. Priyalatha Thomas, Managing Director
Mr. K Suresh, Joint Managing Director.

Details of Transactions:	Year ended 31.03.2020		Year ended 31.03.2019	
	Associates (In ₹)	Key Management Personnel (Including Relatives) (In ₹)	Associates (In ₹)	Key Management Personnel (Including Relatives) (In ₹)
INCOME				
Sales	1,56,13,628	Nil	85,24,650	Nil
Dividend Received	19,56,000	Nil	3,00,000	Nil
Rent Received	12,000	Nil	12,000	Nil
EXPENDITURE:				
Purchases	1,01,420	Nil	95,150	Nil
C & F/Warehousing Charges paid	4,48,150	Nil	4,17,690	Nil
Rent Paid	12,000	Nil	12,000	Nil
Interest paid	Nil	24,26,440	Nil	26,28,493
Sitting fees paid	Nil	40,000	Nil	30,000
Dividend paid	Nil	Nil	Nil	Nil
Remuneration paid	Nil	1,04,75,816	Nil	1,04,79,160
Commission/Other expenses paid	13,12,626	Nil	16,42,749	Nil
OTHERS:				
Loans taken	Nil	6,05,00,000	Nil	3,10,00,000
Loans repaid	Nil	Nil	Nil	5,10,00,000
Purchase of Investments	Nil	Nil	26,81,065	Nil
BALANCE AS ON 31st MARCH 2019				
Debit Balance	13,40,098	Nil	3,45,725	Nil
Credit Balances	86,993	7,75,00,000	1,05,324	1,70,00,000

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

12 Impact of COVID 19

The outbreak of CORONA Virus (COVID 19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In the preparation of financial statements, the Company has considered probable effects from the pandemic relating to COVID 19 on the carrying amount of the Inventories, Receivables, Other Assets and the possible impacts of non-fulfilment of Liabilities. The Company has evaluated impact of this pandemic on its business operations and based on its review and current indicators of future economic conditions. The Company is engaged in the business of harvesting and manufacturing of Rubber, tea which is considered as an essential commodity. Therefore, the pandemic has so far had a minimal impact on the business operations of the Company. There is no material impact on the financial results of the Company.

The extent of the impact of COVID 19 on the future operational and finance performance will depend on certain developments including the duration and spread of the out-break, the future impact on employees, vendors all of which are uncertain and cannot be predicted. As the impact of COVID 19, if any on the future operational and financial performance of the Company would be different from management estimates in this regard, the Company will continue to closely monitor any changes as they emerge.

13 Previous year's figures have been re-grouped wherever considered necessary.

Vide our report of date attached

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

For and on behalf of the Board

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

Consolidated Financial Statements

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

INDEPENDENT AUDITOR'S REPORT

To

The Members of
The Rajagiri Rubber & Produce Company Limited, Alappuzha

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **THE RAJAGIRI RUBBER & PRODUCE CO LTD**, Kochi ("the Holding Company") and its subsidiary and associates (collectively referred to as 'the Group'), which comprise the consolidated balance sheet as at March 31st 2020, the Consolidated statement of profit and loss, consolidated statement of cash flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. (herein referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read along with the Companies Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the consolidated loss, consolidated total comprehensive loss and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

As more specifically explained in Note 27(12) to the financial statements, the Company has made a detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The Company continues to evaluate them as highly probable considering the orders in hand. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic which may be different from that estimated as at the date of approval of the financial results. The Company will continue to closely monitor any material changes arising of future economic conditions and impact on its business.

Our opinion is not modified in respect of this matter.

Information Other than the consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the management report, its annexures, Board's Report including annexures, Director's Responsibility Statements, but does not include the consolidated Financial Statements and our Audit Report thereon.

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

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If we conclude that there is a material misstatement of this other information, based on the work we have performed, we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective 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 the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The respective Board of Directors of Companies included in Group are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company and its associate has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements 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 statements.

We communicate with those charged with governance regarding of the Holding Company and such other entities included in the consolidated financial statements, 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The consolidated financial statements also include the group's share of Net profit of Rs. 5.39 Lakhs for the year ended 31-March-2020, as considered in the consolidated financial statements, in respect of the one associate, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associates, and our report in terms of sub-sections (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Company as on 31st March 2020 taken on record by the Board of Directors of the company and its associate companies incorporated in India and the reports of the statutory auditors of its associate companies incorporated in India none of the directors of the Group companies incorporated in India is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer our separate report in Annexure A; which is based on the auditor's reports of the Company and its associate companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the holding company has not made any payments which are covered under section 197 read with Schedule V of the Companies Act, 2013.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements Rule 11 of the Companies (Audit and Auditors) Rules in our opinion and to the best of our information and according to the explanations given to us:
- The company has disclosed the impact of pending litigations on its consolidated financial position in its financial statements -Refer Note 27(6) to the consolidated financial statements.
 - Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its associate companies incorporated in India.

Place : Chennai
Date : 09-09-2020

For SURI & CO
Chartered Accountants
Firm Regn. No. 004283S

G. RENGARAJAN
Partner
Memb No : 219922
UDIN: 20219922AAAALA5309

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

ANNEXURE A TO THE REPORT OF THE AUDITORS TO THE MEMBERS OF THE RAJAGIRI RUBBER & PRODUCE COMPANY LIMITED, ALAPPUZHA

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended 31-March-2020 we have audited the internal financial controls over financial reporting of The Rajagiri Rubber & Produce Company Limited (hereinafter referred to as ‘The Holding Company’) and its subsidiary and associate companies which are incorporated in India as of that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its associate companies, which are companies incorporated in India have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-Mar-2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Chennai
Date : 09-09-2020

For SURI & CO
Chartered Accountants
Firm Regn. No. 004283S

G. RENGARAJAN
Partner
Memb No : 219922
UDIN: 20219922AAAALA5309

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2020

Amount in ₹

	NOTES	As at 31-03-2020	As at 31-03-2019
I. EQUITY AND LIABILITIES:			
(1) Shareholders' Funds:			
(a) Share Capital	2	48,85,000	48,85,000
(b) Reserves and Surplus	3	26,09,88,772	34,16,70,042
		<u>26,58,73,772</u>	<u>34,65,55,042</u>
(2) Non-Current Liabilities:			
(a) Long Term borrowings	4	30,61,363	35,53,805
(b) Other Long-Term Liabilities	5	2,908	2,908
(c) Long-Term Provisions	6	11,00,646	9,18,839
		<u>41,64,917</u>	<u>44,75,552</u>
(3) Current Liabilities:			
(a) Short-Term borrowings	7	10,97,53,720	10,86,21,790
(b) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises (Note No. 27(5) and Total outstanding dues of Creditors other than micro enterprises and small enterprises		60,146	4,484
(c) Other Current Liabilities	8	3,19,42,515	2,79,57,378
(d) Short-Term Provisions	9	1,80,10,350	1,00,88,724
		<u>92,19,996</u>	<u>85,79,474</u>
		<u>16,89,86,727</u>	<u>15,52,51,850</u>
TOTAL		<u>43,90,25,416</u>	<u>50,62,82,444</u>
II. ASSETS:			
(1) Non-Current assets			
(a) Property, Plant and Equipment			
(i) Tangible Assets	10	13,65,04,499	13,00,97,687
(ii) Capital Work-in-progress			
a) Bearer Plants		1,39,66,240	1,13,30,866
b) Others		Nil	71,10,300
(b) Non-current Investments	11	17,48,38,237	17,73,24,692
(c) Other non-current assets	12	23,17,615	34,41,215
		<u>32,76,26,591</u>	<u>32,93,04,760</u>
(2) Current assets:			
(a) Current Investments	13	2,00,00,000	3,38,31,085
(b) Inventories	14	1,72,41,483	1,97,43,037
(c) Trade Receivables	15	83,22,638	72,52,520
(d) Cash and Cash equivalents	16	1,29,71,303	1,46,81,315
(e) Short-term loans and advances	17	5,15,70,317	9,64,63,028
(f) Others-Accrued Income		12,93,084	50,06,699
		<u>11,13,98,825</u>	<u>17,69,77,684</u>
Significant Accounting Policies	1		
TOTAL		<u>43,90,25,416</u>	<u>50,62,82,444</u>

Notes 1 to 17, Note 27 and Cash Flow Statement form part of this Balance Sheet

Vide our report of date attached

For and on behalf of the Board

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020

	Notes	For the year ended 31-03-2020	Amount in ₹ For the year ended 31-03-2019
REVENUE:			
I. Revenue from Operations:			
Sale of Products	18	21,23,46,061	22,69,47,683
II. Other Income:	19	3,06,20,028	2,59,86,762
III. Total Revenue	TOTAL	<u>24,29,66,089</u>	<u>25,29,34,445</u>
EXPENSES:			
Cost of Materials Consumed	20	2,62,68,608	2,96,00,188
Other Manufacturing Expenses	21	4,37,66,686	4,59,13,709
Purchase of Stock-in-Trade		80,583	79,962
(Increase)/Decrease in Inventory	22	(5,47,000)	37,47,000
Employee benefit expenses	23	17,97,14,071	16,64,43,812
Finance Costs	24	1,11,15,731	90,41,656
Livestock Expenditure	25	3,21,90,876	1,95,49,655
Depreciation and amortization expense		70,68,071	59,50,675
Other expenses	26	2,73,23,868	3,26,32,655
IV. Total Expenses	TOTAL	<u>32,69,81,494</u>	<u>31,29,59,312</u>
V. Profit/(Loss) before exceptional and extraordinary items(III-IV)		(8,40,15,405)	(6,00,24,867)
VI. Exceptional/Extraordinary items		Nil	Nil
VII. Profit/(Loss) after Exceptional/Extraordinary items		<u>(8,40,15,405)</u>	<u>(6,00,24,867)</u>
VIII. Profit/(Loss) before Tax (PBT)		(8,40,15,405)	(6,00,24,867)
IX. Tax Expenses:			
- Current Tax		-	-
X. Profit/(Loss) after Tax (PAT)		(8,40,15,405)	(6,00,24,867)
Add: Share of Profit/(Loss) of Associates		5,39,485	(70,629)
XI. Profit/(Loss) for the period		<u>(8,34,75,920)</u>	<u>(6,00,95,496)</u>
Earnings per Share (Basic & Diluted)	27 (4)	(170.88)	(123.02)

Notes 18 to 27 and Cash Flow Statement form part of this Statement of Profit and Loss.

Vide our report of date attached
For SURI & CO.

Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

For and on behalf of the Board

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020

	(in ₹)	(in ₹)	Previous Year (in ₹)
A. CASH FLOW FROM OPERATING ACTIVITIES :			
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS		(8,40,15,405)	(6,12,94,059)
ADJUSTMENTS FOR :			
Depreciation	70,68,071		59,50,675
Rubber Rehabilitation Allowance	7,36,098		21,80,028
Profit on Sale of Investments/Assets	(5,93,709)		(39,35,500)
Provision for Gratuity/Leave Encashment	8,22,329		32,64,145
Compensation from Power grid Corporation	Nil		(4,26,525)
Livestock written off, Profit/Loss on sale of livestock	1,14,47,500		(65,000)
Assets discarded written off	Nil		45,592
Interest/Dividend Received	(41,35,771)		(53,77,292)
Interest Paid	1,11,15,731		90,41,656
Loss on closure of Associate/Subsidiary Company	Nil		16,59,644
Provision for Diminution in value of investments	5,08,440		Nil
		2,69,68,689	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(5,70,46,716)	(4,89,56,636)
ADJUSTMENTS FOR :			
Trade and other Receivables	(10,70,118)		47,80,268
Inventories	25,01,554		27,06,251
Trade Payables	1,19,64,612		(11,53,022)
Other Current Assets	4,74,34,756		1,67,57,088
		6,08,30,804	
CASH GENERATED FROM OPERATIONS		37,84,088	(2,58,66,051)
Taxes Paid		(12,04,575)	(11,04,688)
CASH FLOW BEFORE EXTRAORDINARY ITEMS		25,79,513	(2,69,70,739)
Extraordinary Items		Nil	Nil
NET CASH FROM OPERATING ACTIVITIES		25,79,513	(2,69,70,739)
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		(1,82,67,381)	(2,40,42,307)
Purchase of Investments		(61,14,989)	(3,14,57,920)
Sale of Fixed Assets		9,31,133	87,27,828
Sale of Investments		1,99,46,074	2,76,40,633
Sale of Trees		85,96,140	44,09,960
Expenditure on Replanting		(65,37,588)	(65,49,227)
Interest Received		58,39,486	21,16,448
Dividend Received		20,09,900	11,47,403
Compensation received on rubber trees		Nil	8,52,272
NET CASH FROM INVESTING ACTIVITIES		64,02,775	(1,71,54,910)

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020 (Contd.)

	(in ₹)	Previous Year (in ₹)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Public Deposits/Loan from Directors	6,05,00,000	(2,00,00,000)
Term Loan	(4,92,442)	30,15,325
Cash Credit	(5,93,68,070)	7,19,37,349
Interest Paid	(1,11,17,918)	(90,26,554)
NET CASH USED IN FINANCING ACTIVITIES	<u>(1,04,78,430)</u>	<u>4,59,26,120</u>
	<u>(14,96,142)</u>	<u>18,00,471</u>
NET DECREASE/INCREASE IN CASH AND CASH EQUIVALENTS		
CASH AND CASH EQUIVALENTS AS AT 01.4.2019 (Beginning of the year)	29,49,509	
CASH AND CASH EQUIVALENTS AS AT 31.3.2020 (Closing of the year)	14,53,367	
	<u>(14,96,142)</u>	<u>18,00,471</u>

Vide our report of date attached
For SURI & CO.
Chartered Accountants
Firm Regn.No.004283S
G. RENGARAJAN
Partner
Membership No. 219922

Place : Chennai
Date : 09.09.2020

For and on behalf of the Board

DILIP THOMAS
Chairman

PRIYALATHA THOMAS
Managing Director

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE : 1

A SIGNIFICANT ACCOUNTING POLICIES

BACKGROUND:

The Company is a Public Limited Company incorporated and domiciled in India during the year 1937, having its Registered office at W-21/674, Beach Road, Alappuzha, Kerala India. The Company is engaged in Plantation activity and the crop dealt with by the Company is Tea, Cardamom and Rubber. The main business being Cultivation, Manufacturing and sales of Tea, Cardamom and Rubber.

1 ACCOUNTING CONVENTION :

BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The consolidated financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises accounting standards notified by the Central Government of India, other pronouncements of the Institute of Chartered Accountants of India, provisions of the Companies Act, 2013

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements are prepared in accordance with the principles and procedures required for the preparation and presentation of consolidated financial statements as laid down under the Companies (Accounts) Rules, 2014. The financial statements of The Rajagiri Rubber & Produce Company Limited is consolidated with its associate Rajagiri Impex Ltd. (30% shareholding) under Equity Method.

The Audited financial statements of foreign subsidiaries have been prepared in accordance with the Generally Accepted Accounting Principles of its country of incorporation or International Financial Reporting Standards. The differences in accounting policies of the company and its subsidiaries are not material. The excess / deficit of cost to the parent company of its investment in the subsidiaries over its portion of equity at the respective dates on which investment in such entities were made are recognized in the financial statements as goodwill / capital reserve. The Group tests for impairment of goodwill at each balance sheet date. When the company identifies that the goodwill has been impaired, the goodwill to the extent impaired is recognized in the Consolidated Profit and Loss Account.

In translating the financial statements of a non-integral foreign operation for incorporation in consolidated financial statements, the assets and liabilities, both monetary and non-monetary, of the non-integral foreign operation are translated at the closing rate; income and expense items of the non-integral foreign operation are translated using average exchange rates prevailing during the reporting period. All resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment.

Associates are entities over which the group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting as laid under Accounting Standard (AS) 23, "Accounting for Investment in Associate in Consolidated Financial Statements". The investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of profit or loss of the investee after the acquisition date. The group's investment in Associates includes goodwill identified on acquisition.

2 CURRENT AND NON CURRENT CLASSIFICATION:

All Assets and Liabilities have been classified as Current and Non Current as per the Company's normal operating cycle (12 months) and other criteria set out in Schedule III to the Act.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

3 PROPERTY PLANT AND EQUIPMENT:

- a) Property, Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss based on cost model.

The cost of an item of property, plant and equipment is recognised as an asset when:

- i. it is probable that future economic benefits associated with the item will flow to the enterprise; and
- ii. The cost of the item can be measured reliably

Cost includes, taxes and duties (but does not include taxes and duties for which GST credit is available), freight and other direct or allocated expenses during construction period, net of any income earned. Assets acquired on Hire Purchase are capitalised at principal value.

- b) Direct expenditure on replanting of Tea/Rubber attributable to bringing the bearer plant to the condition necessary for it to be capable of operating in the manner intended by management less subsidy on replanting of tea are capitalised as bearer plants.
- c) Depreciation on property, plant and equipment has been charged as per the useful life specified in Schedule II of the companies act 2013, except assets costing individually less than Rs.5000/- which are depreciated at 100%. The residual value is considered at 5% of the original cost of property, plant and equipment. Depreciation for assets purchased/sold during the period is proportionately charged.
- d) Intangible assets are amortized over their respective individual estimated useful lives on a straight line basis, commencing from the date the asset is available to the company for its use. Depreciation and Amortization methods, useful lives and residual value are reviewed periodically, including at each financial year end.

4 IMPAIRMENT OF ASSETS

The Company reviews the carrying amounts of its assets for any possible impairment at each balance sheet date. An impairment Loss is recognized when the carrying amount of an asset exceeds its recoverable amount and the impairment loss, if any, is recognised in the Statement of Profit & Loss.

5 BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition/construction of the qualifying asset are capitalised as a part of the cost of such asset, upto the date of acquisition/completion of construction.

Other borrowing costs are recognised as expense as and when incurred.

6 INVESTMENTS :

Long term Investments are stated at cost. Decline in value of long term investments, other than temporary, is provided for. Current Investments are stated at lower of cost and fair value. Investment in Immovable properties is stated at cost less depreciation.

7 INVENTORIES :

Inventories are valued at lower of cost on weighted average and net realisable value, after providing for obsolescence wherever considered necessary. Cost includes taxes and duties (other than duties and taxes for which GST credit is available), freight and other direct expenses.

8 REVENUE RECOGNITION :

Revenue is recognised on their accrual and when no significant uncertainty on measurability or collectability exists. Expenditure is accounted for on their accrual.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Sale of Goods:

Revenue is recognised when all the significant risks and rewards of ownership of the goods have been passed on to the buyer, usually on delivery of goods. The Company collects Goods and Service taxes (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

Dividends:

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

9 EMPLOYEE BENEFITS :

Gratuity liability, which is a defined benefit scheme and provision for leave encashment is accrued and provided for on the basis of independent actuarial valuation based on projected unit credit method made at the end of each financial year. Actuarial gains and losses are recognised in the Statement of Profit and Loss and are not deferred.

Retirement benefits in the form of Provident Fund, Family Pension Fund and Superannuation Schemes, which are defined contribution schemes, are charged to the Statement of Profit and Loss of the year when the contribution to the respective funds accrue.

10 FOREIGN CURRENCY TRANSACTIONS :

Foreign currency transactions are recorded at the rates of exchange in force at the time the transactions are effected. Monetary items denominated in foreign currency and outstanding at the Balance sheet date are converted at the year end exchange rate and the resultant gain or loss is dealt with in the Statement of Profit & Loss. In the case of forward contracts, the difference between the forward rate and exchange rate on the date of transaction is dealt with in the Statement of Profit & Loss on completion of the transaction.

11 GOVERNMENT GRANTS

Subsidies from government in respect of fixed assets are deducted from the cost of respective assets as and when they accrue.

Subsidies related to revenue are recognised in the Statement of Profit and loss to match them with the related costs which they are intended to compensate.

12 TAXES ON INCOME:

Provision for Income-Tax is made for both current and deferred tax. Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred tax is accounted for by computing the tax effect of the timing difference which arise during the year and reverse out in the subsequent periods. Deferred tax is calculated at the tax rates substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only if there is a virtual certainty that they will be realised.

13 EXPENDITURE ON NEW PLANTING AND REPLANTING :

Direct expenditure on New Planting of different crops (other than minor produce) including upkeep and maintenance expenditure on immature plants are capitalised under "Development".

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

Direct Expenditure on Replanting of Tea and Cardamom including upkeep and maintenance expenditure on immature plants is charged to Statement of Profit and Loss account with credit to Subsidy on replanting of Tea and Cardamom as Revenue. In case of Rubber the said expenditure is debited to Reserve Account with sale proceeds of old and uneconomical rubber trees uprooted for replanting and Subsidy on replanting credited to Reserve Account.

Provision for Rehabilitation of Rubber Trees, based on annual production of Rubber, after taking into consideration the credits as to sale proceeds of trees and Subsidy on replanting, is charged to Statement of Profit and Loss by crediting to Reserve Account.

14 EARNINGS PER SHARE

Basic earning per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders after deducting Preference Dividend and attributable taxes by weighted average number of equity share holders outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a right issue, share split, and reverse share split (Consolidation of Shares) that have changed the number of Equity Shares outstanding without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

15 PROVISIONS AND CONTINGENT LIABILITY

Provision is recognised when the Company has a present obligation as a result of past event, is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A Contingent Liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise contingent a Liability but discloses its existence in the financial statements.

Contingent Assets are neither recognised nor disclosed.

16 DIVIDEND:

Final Dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors

17 CASH FLOW STATEMENT:

Cash Flow Statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit is adjusted for the effects of:

- (i) Transactions of a non-cash nature
- (ii) Any deferrals of accruals of past or future operating cash receipts or payments and
- (iii) Items of Income or expense associated with investing or financing cashflows.

Cash and Cash equivalents (including bank balances) are reflected as such in Cash Flow Statement.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 2		
SHARE CAPITAL:		
AUTHORISED :		
10,00,000-Equity Shares of Rs.10/- each	1,00,00,000	1,00,00,000
2,50,000-6 % Cumulative Preference Shares of Rs.10/- each	25,00,000	25,00,000
	1,25,00,000	1,25,00,000
ISSUED:		
5,06,000-Equity Shares of Rs.10/- each,	50,60,000	50,60,000
SUBSCRIBED AND PAID-UP:		
4,88,500 Equity Shares of Rs.10/- each	48,85,000	48,85,000
RECONCILIATION OF SHARES:		
Number of Equity Shares at the beginning of the year	4,88,500	4,88,500
Add/(Less) Shares issued/buyback etc.	Nil	Nil
Number of Equity Shares at the end of the reporting period	4,88,500	4,88,500

DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF SHARES:

	31.3.2020		31.3.2019	
	No.of shares held	% of holding	No.of shares	% of holding
1. Equity:				
Mr. Dilip Thomas	1,82,363	37.33	1,82,363	37.33
Dalp Trading and Manufacturing Limited	1,04,123	21.31	1,04,123	21.31
LIC of India	49,543	10.14	49,543	10.14
IEPF Authority	24,547	5.02	22,861	4.68

No bonus shares/buyback of shares in last 5 years.

The company has only one class of shares which is Equity shares. Each holder of Equity shares is entitled for one vote in proportion to the number of shares held.

Shares reserved under option and contract/ commitments for sale of shares/ disinvestment	NIL	NIL
--	-----	-----

The aggregate value of calls unpaid (including directors and Officers of the Company)	NIL	NIL
---	-----	-----

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 3		
RESERVES AND SURPLUS:		
CAPITAL REDEMPTION RESERVE:		
As per last Balance Sheet	22,60,000	22,60,000
SHARE PREMIUM ACCOUNT:		
As per last Balance Sheet	7,83,672	7,83,672
GENERAL RESERVE:		
As per last Balance Sheet	42,49,88,201	
Add: Sale proceeds of Rubber Trees	85,96,140	
Rubber Rehabilitation Allowance	7,36,098	
	43,43,20,439	
Less : Expenditure on Replanting Rubber	65,37,588	
	42,77,82,851	
	42,77,82,851	42,49,88,201
SURPLUS/(DEFICIT)		
Profit/(Loss) for the period	(8,34,75,920)	(6,00,95,496)
Add : Surplus/(Loss) brought forward	(8,63,61,831)	(2,62,66,335)
Surplus/(Deficit)	(16,98,37,751)	(8,63,61,831)
Total	26,09,88,772	34,16,70,042

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 4		
LONG TERM BORROWINGS:		
TERM LOANS FROM BANKS:		
(a) Secured against hypothecation of Vehicles:		
Repayable in 84 monthly instalments starting from October 2017 (last instalment September 2024) - Rate of interest 9.90% per annum	3,51,961	4,31,988
Repayable in 84 monthly instalments starting from April 2019 (last instalment March 2026) - Rate of interest 8.85% per annum	27,09,402	31,21,817
	30,61,363	35,53,805
No loans have been guaranteed by Directors or others		
Period and amount of continuous default as on 31.03.2020	Nil	
 NOTE: 5		
OTHER LONG-TERM LIABILITIES		
Trade payable	Nil	Nil
Others	2,908	2,908
	2,908	2,908
 NOTE: 6		
LONG TERM PROVISIONS		
Provision for Employees Benefits - Leave Encashment	11,00,646	9,18,839
	11,00,646	9,18,839

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 7		
SHORT TERM BORROWINGS:		
From Banks - Secured:		
Cash Credit		
The Company's borrowing facilities comprising cash credit of Rs.1200 lakhs (PY Rs.1000 lakhs)		
Secured against hypothecation of Stock-in-Trade, Standing Crops, Plant and Machinery and also Equitable Mortgage of the Estates together with Buildings thereon		
	3,22,53,720	9,16,21,790
No loans have been guaranteed by Directors or others		
Period and amount of default as on 31.03.2020	Nil	
Advance from related parties - Unsecured:		
Loans from Directors	7,75,00,000	1,70,00,000
(Rate of Interest 10% pa, (Previous year 10% PA)		
	10,97,53,720	10,86,21,790
NOTE: 8		
OTHER CURRENT LIABILITES:		
Unpaid/unclaimed dividends	5,30,250	13,61,225
Interest accrued but not due on borrowings	16,003	18,190
Interest accrued and due on borrowings	74,30,000	Nil
Security Deposits	41,89,092	44,53,753
Term Loan - Current maturities of long term debts (Refer Note 4)	4,94,944	4,85,382
Other Payables - Statutory Liabilities	53,50,061	37,70,174
	1,80,10,350	1,00,88,724
NOTE: 9		
SHORT TERM PROVISIONS:		
Provision for Employee Benefits:		
- Leave Encashment	18,55,042	15,28,714
- Gratuity	39,84,825	36,70,631
Provision for Income tax	33,80,129	33,80,129
	92,19,996	85,79,474

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2020

Description	GROSS BLOCK				DEPRECIATION			NET BLOCK		
	As at 01.04.2019	Additions	Deductions	As at 31.03.2020	Upto 31.03.2019	For the Year	Withdrawn	Upto 31.03.2020	As at 31.03.2020	As at 31.03.2019
LAND AND DEVELOPMENT										
- FREEHOLD (**)	1,23,26,110	Nil	Nil	1,23,26,110	Nil	Nil	Nil	Nil	1,23,26,110	1,23,26,110
	2,06,10,419	Nil	82,84,309	1,23,26,110	Nil	Nil	Nil	Nil	1,23,26,110	2,06,10,419
BUILDINGS	4,10,70,543	52,27,856	Nil	4,62,98,399	3,21,13,371	13,97,930	Nil	3,35,11,301	1,27,87,098	89,57,172
	4,11,64,822	Nil	94,279	4,10,70,543	3,11,95,086	10,08,779	90,494	3,21,13,371	89,57,172	99,69,736
PLANT AND MACHINERY	6,97,53,401	45,22,342	Nil	7,42,75,743	6,39,61,941	11,36,128	Nil	6,50,98,069	91,77,674	57,91,460
	7,07,29,491	7,74,026	17,50,116	6,97,53,401	6,45,03,049	11,76,806	17,17,914	6,39,61,941	57,91,460	62,26,442
FURNITURE AND FITTINGS	30,11,618	1,38,309	Nil	31,49,927	29,03,362	59,086	Nil	29,62,448	1,87,479	1,08,256
	35,78,202	54,075	6,20,659	30,11,618	34,84,170	30,248	6,11,056	29,03,362	1,08,256	94,032
VEHICLES	2,08,29,566	11,68,086	28,41,948	1,91,55,704	1,52,85,961	19,57,427	26,24,524	1,46,18,864	45,36,840	55,43,605
	2,11,74,458	36,27,892	39,72,784	2,08,29,566	1,78,95,380	10,84,844	36,94,263	1,52,85,961	55,43,605	32,79,078
LIVESTOCK	9,73,71,084	1,16,85,714	1,15,67,500	9,74,89,298	Nil	Nil	Nil	Nil	9,74,89,298	9,73,71,084
	9,02,21,084	72,50,000	1,00,000	9,73,71,084	Nil	Nil	Nil	Nil	9,73,71,084	9,02,21,084
TOTAL	24,43,62,322	2,27,42,307	1,44,09,448	25,26,95,181	11,42,64,635	45,50,571	26,24,524	11,61,90,682	13,65,04,499	13,00,97,687
<i>Previous Year</i>	<i>24,74,78,476</i>	<i>1,17,05,993</i>	<i>1,48,22,147</i>	<i>24,43,62,322</i>	<i>11,70,77,685</i>	<i>33,00,677</i>	<i>61,13,727</i>	<i>11,42,64,635</i>	<i>13,00,97,687</i>	<i>13,04,00,791</i>

NOTE : 10

TANGIBLE ASSETS : *

Amount in ₹

NOTES: * The Company does not have any leased assets.

(**) Includes Rs.1,38,012/- and Rs.12,45,007/- respectively representing cost of land and building as opening balance in joint ownership with other Companies, the book value of which amounted to Rs. 1,38,012/- and Rs. 62,250/- respectively as on 31.03.2020.

Previous year's figures have been shown in *italics*

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2020

NOTE : 11 NON-CURRENT INVESTMENTS : (AT COST)

Description	As at 01-04-2019			Additions			Deductions			As at 31-03-2020		
	No. of Shares/Bonds	Amount (In ₹)		No. of Shares/Bonds	Amount (In ₹)		No. of Shares/Bonds	Amount (In ₹)		No. of Shares/Bonds	Amount (In ₹)	
I. SHARES IN COMPANIES:												
a) PREFERENCE SHARES (Unquoted)												
7% Cumulative preference Shares of The Highland Produce Co. Ltd. * (Redemption within 20 years)	1200000	1,20,00,000								1200000	1,20,00,000	
AVR Edge Networks Private Limited # Less : Diminution in value	42370	1,00,00,000								42370	1,00,00,000	(5,08,440)
		<u>2,20,00,000</u>			<u>0</u>			<u>0</u>			<u>2,14,91,560</u>	
b) EQUITY SHARES												
(i) QUOTED:												
(i)												
Bayer Crop Science Limited	100	1,470								100	1,470	
Periakaramalai Tea & Produce Company Ltd	63	1,600								63	1,600	
Tata Consumer Products Limited (Face value Rs. 1/- per share) (formerly Tata Global Beverages Limited)	1680	750								1680	750	
		<u>3,820</u>									<u>3,820</u>	
(ii) UNQUOTED:												
(ii)												
L J International Ltd.	588	84,416								588	84,416	
A V Thomas & Company Ltd.	2000	1,500								2000	1,500	
A.V.Thomas Investments Co. Ltd.	21000	2,10,000								21000	2,10,000	
Tea Serve (Face Value ₹ 5000 per share)	1	5,000								1	5,000	
Dalip Trading and Manufacturing Limited	5000	50,000								5000	50,000	
Rajagiri Impex Limited * Add/Less:Share of Profit/(Loss) for the year	150000	19,97,065								150000	19,26,436	
		<u>-70,629</u>								0	<u>5,39,485</u>	
		19,26,436									24,65,921	
The Highland Produce Company Ltd. *	12208	27,36,265								12208	27,36,265	
A V T International Limited *	100	20,000								100	20,000	
AVR Edge Networks Private Limited #	119340	2,50,00,000								119340	2,50,00,000	
		<u>3,00,33,617</u>									<u>3,05,73,102</u>	

* Associate Company # Pvt Limited Company

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2020

NOTE : 11
NON-CURRENT INVESTMENTS : (AT COST)

Description	As at 01-04-2019		Additions		Deductions		As at 31-03-2020	
	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)	No. of Shares/Bonds	Amount (In ₹)
II. SHARES OF CO-OPERATIVE SOCIETIES :								
The Shaliacary Estate Employees Co-operative Society Ltd. (Unquoted)	1	10					1	10
III. INVESTMENT PROPERTIES:								
Purchase of Land for constructing Flat		4,30,10,131						4,30,10,131
Cost of constructing Flat (including fittings and fixtures)		2,43,62,920						2,43,62,920
Purchase of Land		3,19,27,120						3,19,27,120
Value of Land and Building (including fittings and fixtures)		4,54,87,935						4,54,87,935
Less: Depreciation		1,95,00,861						2,20,18,361
		<u>12,52,87,245</u>						<u>12,27,69,745</u>
Total		<u>17,73,24,692</u>		<u>0</u>		<u>0</u>		<u>17,48,38,237</u>
			31.03.2020	31.03.2019				
Aggregate amount of Quoted Investments (Market Value Rs.8,45,259/- and previous year Rs.7,93,729/-)			3,820	3,820				
Aggregate amount of Unquoted Investments			5,20,64,672	5,20,33,627				
Aggregate amount of Immovable properties			14,47,88,106	14,47,88,106				
			<u>19,68,56,598</u>	<u>19,68,25,553</u>				
Less: Aggregate Depreciation on Immovable property			2,20,18,361	1,95,00,861				
			<u>17,48,38,237</u>	<u>17,73,24,692</u>				

(i) Face value of Equity Shares is Rs.10/- each fully paid up, except for those shares where face value has been separately mentioned

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 12		
OTHER NON CURRENT ASSETS		
Deposits	11,94,015	11,94,015
Prepaid Expenses	11,23,600	22,47,200
	<u>23,17,615</u>	<u>34,41,215</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2020

NOTE : 13 CURRENT INVESTMENTS (LOWER OF COST AND FAIR VALUE)

Description	As at 01-04-2019		Additions		Deductions		As at 31-03-2020	
	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹	No. of Shares/Units	Amount ₹
INVESTMENTS IN MUTUAL FUNDS								
KMBL Wealth Management (Power of Attorney) account		39				39		Nil
Ask Real Estate Special opportunities fund II	140	1,40,00,000	60	60,00,000			200	2,00,00,000
SBI Premier Liquid Fund - Regular Plan - D D	9733	97,64,764	80	88,759	9,813	98,53,523	0	Nil
IDFC Cash Fund Plan B - Daily Dividend	10055	1,00,66,282	26	26,230	10,081	1,00,92,512	0	Nil
DHFL Pramerica Insta Cash fund - DD Reinvestment								Nil
		<u>3,38,31,085</u>		<u>61,14,989</u>		<u>1,99,46,074</u>		<u>2,00,00,000</u>

31.03.2020 **31.03.2019**

Aggregate amount of Quoted Investments
(NAV of Mutual Funds Rs.2,00,00,000/-, Previous year Rs.3,38,34,904/-)

2,00,00,000

3,38,31,085

2,00,00,000 3,38,31,085

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 14		
INVENTORIES:		
(Valued at lower of cost and net realisable value)		
Finished goods	99,92,000	94,45,000
Stores and Spares	56,65,008	91,82,472
Nurseries	15,84,475	11,15,565
Total	1,72,41,483	1,97,43,037
 NOTE: 15		
TRADE RECEIVABLES:		
Outstanding for more than six months from the date they become due for payment		
Considered good	Nil	Nil
Doubtful	12,95,951	12,95,951
Less: Allowance for bad and doubtful advances	12,95,951	12,95,951
Total	Nil	Nil
Others		
Unsecured, Considered good	83,22,638	72,52,520
Total	83,22,638	72,52,520
 NOTE: 16		
CASH AND CASH EQUIVALENTS:		
Cash and Stamps on hand	1,35,220	93,832
Balances with Scheduled Banks		
in Current account	13,18,147	28,55,677
	14,53,367	29,49,509
in Unpaid Dividend Bank Account	5,30,250	13,61,225
in Margin Money deposits accounts	1,09,87,686	1,03,70,581
	1,15,17,936	1,17,31,806
Total	1,29,71,303	1,46,81,315
Bank deposits with more than 12 months	Nil	Nil

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

	As at 31-03-2020	Amount in ₹ As at 31-03-2019
NOTE: 17		
SHORT TERM LOANS AND ADVANCES:		
Unsecured, Considered good		
Others - Intercorporate Deposit	Nil	1,95,00,000
Advances recoverable in cash or in kind or for value to be received.	1,09,92,039	1,05,10,042
Input tax credits receivable	47,22,409	36,22,312
Advances on account of Capital Works	Nil	12,17,780
Deposits with NABARD	3,05,94,734	5,75,56,334
Tax payments pending adjustments	50,61,135	38,56,560
MAT Credit entitlement	2,00,000	2,00,000
	<u>5,15,70,317</u>	<u>9,64,63,028</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF CONSOLIDATED STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

(Amount in ₹)

	For the year ended 31-03-2020	For the year ended 31-03-2019
NOTE: 18		
SALE OF PRODUCTS:		
Rubber	13,22,13,426	13,28,62,052
Tea	5,07,23,892	6,54,93,527
Cardamom	1,46,77,692	1,78,71,700
Minor Produce	27,50,330	21,61,897
Tea waste sale	4,65,000	2,55,000
Processing Income	1,15,15,721	83,03,507
	<u>21,23,46,061</u>	<u>22,69,47,683</u>
NOTE: 19		
OTHER INCOME:		
Income from non-current Investments	19,62,047	3,06,048
Income from Current Investments	47,853	8,41,355
Interest Received		
From Banks	13,16,950	35,82,291
Others	8,08,921	6,47,599
Live stock receipts - Stake money and others	1,42,70,800	66,98,384
Profit on Sale of Current Investments	Nil	39,35,500
Profit on Sale of Assets	5,93,709	Nil
Insurance claim received	21,39,227	7,21,720
Rent Received	68,14,595	68,14,630
Miscellaneous Receipts	21,80,288	14,71,170
Sundry balances no longer payable written back	Nil	59,740
Provision no longer required written back	4,85,638	4,81,800
Compensation against Rubber trees	Nil	4,26,525
	<u>3,06,20,028</u>	<u>2,59,86,762</u>
NOTE: 20		
COST OF MATERIAL CONSUMED:		
Raw Material Consumed		
Latex Procured	92,02,448	93,93,724
Bought Leaf	1,70,66,160	2,02,06,464
	<u>2,62,68,608</u>	<u>2,96,00,188</u>
NOTE: 21		
OTHER MANUFACTURING EXPENSES:		
Power and fuel consumed	1,32,67,424	1,47,70,690
Stores, spares, chemicals and packing materials consumed	2,19,70,835	2,11,67,798
Transport and Warehousing	34,12,180	28,48,253
Repairs - Plant and Machinery	19,40,381	21,08,090
Repairs - Buildings	31,75,866	50,18,878
	<u>4,37,66,686</u>	<u>4,59,13,709</u>

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF CONSOLIDATED STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

	For the year ended 31-03-2020	(Amount in ₹) For the year ended 31-03-2019
NOTE: 22		
CHANGE IN INVENTORIES/STOCK-IN-TRADE:		
OPENING STOCK :		
Rubber	42,18,000	46,59,000
Tea	52,27,000	46,20,000
Cardamom	Nil	39,13,000
	94,45,000	1,31,92,000
CLOSING STOCK :		
Rubber	53,55,000	42,18,000
Tea	43,46,000	52,27,000
Cardamom	2,91,000	Nil
	99,92,000	94,45,000
	-5,47,000	37,47,000
NOTE: 23		
EMPLOYEE BENEFIT EXPENSES		
Salaries and Wages	15,22,59,803	14,05,37,746
Contribution to Provident and other Funds	1,53,14,111	1,41,39,260
Provision for Gratuity [Refer Note No.27 (7)]	39,84,825	36,70,631
Provision for Leave Encashment [Refer Note No.27 (7)]	5,08,135	4,06,913
Welfare Expenses	76,47,197	76,89,262
	17,97,14,071	16,64,43,812
NOTE: 24		
FINANCE COSTS:		
Interest	1,11,15,731	90,41,656

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**NOTES FORMING PART OF CONSOLIDATED STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2020**

	For the year ended 31-03-2020	(Amount in ₹) For the year ended 31-03-2019
NOTE: 25		
LIVE STOCK EXPENDITURE:		
Live Stock - Broodmares/Race Horses		
Maintenance and other expenses	2,07,43,376	1,96,14,655
Livestock written off	95,67,500	Nil
Loss on sale of horses	19,75,000	Nil
Less: Sale of horses	(95,000)	(65,000)
	3,21,90,876	1,95,49,655
 NOTE: 26		
OTHER EXPENSES:		
Rent and Amenities	3,80,730	3,27,300
Rates and Taxes	30,14,129	22,80,133
Sales Tax	3,37,578	6,12,144
Brokerage and Commission	16,30,866	24,68,883
Repairs and Maintenance :-		
Buildings	11,41,420	11,63,400
Plant and Machinery	2,00,976	4,38,170
Vehicles	30,19,702	40,70,172
Others	3,54,041	2,60,323
Printing and Stationery	4,99,819	4,99,502
Postage and Telephones	5,44,139	8,25,250
Legal Expenses	8,29,831	2,41,840
Directors' Sitting Fees	1,10,000	90,000
Auditor's Remuneration:-		
For Audit	8,50,000	8,00,000
For Certification / Tax Audit	3,92,500	5,35,000
For Tax Representation	3,10,000	2,20,000
For Travelling and other Expenses	75,000	1,60,000
Insurance	16,04,292	15,87,866
Advertisement	1,55,171	54,100
Bank Charges	4,72,428	1,27,723
Travelling Expenses	28,90,472	66,14,339
Sundry debit balances not receivable written off	15,87,646	4,02,957
Assets discarded written off	Nil	45,592
Loss on sale of assets	Nil	5,83,729
Rubber Rehabilitation Allowance	7,36,098	21,80,028
Professional Fees	12,81,352	5,22,295
Loss on closure of Subsidiary/Associate Company	Nil	2,90,506
Miscellaneous Expenses	43,97,238	42,31,403
Provision for Bad & doubtful advances	Nil	10,00,000
Diminution in value of investments	5,08,440	Nil
	2,73,23,868	3,26,32,655

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

For the year ended
31-03-2020

Previous Year

NOTE: 27

OTHER NOTES:

1. PARTICULARS OF CONSUMPTION:

	Value in ₹	%	Value in ₹	%
(a) Raw Materials:				
(i) Latex - Indigenous	92,02,448	100	93,93,724	100
(ii) Bought Leaf - Indigenous	1,70,66,160	100	2,02,06,464	100
	2,62,68,608		2,96,00,188	
(b) Stores and Spares				
Indigenous	2,19,70,835	100	2,11,67,798	100
Imported	Nil		Nil	
	2,19,70,835	100	2,11,67,798	100

For the year ended
31-03-2020
(In ₹)

Previous
Year
(In ₹)

2. C.I.F. VALUE OF IMPORTS:

Nil Nil

3. EARNINGS / EXPENDITURE IN FOREIGN CURRENCY:

a) Earnings:

Nil Nil

b) Expenditure

Foreign Travel

4,76,483 26,73,172

4. EARNINGS PER SHARE:

Profit after Taxation

(8,34,75,920) (6,00,95,496)

Number of Equity Shares outstanding at the end of the year

4,88,500 4,88,500

Earnings per Share (Basic and Diluted)

(170.88) (123.02)

5. Total outstanding to Micro and Small Enterprises (SMEs)

The information regarding dues to Micro, Small and Medium Enterprises as required under Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 as on 31st March 2020 is furnished below:

(a) The Principal amount and the interest due there on remaining unpaid to any supplier as at the end of the accounting year

(i) Principal due to Micro and Small Enterprise

60,146 4,484

(ii) Principal due to Medium Enterprise

Nil Nil

(iii) Interest

Nil Nil

(b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year

Nil Nil

(c) The amount of interest due and payable for the period (Where the principal has been paid but interest under the MSMED Act, 2006 not paid)

Nil Nil

(d) The amount of interest accrued and remaining unpaid at the end of the accounting year

Nil Nil

(e) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.

Nil Nil

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE : 27 (Contd..)

OTHER NOTES (Contd..)

	For the Year Ended 31st March 2020 Rs.	Previous Year Rs.
6 CONTINGENT LIABILITIES:		
a) Sales-tax demands disputed in appeals, against which ₹ 30,80,569/- is paid and included under Other Current Assets	1,16,12,000	1,15,00,000
b) Claims against the Company not acknowledged as debts	9,50,000	11,50,000
c) Estimated amount of Contracts remaining to be executed on Capital Account	Nil	18,90,000
d) The retrospective effect from 01.04.2014 of the operations and implementations of the Payment of Bonus (Amendment) Act, 2015 has been stayed by Hon. High Court of Kerala. Considering the same, the Company has not provided for the additional liability.		
e) The future cash outflow on the above items are determinable only on receipt of decision/judgement that is pending at various forms/authorities. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.		

7 Employee Benefits:

i) Defined Benefit Plans:

a) Description of the Company's defined benefit plan:

i) Gratuity Scheme:

This is a funded defined benefit plan for qualifying employees for which, the Company makes contribution to the Gratuity Fund managed by the Life Insurance Corporation of India. The scheme provides for a lumpsum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five years of service.

ii) Leave Encashment:

The company also operates a non funded leave encashment scheme for its employees.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

7. Employee Benefits (Contd..)

	(In ₹)			
	As at 31.03.2020		As at 31.03.2019	
	Gratuity (Funded Plan)	Leave Encashment (Non Funded Plan)	Gratuity (Funded Plan)	Leave Encashment (Non Funded Plan)
b) Reconciliation of changes in the Present Value of Obligation:				
Present Value of the Obligation as on 1.04.2019	6,96,13,651	24,47,553	6,51,81,882	20,40,640
Current Service Cost	44,19,196	3,20,115	41,89,715	3,25,214
Interest Cost	50,00,015	1,73,800	45,88,220	1,48,967
Benefits Paid	(53,58,080)	(2,41,833)	(46,59,107)	Nil
Actuarial loss / (gain)	(2,46,654)	2,56,053	3,12,941	(67,268)
Present Value of the Obligation as on 31.03.2020	7,34,28,128	29,55,688	6,96,13,651	24,47,553
c) Reconciliation of changes in the fair value of Plan Assets:				
Fair Value of Plan Assets as on 1.04.2019	6,59,43,020	Nil	6,43,68,483	Nil
Adjustment to Opening Fair Value of Plan Assets,	-	-	-	-
Expected return on plan assets	48,85,300	Nil	47,96,700	Nil
Contribution by the Company	42,68,624	2,41,833	13,27,282	Nil
Benefits Paid	(53,58,080)	(2,41,833)	(46,59,107)	Nil
Actuarial gain / (loss)	(2,95,561)	Nil	1,09,662	Nil
Fair Value of Plan Assets as on 31.03.2020	6,94,43,303	Nil	6,59,43,020	Nil
d) The total expense recognised in the profit and loss account is as follows:				
Current Service Cost	44,19,196	3,20,115	41,89,715	3,25,214
Interest Cost	50,00,015	1,73,800	45,88,220	1,48,967
Expected return on plan assets	(48,85,300)	NA	(47,96,700)	NA
Net Actuarial (gain) / loss recognised in the year	48,907	2,56,053	2,03,279	(67,268)
	45,82,818	7,49,968	41,84,514	4,06,913
e) Reconciliation of Net Liability recognised in the balance sheet				
Net Liability as at the beginning of the year	36,70,631	24,47,553	8,13,399	20,40,640
Adjustment to Opening Fair Value of Plan Assets	-	-	-	-
Add : Expense as (d) above	45,82,818	7,49,968	41,84,514	4,06,913
Less: Employers Contribution / Payment	42,68,624	2,41,833	13,27,282	-
Net Liability as at the end of the year	39,84,825	29,55,688	36,70,631	24,47,553
f) Constitution of Plan Assets:				
Investments in LIC Group Gratuity Scheme	6,94,43,303	Not Applicable	6,59,43,020	Not Applicable

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

(In ₹)

7 Employee Benefits: (Contd.)

	As at 31.03.2020		As at 31.03.2019	
	Gratuity	Leave	Gratuity	Leave
	(Funded Plan)	Encashment (Non Funded Plan)	(Funded Plan)	Encashment (Non Funded Plan)
g) Principal actuarial assumptions used as at the Balance Sheet date:				
Discount Rate	6.80%	6.80%	7.47%	7.47%
Salary Escalation Rate	6.00%	6.00%	6.00%	6.00%
Attrition Rate	5.00%	5.00%	5.00%	5.00%
Expected rate of return on plan assets	6.80%	NA	7.47%	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as demand and supply in the employment market.

h) The amount pertaining to defined benefit plan are as follows:

	<u>31.03.2020</u>	<u>31.03.2019</u>	<u>31.03.2018</u>	<u>31.03.2017</u>	<u>31.03.2016</u>
Gratuity funded plan					
Defined Benefit Obligation	7,34,28,128	6,96,13,651	6,51,81,882	6,38,02,188	6,24,50,447
Plan Assets	6,94,43,303	6,59,43,020	6,43,68,483	6,06,18,003	6,19,01,858
Surplus/(Deficit)	(39,84,825)	(36,70,631)	(8,13,399)	(31,84,185)	(5,48,589)
Experience adjustment - Plan Liability	(2,46,654)	3,12,941	(27,82,258)	(2,69,160)	(25,37,767)
Experience adjustment - Plan Assets	(2,95,561)	1,09,662	4,86,754	(2,05,004)	(3,30,220)

The Company expects to fund ₹ 40.00 lakhs towards its Gratuity Plan during the year 2020-2021.

ii) Defined Contribution Plans:

The Company makes contribution towards employees' provident fund, family pension fund, super annuation fund and employees' state insurance scheme. Under the rules of these schemes, the Company is required to contribute a specified percentage of payroll costs. The Company during the year recognised Rs.1,42,91,330/- as expense towards contributions to these plans.

8 LAND:

- a) The petition filed by the Company with the Government for assignment of Kuthakapattam land of 3.52 acres in Shaliacary Estate of the Company planted in 1968, has been rejected by the Government vide order dated 21-12-2006. The Company has challenged this order by filing a writ petition before the Honourable High Court of Kerala and the writ petition has been dismissed and the Government has the powers to take over this land. The Company has filed an application to the Tahsildar (Land Acquisition) on 16-01-2016 suggesting a take over of alternate land, since the same is under Rubber Plantations. This application is pending before the authorities.
- b) The order of the Taluk Land Board under the Kerala Land Reforms Act, 1963 requiring the Company to surrender the alleged excess land of 290.85 acres (117.705 Hectares) in Chulika and erstwhile Poonoor Estate has been confirmed by the High Court of Kerala in CRP 1822/1994 dated 24th May 2011 directing surrender of the entire 290.85 acres. Out of the above 290.85 acres, 200.23 acres forms part of forest land in Chulika Estate which was already vested with the Government under a different Act. The issue was concerning 90.62 acres (falling under Survey No. 2/1 B of Raroth Village, Calicut District) in erstwhile Poonoor Estate. Since this part of the land is no more in our possession, the Taluk Land Board, Vythiri, Wayanad District, directed us to surrender an equivalent extent of land in Chulika Estate vide order dated 22-05-2012. This order was challenged before the Hon'ble High Court of Kerala in CRP 263/2012 and the Hon'ble High Court of Kerala by its order dated 19-11-2014 has directed the Taluk Land Board to proceed as per the earlier order.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

NOTE: 27 OTHER NOTES (Contd..)

8 LAND (Contd..)

of the Hon'ble High Court of Kerala in CRP 1822/1994 and take over the excess land of 200.23 acres in Chulika Estate and 90.62 acres in Poonoor Estate. The Management again has challenged this in the Hon'ble High Court in CRP No. 436/2016 and a stay (stay order dated 02-11-2016) has been obtained. This stay is in vogue.

- c) (i) During 1974-75 the Forest Department had vested 93.18 Acres (37.10 Hectares) falling as enclaves in blocks within the planted area. The Company's application before the Forest Tribunal in OA No.94/1975 was dismissed on 10-02-2009. The Management challenged this order before the Hon'ble High Court of Kerala in Case No. MFA 284/2009 and the matter is pending.
- (ii) In the year 2001, the Forest Department vested two blocks namely 108.67 Acres (43.8200 Hectares) and 21.45 Acres (8.650 Hectares). The Company's application before the Forest Tribunal, Kozhikode in OA 47 of 2001 was dismissed on 29-02-2005. The Management challenged this before the Hon'ble High Court of Kerala. The Court decided that 21.45 Acres cannot be vested as forest. The Forest Department filed a Review Petition (RP No. 599 of 2010) and the same was dismissed by the Kerala High Court on 18-10-2010. The Management has written to the Forest Department vide letter dated 12-12-2012 to restore this area. We were informed that the Forest Department has gone on appeal before the Hon'ble Supreme Court.
- d) The dispute to title raised by Kerala Varma Raja as having Jenmam right on 250 acres (101.174 Hectares) in erstwhile Poonoor Estate, in a suit OS No.338/1993 in Sub Court, Kozhikode. The Company claims fixity of tenure under the Kerala Land Reforms Act which can only be decided by the Land Tribunal, Kozhikode, and they seized of the matter in Case No.RC 3/2002. A Revenue Inspector was appointed to visit the estate and file his report. The Revenue Inspector inspected the property on 29.6.2003 and has given a favourable report to the Land Tribunal, Kozhikode. The Land Tribunal has heard the submissions and by its order dated 14-03-2019 decided that the Company is a cultivating tenant and therefore enjoys fixity of tenure as per the Kerala Land Reforms Act. The Sub-Court in case no. 338/93 by its judgement dated 30-09-2019 has confirmed that the Company has fixity of tenure and therefore the plaintiff namely Kerala Varma Valia Raja cannot claim recovery of possession.
- e) The Company had acquired the Lease hold rights of approximately 327 Hectares of the Chulika Estate which belonged to Edavalath Kovilakam in 1937 who is one of the matriarchal lineage of Mariveetil Family (Tharavad). Later this lease hold rights were converted into proprietary rights in 1963 through a public Court auction. Mr. Vijaya Kumar Varma Raja belonging to Kadathanath Kovilakam the other matriarchal lineage of Mariveethil Family had purchased the property through a public Court auction in 1964 and by virtue of this purchase the jenmi right (lease hold rights) which belonged to Kadathanath Kovilakam was assigned to him. Later in 2006 Mr Vijaya Kumar Raja had sold his property to Mr Anil Kumar a partner in a partnership firm called "Madthilkandy Plantations" who has now instituted the suit OS 16/2015 for recovery possession of 270 Hectares in Chulika. The Management is a respondent in this suit before the Sub Court, Sultan Battery, Wayanad. Mr. Anil Kumar claims to have purchased the jenmi rights of this property in 1964 through public auction from Kadathanath Kovilakam much after the Company has purchased the property. A commission was appointed by the Court to survey the area under dispute and the Commission Report dated 30-10-2017 was filed in the Sub Court. Management filed objection to the Commission Report and this was set aside by the Lower Court. Management now filed OP No. 1826/2019 before the High Court requesting the High Court to direct the Lower Court to accept our objections. Mr Anilkumar has also filed an interlocutory application in OS.No.16/2015 requesting the Hon'ble High Court to grant a temporary injunction restraining us from alienating or otherwise parting with the property or any portion thereof until the disposal of the suit. The application is also pending.
- f) Sri. Beeran and Sri Ibrahim, residents of Chulika Estate encroached into the land which is surrounded on all sides with Plantation crop. Total extent of land encroached is 2.40 acres in respect of Sri Beeran and 4.43 acres in respect of Sri Ibrahim. Company filed a suit for perpetual injunction as OS No. 174/2013. The suit was decreed in our favour. Against which Sri Beeran and Ibrahim, filed an appeal Suit as A S No. 30/2016. The Appeal Court by it's order dated 13-06-2017 remanded the case back to trial Court for fresh consideration. Company challenged this order before the Hon'ble High Court by filing an appeal as FAO No. 206/2017. The appeal is pending.
- g) The future financial impact/liability, if any, in respect of the above cases which are pending adjudication in various Courts are determined only on receipt of the decision/judgement. Hence the Company has not considered making of any provision on account of the above.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE : 27 (Contd.)

OTHER NOTES (Contd..)

9 SEGMENT REPORTING:

The operations of the Company relate to Plantation crops, which is the significant business segment and therefore no separate reporting is made.

10 ACCOUNTING FOR TAXES ON INCOME:

The impact of deferred tax on income for the year is considered not material and hence not recognised.

11. RELATED PARTY TRANSACTIONS

Following Associate Companies are related to the Company on account of common control through Constitution of Board / Shareholding:

- | | |
|---|---|
| <ul style="list-style-type: none"> - A V Thomas & Company Limited - A V Thomas International Limited - L.J.International Limited - A V Thomas Investments Company Limited - The Highland Produce Company Limited - DALP Trading and Manufacturing Limited - A V Thomas Leather and Allied Products Private Limited | <ul style="list-style-type: none"> - A V Thomas Exports Limited - Doors and More Wood Products Limited - DALP Benevolent Trust - J Thomas Educational and Benevolent Trust - Rajagiri Impex Limited - AVR Edge Networks Private Limited |
|---|---|

Key Management Personnel - Mr. Dilip Thomas, Chairman, Mrs. Priyalatha Thomas, Managing Director
Mr. K Suresh, Joint Managing Director.

Details of Transactions:	Year ended 31.03.2020		Year ended 31.03.2019	
	Associates (In ₹)	Key Management Personnel (Including Relatives) (In ₹)	Associates (In ₹)	Key Management Personnel (Including Relatives) (In ₹)
INCOME				
Sales	1,56,13,628	Nil	85,24,650	Nil
Dividend Received	19,56,000	Nil	3,00,000	Nil
Rent Received	12,000	Nil	12,000	Nil
EXPENDITURE:				
Purchases	1,01,420	Nil	95,150	Nil
C & F/Warehousing Charges paid	4,48,150	Nil	4,17,690	Nil
Rent Paid	12,000	Nil	12,000	Nil
Interest paid	Nil	24,26,440	Nil	26,28,493
Sitting fees paid	Nil	40,000	Nil	30,000
Dividend paid	Nil	Nil	Nil	Nil
Remuneration paid	Nil	1,04,75,816	Nil	1,04,79,160
Commission/Other expenses paid	13,12,626	Nil	16,42,749	Nil
OTHERS:				
Loans taken	Nil	6,05,00,000	Nil	3,10,00,000
Loans repaid	Nil	Nil	Nil	5,10,00,000
Purchase of Investments	Nil	Nil	26,81,065	Nil
BALANCE AS ON 31st MARCH 2019				
Debit Balance	13,40,098	Nil	3,45,725	Nil
Credit Balances	86,993	7,75,00,000	1,05,324	1,70,00,000

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

NOTES ON CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE: 27 (Contd.)

OTHER NOTES (Contd..)

12 Impact of COVID 19

The outbreak of CORONA Virus (COVID 19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In the preparation of financial statements, the Company has considered probable effects from the pandemic relating to COVID 19 on the carrying amount of the Inventories, Receivables, Other Assets and the possible impacts of non-fulfilment of Liabilities. The Company has evaluated impact of this pandemic on its business operations and based on its review and current indicators of future economic conditions. The Company is engaged in the business of harvesting and manufacturing of Rubber, Tea which is considered as an essential commodity. Therefore, the pandemic has so far had a minimal impact on the business operations of the Company. There is no material impact on the financial results of the Company.

The extent of the impact of COVID 19 on the future operational and finance performance will depend on certain developments including the duration and spread of the out-break, the future impact on employees, vendors all of which are uncertain and cannot be predicted. As the impact of COVID 19, if any on the future operational and financial performance of the Company would be different from management estimates in this regard, the Company will continue to closely monitor any changes as they emerge.

13 Previous year's figures have been re-grouped wherever considered necessary.

Vide our report of date attached

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

For and on behalf of the Board

DILIP THOMAS

Chairman

PRIYALATHA THOMAS

Managing Director

Place : Chennai

Date : 09.09.2020

THE RAJAGIRI RUBBER & PRODUCE COMPANY LIMITED, ALAPPUZHA

Particulars of Profits, Provisions, Dividends paid, Etc. (For the last 10 Years)

Season	DIVIDENDS PAID ON						
	Net Profit before taxation ₹	Depreciation Written off ₹	Provision for taxation ₹	Allocation to reserve funds ₹	Reserve funds todate ₹	Equity Shares Amount ₹	%
2010/2011	7,70,00,457	71,76,251	1,98,00,000	4,00,00,000	13,45,13,392	97,70,000	200
2011/2012	7,89,62,814	1,02,15,877	1,75,00,000	4,00,00,000	49,79,95,241	1,95,40,000	400
2012/2013	(68,74,539)	1,08,38,865	6,00,000	7,50,000	48,59,08,442	24,42,500	50
2013/2014	1,65,26,987	1,05,69,577	31,00,000	17,00,000	49,36,62,225	48,85,000	100
2014/2015	(2,75,41,248)	1,14,56,057	8,00,000	-	46,66,79,557	-	-
2015/2016	(3,44,57,207)	89,67,621	-	-	43,22,66,141	-	-
2016/2017	(2,13,84,134)	79,73,958	-	-	41,52,61,710	-	-
2017/2018	(2,60,68,803)	66,42,500	-	-	40,20,71,157	-	-
2018/2019	(6,12,94,059)	59,50,675	-	-	34,12,43,606	-	-
2019/2020	(8,40,15,405)	70,68,071	-	-	26,00,22,851	-	-

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED, ALAPPUZHA

**Area As On 01-04-2020
(In Hectares)**

	Rajagiri Estate	Shaliacary Estate	Total
	Rubber		
Mature	206.14	430.07	636.21
Immature	84.53	130.39	214.92
Centrifuging Plant		3.52	3.52
Nurseries, Fuel Clearing, Minor Produce, Roads, Buildings etc	24.60	52.29	76.89
TOTAL	315.27	616.27	931.54

Area as on 01.04.2020

CHULIKA ESTATE (In Hectares)	
TEA :	140.39
CARDAMOM :	214.00
Nurseries, Fuel & Timber Clearings, Minor Produce, Roads, Buildings, etc.	60.60
Total	414.99

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED

Registered Office: W-21/674, BEACH ROAD, ALAPPUZHA-688012

CIN: U25191KL1937PLC000979

Email id: avt.alapuzha@gmail.com Website: www.rajagirirubber.com

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Corporate Identity Number (CIN) : U25191KL1937PLC000979
Name of the Company : THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED
Registered Office : W-21/674, Beach Road, Alappuzha-688 012

Name of the member (s) :

Registered address :

E-mail Id :

Folio No :

Name of the member(s) :

Registered address :

E-mail Id :

Folio No/Client :

DPID :

I/We, being the member (s) holding shares of the above named company, hereby appoint

1. Name :
Address :
E-mail Id :
Signature : or failing him

2. Name :
Address :
E-mail Id :
Signature : or failing him

3. Name :
Address :
E-mail Id :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 83rd Annual General Meeting of the Company, to be held on Thursday , 17th day of December, 2020 at 11.00 A.M at its Registered Office at W-21/674, Beach Road, Alappuzha-688 012 and at any adjournment thereof in respect of such resolutions as are indicated overleaf.

Signed this..... day of 2020

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

Resolution Number	Resolution
Ordinary Business	
1.	Adoption of Financial Statements (including the Consolidated Financial Statements) for the year ended 31st March, 2020, the Reports of the Board of Directors and Auditors thereon.
2.	Appointment of Director in the place of Mr. K.S.Manian who retires by rotation and is eligible for re-appointment
Special Business	
3.	Re-appointment of Mrs. Priyalatha Thomas as Managing Director for a period of three years from 1st June, 2020 to 31st May, 2023.
4.	Payment of Remuneration to Mrs. Priyalatha Thomas on her re-appointment as Managing Director
5.	Re-appointment of Mr. K.Suresh as Joint Managing Director for a period of three years commencing from 1st June, 2020 to 31st May, 2023
6.	Payment of remuneration to Mr. K.Suresh on his re-appointment as Joint Managing Director.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED

Registered Office: W-21/674, BEACH ROAD, ALAPPUZHA-688012

CIN: U25191KL1937PLC000979

Email id: avt.alapuzha@gmail.com Website: www.rajagirirubber.com

ATTENDANCE SLIP

I hereby record my presence at the 83th Annual General Meeting of the Company at 11.00 A.M on Thursday the 17th December, 2020 at the Registered Office of the Company at W-21/674, Beach Road, Alleppey-688012

Folio No/DPID

--	--	--	--	--	--	--	--	--

Full Name of the *Shareholder/ proxy (in Block letters)

Signature of *Shareholder/ Proxy

* Strike out whichever is not applicable

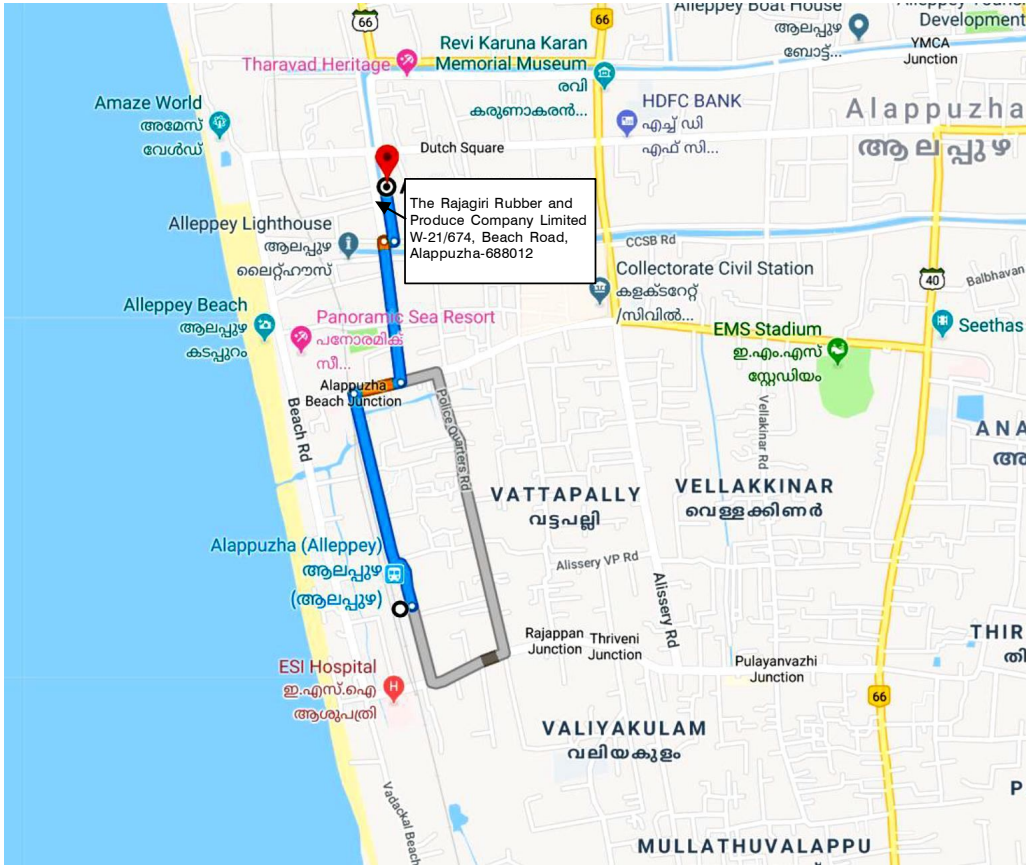
Email ID:.....

NOTE: Shareholders attending the meeting in Person/ Proxy are requested to complete the Attendance Slip and hand over at the entrance of the Meeting Hall.

THE RAJAGIRI RUBBER AND PRODUCE COMPANY LIMITED
 Registered Office: W-21/674, Beach Road, Alappuzha-688012
 CIN: U25191KL1937PLC000979

ROUTE MAP

Alappuzha Railway Station to The Rajagiri Rubber and Produce Company Limited



Alappuzha KSRTC bus stand to The Rajagiri Rubber and Produce Company Limited

