

THE OODLABARI COMPANY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of the Shareholders of The Oodlabari Company Ltd. will be held at the Registered Office of the Company at Nilhat House, 6th Floor, 11, R. N. Mukherjee Road, Kolkata – 700 001 on **Friday 26th September, 2025** at **3.00 P.M.** to transact the following business : -

As Ordinary Business :

01. To receive and adopt the Audited Statement of Profit & Loss for the year ended **31st March, 2025**, Cash Flow Statement and the Balance Sheet as at on that date together with the Reports of the Directors and Auditors.
02. To appoint a Director in place of **Mr. Rajesh Kumar Jain** (DIN : **00214127**), who retires by rotation at this Meeting, being eligible offer himself for re-appointment.
03. To appoint Auditors of the Company and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution : -

"RESOLVED that in pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 M/s. Kothari & Company-Chartered Accountants (FRN 301178E), Kolkata, was appointed Statutory Auditors of the Company at the Shareholders Annual General Meeting held in 2022 for a period of 5 years term till the conclusion of the next Annual General Meeting to be held in 2027, subject to ratification at every Annual General Meeting. Their appointment as the Statutory Auditors of the Company is hereby ratified."

Place : Kolkata

Date : 28.08.2025

**By Order of the Board
of Directors**

(RACHNA NAHATA)
JT. MG. DIRECTOR
(DIN : 02105296)

NOTES

01. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of him/her. A proxy need not be a member of the Company. In order to be effective, the instrument appointing proxy must reach the Registered Officer of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the Paid up Capital of the Company carrying voting rights. A member holding more than ten percent of the Paid up 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.

THE OODLABARI COMPANY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

02. Members are requested to notify to the Registrar of the Company, M/s. Maheshwari Datamatics Pvt. Ltd., 23, R. N. Mukherjee Road, Kolkata – 700 001, any change in their address.
03. The Register of Members and Equity Share Transfer Registers will remain closed from **23.09.2025 to 26.09.2025** (both days inclusive).
04. **Annexure to items 2 of the Notice**

Details of Director seeking re-appointment or appointment at the forth coming Annual General Meeting.

<u>As on 31.03.2025</u>	
<u>Name of the Director</u>	Mr. Rajesh Kumar Jain
Date of Birth	
Nationality	Indian
First Date of Appointment	02.04.2012
Qualification	Chartered Accountant
Expertise / Knowledge	Experts in Finance, Accounts, Taxation, Planning & Legal Matters.
No. of Shareholding	
List of Directorship held in other Companies	
Relationship with other Directors	NIL

THE OODLABARI COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their Annual Report to the members together with the Audited Statement of Accounts for the year ended **31st March, 2025**.

FINANCIAL RESULTS

The financial results of the Company for the year are summarised below : -

		2024-25		2023-24
		<u>Amount (Rs.)</u>		<u>Amount (Rs.)</u>
Profit / (Loss) before Finance Cost, Depreciation & Taxes		11950150		(7090693)
Deduct :				
Finance Cost	(12004427)		(10578355)	
Depreciation	(7139442)	(19143869)	(8439706)	(19018061)
Profit / (Loss) for the year		(7193719)		(26108754)
Excess Provision for Doubtful Debts written back	685116		0	
Demand Tax adjusted	0		(562249)	
Excess Provision for Tax written back (Net)	58361	743477	0	(562249)
		(6450242)		(26671003)
Add : Surplus/(Deficit) brought forward from previous year		(93011865)		(66340862)
Surplus / (Deficit) carried to the Balance Sheet		(99462107)		(93011865)

DIVIDEND

Due to accumulated loss brought forward from previous year as well as loss incurred during the year **2024-25**, your Directors do not recommend for payment of Dividend during the year.

OPERATION

PRODUCTION -

During the year under review total **874104** Kgs. Tea was produced, as against **1024749** Kgs. for the previous year. During the year, your Company purchased **1408207** Kgs. Raw Green Tea Leaf from other Gardens / Suppliers against **1229436** Kgs. for earlier year. Total harvested Raw Green Tea Leaf from own Tea Estate was **2514120** Kgs. as against **3328707** Kgs. for earlier year. Tea made out of bought leaves contributed about **34.90%** in total production of Tea. Own harvested crops made Tea has been decreased by **25.29%** from last year. On the other hand, Bought Leaf made Tea has been increased by **15.95%** in this year.

TEA BUSINESS -

Performance : Company's Tea Business for the year ended **31.03.2025** was very unsatisfactory. The Crops of the Estate was heavily affected due to attack of pests and drought, as such production of Tea has been affected and gone down during last few years. Tea Plants in drought sections were dried & died. During this Season 2025-26 in July & August, there was heavy rain & flood in and around your Tea Estate and some sections of Young Plantation were severely damaged.

Real Estate Business : Yours Projects Pvt. Ltd. was engaged for development of the Company's landed property at 8, K. B. Sarani, Mall Road, Dum Dum, 24 Pgs. (N). The Project has been interrupted time to time by the various concerns or persons. Now, a writ petition is pending before the Hon'ble High court of Kolkata for Notice received from Estate Defence Officer of Govt. of India claiming the land. As such, the Project has been delayed. As such, execution of Sale Deed is pending. Sale of Units is also kept in abeyance. However, amount received from Buyers, who took possession in their Flats has been accounted for as income and shown in the Statement of Profit & Loss during the preceeding years.

THE OODLABARI COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 and based upon representations from the Management, the Board states that -

- a) in preparing the Annual Accounts, applicable accounting standards have been followed and there are no material departures.
- b) the Directors have selected accounting policies, applied them consistently and made judgements and estimates that are reasonable and prudent 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 year.
- c) the Directors have taken proper and sufficient care in maintaining adequate accounting records in accordance with provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) the Directors have prepared the Annual Accounts of the Company on a "going concern" basis.
- e) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively and
- f) the Directors have devised proper systems to ensure proper compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD OF DIRECTOR & KEY MANAGERIAL PERSONNEL

Mr. Rajesh Kumar Jain (DIN : 00214127) retires by rotation at this A.G.M. but eligible for reappointment. Representation has come from a Shareholder for his reappointment. The Board recommends for his reappointment.

Meeting of the Board

During the year under review, Board Meetings were held on **16.04.2024, 31.07.2024, 07.08.2024, 16.08.2024, 20.09.2024, 07.10.2024, 22.11.2024 & 16.01.2025.**

Appointment and Remuneration Policy etc.

The Board has framed Nomination and Remuneration Policy for selection, appointment, removal, evaluation of Director, Key Managerial Personnel and Senior Management of Tea Estate and for their remuneration.

Interalia, experience in Administration, Tea Marketing, Tea Plantation, Industry back ground, Leadership skill in running business, finance, education, quality and performance of work are the main criteria for nomination and appointment of Director and Key Managerial personnels. Remuneration depends on above as well as financial capacity and size of business of the Company.

TERM & TENURE for Managing / Whotetime / Executive Director

The Company may appoint or re-appoint any person(s) as its Managing or Joint Managing Director, Whotetime / Executive Director for a term not exceeding five years at a time.

EXTRACT OF ANNUAL RETURN

In accordance with section 134(3)(a) of the companies Act, 2013 an extract of the Annual Return in the prescribed formate MGT-9 is annexed herewith vide Annexure - 'A'.

THE OODLABARI COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS & OUTGO

Statement showing above information in terms of section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of Companies (Accounts) Rule 2014 is annexed herewith vide Annexure - 'B'

INTERNAL FINANCIAL CONTROL SYSTEMS

The Company has a system of Internal Financial Controls and necessary checks and balances, which are being strengthened so as to ensure that -

its assets are safeguarded,

the transactions are authorised, recorded and reported properly and

the accounting records are properly maintained and its Financial Statements are reliable.

The system is commensurate with the size and nature of operations of the Company. The Board time to time reviews the Internal Financial Control system and also evaluate risk management policy.

The Company has its own Internal Financial Control Policy under the Direct Control and Supervision of the Board of Directors.

AUDITORS

Statutory Auditors :

M/s. Kothari and Company - Chartered Accountants (FRN 301178E) was appointed as the Statutory Auditors of the Company at 2022 A.G.M. for 5 years term. The Board recommends for ratification of such appointment of Kothari & Company to act as the Statutory Auditors for till the A.G.M. to be held in 2027.

RELATED PARTY CONTRACTS

The contracts or arrangements or transactions entered into by the Company during the Financial Year with Related Parties were in the ordinary course of Business and on arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material, other than in ordinary course of business as stated above.

Related Party transactions are set out in Note No. 1.1 annexed to the Financial Statements.

SUBSIDIARY COMPANY

The Company has no Subsidiary Company during the year **2024-25**.

TRANSFER OF AMOUNTS TO IEPF

The Company has earlier transferred such Dividend lying unpaid / unclaimed for a period of 7 years from the date of such Dividend become due for payment to Investor Education and Protection Fund. Similarly, the Company transfer Shares to Investor Education and Protection Fund. However, during this year, there is no transfer either Dividend or Share to IEPF A/c.

AUDITORS' REMARK in their Independent Auditors' Report

Remarks of the Auditors in their report on :

- i) Non-confirmation of Debtors & Creditors :
Confirmation of some parties were not received at the time of Audit.
- ii) Fixed Assets Register :
Note relating to old Fixed Assets Register is self explanatory.
- iii) All other remarks are self-explained.

THE OODLABARI COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS

GENERAL SHAREHOLDERS INFORMATION

- | | | | |
|-------|-----------------------------------|---|--|
| i) | Ensuing Annual General Meeting - | | |
| | <u>Date</u> | <u>Time</u> | <u>Venue</u> |
| | 26.09.2025 | 3.00 P. M. | Regd. Office : 11, R. N. Mukherjee Road,
6 th Floor, Kolkata - 700 001 |
| ii) | Financial Year | 01.04.2024 to 31.03.2025 | |
| iii) | Date of Book-Closure | 23.09.2025 to 26.09.2025 (both days inclusive) | |
| iv) | Dividend payment Date | Not applicable, as no dividend has been recommended by Directors | |
| v) | ISIN No for the Company's Share : | INE 326E01013 | |
| vi) | Depository Connectivity : | Central Depository Services (India) Ltd. (CDSL) | |
| vii) | Registrar & Transfer Agents : | M/s. Maheshwari Datamatics Pvt. Ltd.
23, R. N. Mukherjee Road, 5th Floor, Kolkata - 700001 | |
| viii) | Plant Location : | The Company Owns Oodlabari T. E. with Tea Processing Factory located at P.O. Manabari, P. S./Sub-Divn. Mal, Dist. Jalpaiguri, W. B. - 735 222

Soapstone Unit at Plot No. A-85 MIA, Udaipur, Rajasthan (Soapstone Unit is now closed) | |

CORPORATE SOCIAL RESPONSIBILITY (CSR)

This Clause does not apply to the Company according to the size of the Company and due to Loss incurred during the year.

DELISTING OF COMPANY'S EQUITY SHARE

The Equity Shares of the Company have been delisted from the Calcutta Stock Exchange Ltd. w.e.f. **09.01.2023**. So, the Company is not a listed Company (It is a repeated information).

GENERAL DISCLOSURES

- i) No material changes have taken place nor the Company has entered into any commitments or transactions during the year to which Financial Statements relate and to the date of this report, which have affected the Financial Position of the Company.
- ii) All transactions with related Parties during the Financial Year were made in the ordinary course of business and on arm's length basis. Particulars of related party transactions have been disclosed in the note no. 1.1 annexed to the Financial Statement.
- iii) As per section 186 of the Companies Act, 2013 the Company did not grant any Loans, nor it had made any investments or guarantees given during the period under review.
- iv) During the Financial Year, there was no change in Share Capital of the Company, which remained unchanged at 64000 Equity Shares of Rs. 10/- each for total Rs. 6,40,000/-.
- v) There were no significant and material orders passed by the regulators or courts or tribunal impacting the Company's going concern status and its operations in future.
- vi) Declaration by Independent Directors :
Declarations pursuant to sections 164 and 149(6) by all the Independent Directors of the Company have been made.

THE OODLABARI COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS

vii) Particulars of Employees :

The Company does not have any Employee who are in receipt of remuneration in excess of limit whose particulars required to be disclosed pursuant to section 197 of the Act read with the Companies (appointment and Remuneration of Managerial Personnel) Rules 2014.

viii) Obligation of Company under sexual harassment of Women at Workplace (prevention, prohibition and redressal) Act, 2013.

No complain was received during the year **2024-25**.

ix) Deposits :

During the Financial Year under review, the Company has not accepted any deposit from public within the meaning of section 73 to 76 or any other provisions of the Companies Act, 2013 or rules made thereunder.

x) Insurance :

All the Assets of the Company like Buildings, Plants & Machineries, other Fixed Assets, Stock in Trade, Raw-Materials, Products in Process, Finished Goods, Stores etc. including Cash in transit & safe have been adequately insured.

xi) a) The Company is mainly engaged in Cultivation, Growing, Harvesting, Manufacturing and Selling Tea including Tea made out of bought leaves also.

b) Company's Land at 8, K.B. Sarani, Mall Road, Dum Dum, 24 Pgs.(N) is under development for residential project in agreement with a Developer. However, there is a dispute on the Land, raised by Defence Estate Officer. As such, the matter is pending before the Hon'ble High Court of Calcutta in a Writ filed by the Company.

There was no change in the nature of business and activities of the Company.

**For and on behalf of the
Board of Directors**

**Rachna Nahata
(Jt. Mg. Director)**

**A. K. Nahata
(Mg. Director)**

Place : **Kolkata**

Date : **28.08.2025**

FORM NO. MGT-9

Extract of Annual Return as on Financial Year ended 31.03.2025

Annexure - 'A'

01. Registration and Other Details :

- i) CIN : U51909WB1917 PLC002868
 ii) Registration Date : 05.09.1917
 iii) Name of Company : **THE OODLABARI CO. LTD.**
 iv) Category / Sub-Category of the Company : Public Company / Limited by Shares
 v) Address of the Registered Office and contact details : 11, R. N. Mukherjee Road
 E-mail ID : oodlanari@hotmail.com
 Tel : 033-2248 1101
 vi) Whether listed Company : Delisted on & from 09.01.2023
 vii) Name, Address & Contact details of the Registrar & Transfer Agent, if any : **Maheshwari Datamatics Pvt. Ltd.**
 23, R. N. Mukherjee Road
 Kolkata - 700 001

02. Principal Business Activities of the Company

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

Sl. No.	Name & Description of main products / services	NIC Code of the Product/Service	% total turnover
a)	Cultivation, Manufacturing & Selling of Tea	(Both Black & Green Tea) 0902	100%
b)	Tea Product is further classified on the basis of HSN Code	CTC Tea 09024020 Orthodox & Green Tea 09022020	

03. Shareholding Pattern (Equity Share Capital breakup as percentage of Total Equity)

(I) Category-wise Shareholding

Category of Shareholders	No of Shares held at the beginning of the year				No of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
01. Indian									
a) Individual / HUF	40960	13300	54260	84.78%	41460	13300	54760	85.56%	0.78%
b) Central / State Govt.		0	0	0.00%		0	0	0.00%	Nil
c) Bodies Corporate		0	0	0.00%		0	0	0.00%	Nil
d) Bank / FI.		0	0	0.00%		0	0	0.00%	Nil
e) Any other		0	0	0.00%		0	0	0.00%	Nil
Sub Total A. (1)	40960	13300	54260	84.78%	41460	13300	54760	85.56%	0.78%
02. Foreign							0		
a) NRI - Individuals		0	0	0.00%		0	0	0.00%	Nil
b) Other Individuals		0	0	0.00%		0	0	0.00%	Nil
c) Bodies Corporate		0	0	0.00%		0	0	0.00%	Nil
d) Bank / FI.		0	0	0.00%		0	0	0.00%	Nil
Sub Total A. (2)		0	0	0		0	0	0	Nil
Total Shareholding of Promoter									
A=A(1)+A(2)	40960	13300	54260	84.78%	41460	13300	54760	85.56%	0.78%

FORM NO. MGT-9

Extract of Annual Return as on Financial Year ended 31.03.2025

B. Public

Shareholding

01. Institutions

- a) Mutual Funds
- b) Banks / FI
- c) Cenntal Govt.
- d) State Govt.
- e) Venture Capital Fund
- f) Insurance Companies
- g) Foreign Venture Capital Funds
- i) Others (Specify)

NIL

Sub Total B. (1)

02. Non Institutions

a) Bodies Corporates

- i) Indian 400 400 0.63% 400 400 0.63% 0.00
- ii) Oversease
- b) Individuals

i) Individuals Shareholders

holding Nominal Share upto Rs. 1 Lakh 6086 6086 9.51% 5586 5586 8.73% (-) 0.78

ii) Individuals

Shareholders holding

Nominal Share Capital in excess of Rs. 1 Lakh

c) Others (Specify)

Investor Education & Protection Fund 3054 0 3054 4.77% 3054 0 3054 4.77% 0.00

Custodian for Enemy property of India 200 200 0.31% 200 200 0.31% 0.00

Sub Total B. (2) 3054 6686 9740 15.22% 3054 6186 9240 14.44% (-) 0.78

B=B(1)+B(2) 3054 6686 9740 15.22% 0 3054 6186 9240 14.44% (-) 0.78

C. Share held by Custodian for GDRs & ADRs

0 0 0.00% 0 0 0.00% Nil

Grand Total (A+B+C) 44014 19986 64000 100.00% 44514 19486 64000 100.00% Nil

FORM NO. MGT-9

Extract of Annual Return as on Financial Year ended 31.03.2025

II) Shareholding of Promoters Group -

Sl. No.	Shareholders Name	No of Shares held at the beginning of the year			No of Shares held at the end of the year			% change during the year
		No of Shares	% of total Sahres of the Co.	% of Shares pledged encumbered to total Shares	No of Shares	% of total Sahres of the Co.	% of Shares pledged encumbered to total Shares	
1	Ajoy Kumar Nahata (Joint Holder Rachna Nahata)	40460	63.22	0.00	40960	64.00	0.00	0.78%
2	Rachna Nahata	200	0.31	0.00	200	0.31	0.00	Nil
3	Yash Vardhan Nahata (F.T.)	10800	16.88	0.00	10800	16.88	0.00	
4	Mita Choraria	2500	3.91	0.00	2500	3.91	0.00	Nil
5	Rajat Baid	300	0.46	0.00	300	0.46	0.00	Nil
		54260	84.78	0.00	54760	85.56	0.00	0.78%

III) Change in Promoter's Shareholding (Specify if there is no change) :

Promoter Shareholding Change by 0.78%

IV) Shareholding Pattern of top ten Shareholders (Other than directors, Promoters & Holders of GDRs & ADRs) :

Sl. No.	For each of thr Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		No of Shares	% of total Sahres of the Co.	No of Shares	% of total Sahres of the Co.
1	Sudha Baid	2820	4.41	2820	4.41
2	Ganesh Chandra Sharma /	500	0.78	0	0.00
3	Ajitmal Kumbhat	500	0.78	500	0.78
4	Bharatmal Dugar	200	0.32	200	0.32
5	P.L. Agarwal	200	0.31	200	0.31
6	Yash Vardhan Securities Ltd.	300	0.47	300	0.47
7	Aditya Narain Roy	200	0.32	200	0.32
8	Investor Education & Protection Fund	3054	4.77	3054	4.77
9	D. Daga	200	0.31	200	0.31
10	Custodian of Enemy Properties Govt. of India	200	0.31	200	0.31
		8174	12.78	7674	12.00

V) Shareholding of Directors & KMP

1	Ajoy Kumar Nahata at the beginning of the year	40210	62.83	40460	63.22
	Add : During the year	250	0.39	500	0.78
	At the end of the year	40460	63.22	40960	64.00
2	Rachna Nahata at the beginning of the year	200	0.31	200	0.31
	No changes during the year				
	At the end of the year	200	0.31	200	0.31

FORM NO. MGT-9

Extract of Annual Return as on Financial Year ended 31.03.2025

3	Yash Vardhan Nahata (F.T.) at the beginning of the year	10800	16.88	10800	16.88
	No changes during the year				
	At the end of the year	10800	16.88	10800	16.88
4	Rajat Kr. Baid at the beginning of the year	300	0.46	300	0.46
	Transfer	No charges during the year	0.00	0	0.00
	At the end of the year	300	0.46	300	0.46

VI) Indebtedness

(Amount in Rs.)

	<u>Secured Loans</u>	<u>Unsecured Loans</u>	<u>Deposits</u>	<u>Total Indebtedness</u>
Indebtedness at the beginning of the year				
i) Principal Amount	29105141	164684262	0	193789403
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but no due	0	0	0	0
Total (i+ii+iii)	29105141	164684262		193789403
Change in Indebtedness during year				
i) Addition	25926859	0	0	25926859
ii) Reduction	(-) 0	18110613	0 (-)	18110613
Net Change	(+) 25926859	(-) 18110613		7816246
Indebtedness at the end of the year				
i) Principal Amount	55032000	146573649	0	201605649
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but no due	0	0	0	0
Total (i+ii+iii)	55032000	146573649		201605649

VII) Remuneration of Directors

i) Remuneration to Managing Director and Jt. Managing Director

<u>Name</u>	<u>Sitting Fees</u>	<u>Salary</u>	<u>Benefits</u>	<u>Total</u>
Mr. A. K. Nahata (Mg. Director)	Nil	0	0	0
Mrs. Rachna Nahata (Jt. Mg. Director)	Nil	1344000	6000	1350000
Total		1344000	6000	1350000

VIII) Remuneration of Directors; Key Managerial Personnel Other than MD./Manager/JMD : NIL

IX) Penalties / Punishment / Compounding of Offences

There were no Penalties, Punishment or Compounding of Offences for the year ending **31.03.2025**.

ANNEXURE - 'B'

A. Conservation of Energy -

Steps taken for conservation of energy :

01. Planting various Trees in Soil eroison area.
02. Regular changing of Machinery Spares and timely maintenance and upgradation of Machineries and constant monitoring the electrical load so as to control the maximum demand.

B. Technology absorption / R. D.

01. No Technology was imported during the year. However, Electronic Colour Green Tea Sorting Machine imported in earlier years.
02. The Company is a contributory member of Tea Research Association (TRA).

C. Foreign Exchange Earnings and Outgo :

<u>Particulars</u>	<u>2024-25</u>	<u>2023-24</u>
	(Rs.)	(Rs.)
Total Foreign Exchange Earnings	Nil	Nil
Total Foreign Exchange Used / Outgo	Nil	719808/-

THE OODLABARI CO. LTD.
Financial Year 2024-25

Additional Sheets to the Directors' Report
(in view of new rules & directives)

Dear Members,

Your Directors further Report in addition to the previous paragraphs of Directors' Report : -

A. FINANCIAL RESULTS :

The Financial results of the Company for the year are summarised below : -

Particulars	(Amount in Thousand)	
	Year ended 31 st March, 2025	Year ended 31 st March, 2024
Revenue from Operations	249645.78	254542.48
Profit / (Loss) before Tax	(7193.72)	(26108.75)
Less : Provision for Tax	0.00	0.00
Profit / (Loss) after Tax	(7193.72)	(26108.75)
Excess Provision for doubtful debts written back	685.12	0.00
Add : Excess Provision of Tax written back/(Demand paid)	58.36	(562.25)
(Loss) / Profit for the Year	(6450.24)	(26671.00)
Add : (Deficit) brought forward from previous year	(93011.86)	(66340.86)
Balance of Deficit carry forward to next year	(99462.10)	(93011.86)
Closing (Deficit) carried to Balance Sheet	(99462.10)	(93011.86)

During the year, the net revenue from operations, decreased by **1.92%** from **Rs. 25.45 Crore** to **Rs. 24.96 Crore** due to Loss of Crops mainly for inclimental Weather, Drought and Pest Attack. The Company recorded Loss of **Rs. 64,50,242/-** (in one unit).

B. STATE OF AFFAIRS / HIGH LIGHTS :

- 1) The Company is engaged in the Business of Cultivation & Manufacturing of Tea.
- 2) There has been no change in the Business of the Company during the Financial Year ended **31st March, 2025**.

Contd. .. 2.

C. WEB LINK OF ANNUAL RETURN, IF ANY :

The Company maintains a website. Therefore, the Annual Return of the Company has been uploaded in such website.

D. DETAILS OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE (ONLY IF APPLICABLE) :

The Company does not have any Subsidiary, Joint Venture or Associate Company.

E. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS :

No Significant and Material Order has been passed by the Regulators, Courts, or Tribunals impacting the going Concern Status or the Company's operations in the future.

F. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES :

All related Party transactions that were entered into during the Financial Year ended **31st March, 2025**, were on an Arm's Length Basis and were in the Ordinary Course of Business. Therefore, the Provisions of Section 188 of the Companies Act, 2013 were not attracted.

Disclosure in Form AOC - 2 is attached.

However, the Disclosure of Transactions with related Parties for the Financial Year is given in Note No. **1.1** to the Balance Sheet i.e. as per Accounting Standard - 18.

G. COMPLIANCE WITH SECRETARIAL STANDARD :

The Company has complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and Meeting of Shareholders (EGM / AGM) i.e. SS - 1 and SS - 2 issued by The Institute of Company Secretaries of India and approved by Central Government under Section 118(10) of the Companies Act, 2013.

H. PARTICULARS OF LOANS AND INVESTMENT :

The Company has not made any investments, given guarantees, or provided securities during the Financial Year under review.

Contd. .. 3.

I. MEETINGS OF BOARD OF DIRECTORS :

Eight Board Meetings were held during the Financial Year ended **31st March, 2025**, i.e., Dates of Board Meeting in compliance with the provisions of Section 173. Details are given as follows : -

Date of Meeting (DD/MM/YYYY)	Total Number of Directors as on the Date of Meeting	Attendance	
		Number of Directors Attended	% of Attendance
16.04.2024	4	4	100%
31.07.2024	4	4	100%
07.08.2024	4	4	100%
16.08.2024	4	4	100%
20.09.2024	4	4	100%
07.10.2024	4	4	100%
22.11.2024	4	4	100%
16.01.2025	4	4	100%

J. DETAILS IN RESPECT OF FRAUD :

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees Under Section 143(12) of the Companies Act, 2013.

K. MATERIAL CHANGES AND COMMITMENTS :

There have been no material changes or commitments occurred between the end of the Financial Year to which the Financial Statements relate and the Date of this Report that affect the Financial Position of the Company.

L. AUDITOR :

Statutory Auditors (Existing Auditor)

As per the provisions of Sections 139 and 141 of the Companies Act, 2013 and rules made there under (hereinafter referred to as "The Act"), the Company at its Shareholders Annual General Meeting (AGM) held on **27.09.2022**, approved the appointment of M/s. **Kothari & Company - Chartered Accountants (FRN 301178 E)** as Statutory Auditor for a period of 5 years commencing from the conclusion of **A.G.M.** held on **27.09.2022** till the conclusion of the **A.G.M.** to be held in the year of **2027**.

As required under the provisions of Section 139(1) of the Companies Act, 2013, the Company has received a written consent from M/s. **Kothari & Company - Chartered Accountants (FRN 301178 E)** to their re-appointment and a Certificate to the effect that their re-appointment, if made, would be in accordance with the new Act and the Rules framed there under and that they satisfy the criteria provided in Section 141 of the Companies Act, 2013.

Contd. .. 4.

M. DIRECTOR'S RESPONSIBILITY STATEMENT :

The Directors would like to inform the Members that the Audited Accounts for the financial year ended **31st March, 2025**, are in full conformity with the requirements of the Companies Act, 2013. The Financial Accounts are audited by the Statutory Auditors, M/s. **Kothari & Company - Chartered Accountants (FRN 301178 E)**. The Directors further confirm that : -

- a. In the preparation of the Annual Accounts for the Financial Year ended **31st March, 2025**, the applicable accounting standards, read with the requirements set out under Schedule - III to the Act, have been followed, and there are no material departures from the same.
- b. The Directors have selected such accounting policies, applied them consistently, and made Judgements and Estimates that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company for the Financial Year ended **31st March, 2025**.
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Assets of the Company and preventing and detecting fraud and other irregularities.
- d. The Directors have prepared the Annual Accounts on a 'going concern' basis.
- e. The Company being unlisted, sub-clause (e) of Section 134(3) of the Companies Act, 2013, pertaining to laying down internal financial controls, is not applicable to the Company.
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

N. DEPOSITS : *As per Provisions of Section 73*

The Company did not invite or accept any deposit from public within the meaning of section 73 to 76 or any other provisions of the Companies Act or rules thereunder.

O. PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE ["POSH"] :

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee ("ICC") has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

Contd. .. 5.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. No complaints were received and/or pending as at the end of the Financial Year.

The Company is committed to providing a safe and conducive work environment for all its Employees.

P. FOREIGN EXCHANGE EARNINGS : NIL

Foreign Exchange Outgo NIL

Risk Management Policy

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

Q. ACKNOWLEDGMENT

Your Directors place on records their appreciation of the contributions made by Employees and consultants at all levels, who, with their competence, diligence, solidarity, co-operation, and support, have enabled the company to achieve the desired results.

The Board of Directors gratefully acknowledges the assistance and co-operation received from the Central and State Government Departments, Shareholders, and Stakeholders.

For and on behalf of the
Board of Directors

(THE OODLABARI CO. LTD.)

Dated : **28.08.2025**

Place : **Kolkata**

RACHNA NAHATA
(JT. MG. DIRECTOR)
(DIN : 02105296)

AJOY KR. NAHATA
(MG. DIRECTOR)
(DIN : 00350461)

Independent Auditor's Report to the members of The Oodlabari Company Limited.

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying financial statements of **THE OODLABARI COMPANY LIMITED** ("the Company"), which comprises the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and the Cash Flow Statement for the year ended, and a summary of the 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, 2025 and its loss, its cash flow for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements 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 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, but does not include the standalone financial statements and our auditor's 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.

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to 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 Accounting Standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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 standalone 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 is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone 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, mis representations or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone 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 regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Emphasis of Matter

We draw attention to the following matters in the Notes to the financial statements:

i) Note No. '1.6' in respect of non - confirmation of balance of Trade Payables, Trade Receivables & Advances as on 31.03.2025 resulting in non – verification of the same by the Auditors.

ii) Due to heavy Rains in the Tea Estate of the Company during the year ended on 31.03.2015, some of the old records relating to Fixed Assets acquired in earlier years at the Tea Estate were damaged/destroyed. The Management has reconstructed such records based on available information and according to the Management, there will be no arrear depreciation under Schedule II of The Companies Act 2013. However, we could not fully verify the same for the reasons stated above.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. 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 accounts as required by law have been kept by the Company so far as appears from our examination of those books.
 - (c) In our opinion, 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 Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014.
 - (e) On the basis of written representations received from the Directors as on 31st March, 2025 and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “Annexure I”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
 - (g) In our opinion the managerial remuneration for the year ended March 31, 2025 has been paid/ provided by the company to its directors is in accordance with the provisions of section 197 read with schedule V 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, as amended 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 standalone financial statements – Refer Note 1.5 to the standalone financial statements;
 - ii. The Company did not have any outstanding long term contracts including derivative contracts as at 31st March, 2025 for which there were any material foreseeable losses; and
 - iii. The Company has no amount that is required to be transferred to the Investor Education and Protection Fund as at 31st March 2025.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c)Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not declared any dividend during the Year, so reporting under this clause for compliance with section 123 of the Companies Act, 2013, is not applicable.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account for the financial year ended 31st March, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure II " a statement on the matters specified in paragraphs 3 and 4 of the Order.

For KOTHARI & COMPANY
Chartered Accountants
Firm Registration No.:301178-E

Place: Kolkata
Dated: 27th August, 2025

Manaswy Kothari
(Partner)
Membership No: 064601
UDIN :25064601.....

ANNEXURE – I TO THE INDEPENDENT AUDITOR’S REPORT

Referred to in paragraph 1(f) of the Independent Auditors' Report of even date to the members of **THE OODLABARI COMPANY LIMITED** on the financial statements for the year ended March 31, 2025.

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 Oodlabri Company Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial control 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 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.

Auditor’s 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 Control 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 judgement, 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 in 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 authorizations of management and directors of the company; And

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the 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, to the best of our information and according to the explanations given to us, 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 31st March, 2025, based on the criteria for internal financial controls 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 KOTHARI & CO.
Chartered Accountants
FRN:301178-E

Place: Kolkata
Dated: 27th August, 2025

Manaswy Kothari
(Partner)
Membership No. 064601
UDIN: 25064601.....

Annexure II to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of Oodlabari Co Ltd. on the accounts of the company for the year ended 31st March, 2025)

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

(i) In respect of its fixed assets:

- a) (A) The Company is maintaining records to show particulars including quantitative details and situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.
- b) As certified, the fixed assets of the Company have been physically verified by the management at reasonable intervals having regard to the size of the Company and nature of its assets. No material discrepancies have been noticed on such verification.
- c) According to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties, if any, are held in the name of Company.
- d) According to the information and explanations given to us and records examined by us there has been no revaluation of Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year end.
- e) According to the information and explanations given to us and records examined by us there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988(45 of 1988) and rules made there under and hence, reporting under this clause is not applicable.

(ii) (a) In our opinion and according to the information and explanation given to us and as certified, physical verification of inventory has been conducted at reasonable interval by the management and no material discrepancies were noticed on physical verification of stocks as compared to book records.

(b) In our opinion and information and explanation given to us, we report that the company has not been sanctioned working capital loan in excess of 5 crore rupees in aggregate, from banks or financial institutions on the basis of security of current assets. Consequently, requirements of clause (ii)(b) of paragraph 3 of order are not applicable.

(iii) During the year the company has not made any investments in, provided any guarantee or security, to companies, firms Limited Liability Partnerships or any other parties. Consequently, requirement of clause (iii) (a to g) of paragraph 3 of order are not applicable.

- (iv) According to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) The Company has not accepted any deposits from the public or amounts which are deemed to be deposits, covered under Section 73 to 76 of the Companies Act, 2013. Hence, reporting under clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us by the Management, maintenance of cost records has been specified by the Central Government under sub section (1) of section 148 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) According to the records of the company and information and explanations given to us, undisputed statutory dues including Provident fund, Employees' State Insurance, Income-tax, Duty of Custom, Goods and Service Tax, cess have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.
- According to the information and explanation given to us, there were no undisputed amounts payable in respect of the Income tax, Custom Duty, Goods and service tax, Cess and other statutory dues in arrears/were outstanding as at 31st March, 2025 for not more than six months.
 - According to the information and explanations given to us and on the basis of documents and records, the disputed statutory dues which have not been deposited with the appropriate authorities are as under:

Serial No.	Name of Statute	Nature of Dues	Financial Year to which the matter pertains	Amount (Rs)	Forum where dispute is pending	Remarks
1	Income Tax Act, 1961	Income Tax Demand	2014-15	10,92,420	CIT (Appeals) , Kolkata	The Company has received order u/s 250 dated 8.8.2025 from the department in its favour directing the assessing officer to delete the penalty in full. However, effect of the said order is pending from the department. Advance tax & Demand paid Rs. 2,73,000 & refund of other years adjusted for Rs.16,42,200 making total tax paid Rs. 19,15,200.
2	Income Tax Act, 1961	Income Tax Demand	2017-18	44,78,150	CIT (Appeals) online filed	The Company has received order u/s 250 dated 21.8.2025 from the department in its favour.

						However, effect of the said order is pending. Further, Prepaid Tax and Refund of other years adjusted for total Rs. 1,13,22,715.
3	Income Tax Act, 1961	Income Tax Demand	2022-23	24,76,517	CIT (Appeals)	Prepaid Tax Rs. 15,00,147/-Faceless Appeal, hearing completed & written response submitted. No. Order has yet been received.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) Based on the audit procedures and according to the information and explanations given to us, we report that the company has not defaulted in repayment of loans borrowed and substantial part of the loans are repayable on demand and hence there is no stipulation to repayment, hence whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender cannot be reported.

(b) The Company has not been declared as a wilful defaulter by any bank or financial institution or government or government authority.

(c) The Company has applied the term loan taken during the year for the purposes for which it has been obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;

(f) The Company has not raised any loans against the pledge of securities and hence reporting on clause 3(ix)(f) of the order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) There has been no instance of whistle-blower complaints received by the company during the year under audit.

- (xii) In our opinion and information and explanations given to us, the company is not a Nidhi company. Consequently, requirements of Clause (xii) of Paragraph 3 of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us by the Management, all transactions with related parties are in Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements- Note No.1.1 as required by the applicable accounting standards.
- (xiv) (a) In our opinion and according to the information and explanation given to us the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Companies Act, 2013.
(b) The Company did not have an internal audit system for the period under audit.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year under review, therefore clause 3(xv) of the order is not applicable.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Thus clause 3(xvi)(a), (b) & (c) of the Order is not applicable.
(b) In our opinion, there is no Core Investment Company within the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.

- (xvii) According to the books examined by us, the Company has incurred cash losses during the immediately preceding financial year and current financial year. The calculation is as follows: -

Particulars	2024-25 (Rs)	2023-24 (Rs)
Net Cash Losses	54,277	1,76,69,048

- (xviii) During the year there is no resignation of the statutory auditors.
- (xix) According to the information and explanation given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we are of the opinion that no material uncertainty exists as on the date of audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will be discharged by the company as and when they fall due.
- (xx) The Company is not required to spent any amount in Corporate Social Responsibilities under the act. Hence relevant clause is not applicable.

For KOTHARI & CO.
Chartered Accountants

Place: Kolkata
Dated: 27th August, 2025

Manaswy Kothari
(Partner)
Membership No: 064601
UDIN: 25064601.....

THE OODLABARI COMPANY LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2025

(All amounts in Rupees Hundred, unless otherwise stated)

	<u>Note No.</u>	<u>As at 31st March, 2025</u>		<u>As at 31st March, 2024</u>	
		<u>Rs.</u>	<u>Rs.</u>	<u>Rs.</u>	<u>Rs.</u>
I EQUITY AND LIABILITIES :					
01. SHAREHOLDERS' FUND -					
a) Share Capital	2	6400.00		6400.00	
b) Reserves & Surplus	3	<u>(84031.48)</u>	<u>(77631.48)</u>	<u>(19529.06)</u>	<u>(13129.06)</u>
02. NON-CURRENT LIABILITIES -					
a) Long Term Borrowings	4	103209.26		469528.15	
b) Other Long Term Liabilities	5	<u>108250.00</u>	<u>211459.26</u>	<u>100000.00</u>	<u>569528.15</u>
03. CURRENT LIABILITIES -					
a) Short Term Borrowings	6	1912847.23		1469501.57	
b) Trade Payables	7	101062.24		111802.13	
c) Other Current Liabilities	8	<u>365670.61</u>	<u>2379580.08</u>	<u>434120.27</u>	<u>2015423.97</u>
TOTAL :			<u>2513407.86</u>		<u>2571823.06</u>
II ASSETS :					
01. NON-CURRENT ASSETS -					
a) Fixed Assets (Tangible)	9	654815.92		724587.11	
b) Non-Current Investments	10	104.00		104.00	
c) Long Term Loans and Advances	11	84932.88		79340.63	
d) Other Non-Current Assets	12	<u>171727.26</u>	<u>911580.06</u>	<u>168568.95</u>	<u>972600.69</u>
02. CURRENT ASSETS -					
a) Current Investments	13	27.90		27.90	
b) Inventories	14	459321.96		440208.84	
c) Trade Receivables	15	89764.43		89882.03	
d) Cash and Cash Equivalents	16	1033951.11		1040254.17	
e) Short Term Loans and Advances	17	9745.92		23332.85	
f) Other Current Assets	18	<u>9016.48</u>	<u>1601827.80</u>	<u>5516.58</u>	<u>1599222.37</u>
TOTAL :			<u>2513407.86</u>		<u>2571823.06</u>
Significant Accounting Policies	1				

The accompanying notes are an integral part of the Financial Statements

As per our report of even date Annexed hereto.

For **KOTHARI & COMPANY**
Chartered Accountants
F. R. No. 301178E

For & on behalf of the
Board of Directors

(**MANASWY KOTHARI**)
Partner

Rachna Nahata
(Jt. Mg. Director)
DIN : 02105296

A. K. Nahata
(Managing Director)
DIN : 00350461

Membership No. 064601

Kolkata

Date : 27.08.2025

THE OODLABARI COMPANY LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

(All amounts in Rupees Hundred, unless otherwise stated)

Particulars	Note No.	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
		<u>Rs.</u>	<u>Rs.</u>
INCOME :			
Revenue from operations	19	1842675.19	2122770.69
Other Income	20	653782.61	422654.07
Total Revenue		<u>2496457.80</u>	<u>2545424.76</u>
EXPENSES :			
Cost of Raw materials (purchased) consumed	21	386172.63	285342.71
Changes in Inventories of finished goods	22	(61420.38)	5553.98
Employee Benefits expenses	23	1293785.25	1494055.77
Finance Cost	24	120044.27	105783.55
Other Expenses	25	758418.80	831379.23
Total Expenses		<u>2497000.57</u>	<u>2722115.24</u>
Profit/(Loss) before Tax & Depreciation		(542.77)	(176690.48)
Depreciation and Amortisation Expenses	26	(71394.42)	(84397.06)
Profit/(Loss) before Tax		<u>(71937.19)</u>	<u>(261087.54)</u>
Tax Expenses : -			
Current Tax		0.00	0.00
Profit/(Loss) for the year		<u>(71937.19)</u>	<u>(261087.54)</u>
Earning / (Loss) per Share (nominal value Rs. 10.00 each)			
Basic & Diluted		(112.40)	(407.95)

Significant Accounting Policies

1

The accompanying notes **1** to **26** are an integral part of the Financial Statements.

As per our report of even date Annexed hereto.

For **KOTHARI & COMPANY**

Chartered Accountants

F. R. No. 301178E

For & on behalf of the
Board of Directors

(MANASWY KOTHARI)

Partner

Membership No. 064601

Rachna Nahata

(Jt. Mg. Director)

DIN : 02105296

A. K. Nahata

(Managing Director)

DIN : 00350461

Kolkata

Date : 27.08.2025

THE OODLABARI CO. LTD.
CASH FLOW STATEMENT
For the year ended 31st March, 2025

(All amounts in Rupees Hundrred, unless otherwise stated)

Particulars	Year ended 31.03.2025	Year ended 31.03.2024
Cash Flow from Operating Activities : -		
Profit / (Loss) as per statement of Profit & Loss	(71937.19)	(261087.54)
Adjustment for Depreciation & Amortisation	71394.42	84397.06
Bad & Doubtful Debts, Advances Receivable written off	5736.14	6927.98
Excess Provision of Bad-debts for earlier year written back	6851.16	0.00
Excess Provision for Tax for earlier year written back or (Demand) adjusted	583.61	(5622.49)
Finance Cost : Interest Expenses	120044.27	105783.55
	<u>132672.41</u>	<u>(69601.44)</u>
Adjustment for : -		
Liabilities of earlier Years Written back	(42603.73)	(1143.29)
Interest Income	(71543.61)	(67345.29)
Rent & Service Charges received	(25851.64)	0.00
Adjustment for Long Term Capital Gain -		
On Sale of Flat	(480000.00)	(45890.34)
On Sale of Leasehold Land	0.00	(46324.55)
	<u>(487326.57)</u>	<u>(230304.91)</u>
Operating Profit / (Loss) before adjustment for changes of Working Capital.		
Increase (Decrease) in Trade Payable and Current Liabilities	(36585.82)	(296011.50)
(Increase) / Decrease in Receivables	(5618.54)	97189.13
(Increase) / Decrease in Inventories	(19113.12)	(39943.97)
(Increase) / Decrease in Short-Term, Loans, Advances & Current Assets.	13456.70	44109.30
(Increase) / Decrease in Non-current Assets	(8750.56)	12740.01
	<u>(543937.91)</u>	<u>(412221.94)</u>
Net Cash Flow from Operating Activities :		

THE OODLABARI CO. LTD.
CASH FLOW STATEMENT
For the year ended 31st March, 2025

(All amounts in Rupees Hundrred, unless otherwise stated)

Particulars	Year ended 31.03.2025	Year ended 31.03.2024
Cash Flow from Investing Activities : -		
Interest received	68173.94	63879.11
Rent & Service Charges received	25851.64	0.00
Sale of Flat	480000.00	50000.00
Sale of Land	0.00	61710.00
Purchase of Tangible Fixed Assets	(1623.23)	(14347.32)
Net Cash used in Investing Activities :	572402.35	161241.79
Cash Flow from Financing Activities : -		
Finance Cost - Interest paid	(120044.27)	(105783.55)
Received / (Payment) of Short-Terms / Borrowings	443345.66	124179.07
Increased in Non-Current Liabilities	8250.00	0.00
Proceeds received/(Payment) from Long-Term Borrowings	(366318.89)	209879.64
Net Cash used in Financing Activities :	(34767.50)	228275.16
Net Increased/(Decreased) in Cash and Cash Equipments	(6303.06)	(22704.99)
Add : Cash & Cash Equivalent at the beginning of the year	1039400.17	1062105.16
Cash and Cash Equipment at the end of the year :	1033097.11	1039400.17

(Excluding deposit with NABARD under Tea Dev. Scheme)

For **KOTHARI & COMPANY**
Chartered Accountants
F. R. No. **301178E**

(MANASWY KOTHARI)
Partner
Membership No. **064601**

Kolkata
Date : **27.08.2025**

**For & on behalf of the
Board of Directors**

Rachna Nahata (Jt. Mg. Director) DIN : 02105296	A. K. Nahata (Mg. Director) DIN : 00350461
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THE OODLABARI CO. LTD.

Notes to Financial Statements for the year ended 31st March, 2025

1.16. Key Ratios :

Ratio	2024-25	2023-24	Variance (%)	Remarks
a) Current Ratio (Current Assets / Current Liabilities)	(-) 0.67	(-) 0.79	0.12	
b) Debt-Equity Ratio (Total Debts / Shareholder's Equity)	0.00	0.00	0.00	Shareholders Equity is negative due to loss
c) Debt Service Coverage Ratio (Earning available for Debt Service / (Gross Interest +Long Term Principal Repayment))	0.00	(-) 2.47	0.00	Loss incurred
d) Return on Equity Ratio (Net Income / Average Shareholder's Equity)	(-) 0.93	(-) 1.08	0.15	Loss incurred in the Current Year in less than Previous Year
e) Inventory Turnover Ratio (Sale of Products / Average Stock)	10.41	7.12	3.29	
f) Trade Receivables Turnover Ratio (Sale of Products / Average Trade Receivables)	20.51	7.66	12.85	Realisation period increased for Green Tea Sales
g) Trade Payables Turnover Ratio (Cost of goods Sold / Average Trade Payables)	22.20	24.39	2.19	
h) Net Capital Turnover Ratio (Sale of Products / Working Capital)	(-) 2.37	(-) 5.10	2.73	
i) Net Profit Ratio (Net Income / Revenue from operations)	(-) 0.04	(-) 0.10	0.06	Due to less Loss incurred in the Current Year
j) Return on Capital Employed (EBIT / (Total Assets-Total Liabilities))	(-) 0.62	(-) 0.47	(-) 0.15	Due to the Loss incurred in the Current Year
k) Return on investment (Return / total Investment)	0.00	0.00	0.00	No Income received on Investments

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

	<u>31st March, 2025</u>	<u>31st March, 2024</u>
	<u>Rs.</u>	<u>Rs.</u>
02. SHARE CAPITAL	10000.00	10000.00
Authorised :		
100000 Equity Shares of Rs. 10/- each	6400.00	6400.00
Issued, Subscribed & Paid-up :	<u>6400.00</u>	<u>6400.00</u>
64000 Equity Shares of Rs. 10/- each :		
a) The Company has one class of Equity Shares having a par value of Rs. 10/- per Share. Each Shareholder is eligible for one vote per Share held and equal right for dividend. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company in proportion to their Shareholding after distribution of all preferential amounts.		
b) The Company does not have any Holding Company / ultimate Holding Company.		
c) There has been no change / movements in number of Shares at the beginning and at the end of the reporting period.		
d) No shares have been allotted or brought back by the Company during the period of 5 years preceeding the date as at which the Balance Sheet is prepared.		
e) Details of Shareholders holding more than 5% Shares in the Company.		
	No. of Shares	Percentage Shareholding
Ajoy Kumar Nahata jointly with Rachna Nahata	40960	64.00%
Trustee, Yash Vardhan Nahata Family Trust	10800	16.87%
03. RESERVES & SURPLUS		
Capital Reserves :		
Surplus on revaluation of assets -		
Balance at the beginning of the year	10044.03	10044.03
Balance at the end of the year	<u>10044.03</u>	<u>10044.03</u>
General Reserves :		
Balance at the beginning of the year	900545.56	900545.56
Balance at the end of the year	<u>900545.56</u>	<u>900545.56</u>
Surplus in the Statement of Profit & Loss :		
Balance at the beginning of the year	(930118.65)	(663408.62)
Add / Deduct) :		
Provision of Doubtful Debts written back	6851.16	0.00
Income Tax (Demand adjusted) or excess provision for earlier years (Net) written back	583.61	(5622.49)
Income / (Loss) for the year	(71937.19)	(261087.54)
Net Surplus / (Deficit)	<u>(994621.07)</u>	<u>(930118.65)</u>
Total of Reserves and Surplus	<u>(84031.48)</u>	<u>(19529.06)</u>
04. LONG-TERM BORROWINGS		
Unsecured Loan : (Bearing Interest)		
From : Managing Director	103209.26	469528.15
	<u>103209.26</u>	<u>469528.15</u>
05. OTHER LONG-TERM LIABILITIES		
Security Deposits (Bearing no Interest)	100000.00	100000.00
(As per last A/c.)		
Add : During the year	8250.00	0.00
	<u>108250.00</u>	<u>100000.00</u>

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

31st March, 2025

31st March, 2024

Rs.

Rs.

06. SHORT-TERM BORROWINGS

Working Capital Borrowings

From Bank (Rupee Loan)

Secured Over Draft / Demand Loan facility (i)	550320.00	291051.41
Bank - Book Credit	0.00	1135.69
Inter Corporate Deposits (under the same Management)	1330361.93	1147134.61
Temporary Loan from a Director	32165.30	30179.86
	<u>1912847.23</u>	<u>1469501.57</u>

Note: i) Working Capital Loan taken from Banks, secured by pledge of FDR for Rs. 5,50,00,000/- and the personal guarantee of Shri A. K. Nahata - Managing Director.

07. TRADE PAYABLES

For Goods, Stores and Services -

Not yet due to pay	96143.27	107259.09
Due within 1 year	984.02	4278.24
Due period 1 year to 3 years	3934.95	264.80
Due over 3 years	0.00	0.00
	<u>101062.24</u>	<u>111802.13</u>

Note : There is no outstanding Liability of Micro & small enterprises based on information available with the Co.

Outstanding for following periods from due date of payment (2024-25)								
	Particulars	Not due	Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i)	MSME							
ii)	Others	96143.27		984.02	3934.95			101062.24
iii)	Disputed dues							
iv)	Disputed dues Others							

Outstanding for following periods from due date of payment (2023-24)								
	Particulars	Not due	Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i)	MSME							
ii)	Others	107259.09	4010.50	267.74		264.80		111802.13
iii)	Disputed dues							
iv)	Disputed dues Others							

08. OTHER CURRENT LIABILITIES

Statutory Liabilities	28814.42	50721.14
Trade and other deposits :		
Advance & deposits received from Customers & Agents	1400.88	13504.62
Others Liabilities	335455.31	369894.51
	<u>365670.61</u>	<u>434120.27</u>

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

	<u>31st March, 2025</u>	<u>31st March, 2024</u>
	<u>Rs.</u>	<u>Rs.</u>
10. NON-CURRENT INVESTMENTS		
(As per last Account)		
Govt. Securities (Unquoted, other than Trade) National Savings Certificates (deposited in Govt. Depts.)	103.00	103.00
10 fully paid unquoted Equity Shares of Rs. 10/- each in Jalpaiguri Club Ltd.	1.00	1.00
	104.00	104.00
11. LONG-TERM LOANS AND ADVANCES		
Unsecured and considered good (As per Last A/c.)		
a) Capital Advances (as per last A/c.)	8795.21	8795.21
b) Security Deposits (including deposit of bearing no interest)	13736.30	8144.05
c) Security Deposit with WBSEDC Ltd. (bearing interest)	62401.37	62401.37
	84932.88	79340.63
12. OTHER NON-CURRENT ASSETS		
Advance payment of Income Tax (Net of Provisions)	171727.26	168088.28
Input Credit (GST)	0.00	480.67
	171727.26	168568.95
13. CURRENT INVESTMENT (at cost)		
499 fully paid Equity Shares of Rs. 10/- each in Joonktolee Tea Co. Ltd. (as per last A/c.)	27.90	27.90
	27.90	27.90
Market Value of Quoted Investment		
14. INVENTORIES		
(Valued at lower of cost or net realisable value. As valued and certified by the Management) -		
Finished goods (Manufactured Tea)	207657.52	146237.14
Stores and Spares	251664.44	293971.70
	459321.96	440208.84
15. TRADE RECEIVABLES (UNSECURED)		
Outstanding for a period exceeding six months -		
Considered Good	10191.48	89882.03
Considered Doubtful	39641.48	36467.13
	49832.96	126349.16
Less : Provision for Doubtful Receivables	39641.48	36467.13
	10191.48	89882.03
Outstanding within 6 months (Considered Good)	79572.95	0.00
	89764.43	89882.03

Outstanding for following periods from due date of payment (2024-25)							
Particulars	Not due	Less than	Less than	1-2 years	2-3 years	More than	Total
i) Undisputed Trade Receivable Considered Good	55062.24	24510.70	488.40	2247.48	2882.02	0.00	85190.84
ii) Undisputed Trade Receivable Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
iii) Undisputed Trade Receivable Considered Good	0.00	0.00	0.00	0.00	0.00	4573.59	4573.59
iv) Undisputed Trade Receivable Considered Doubtful	0.00	0.00	0.00	0.00	0.00	39641.48	39641.48
Total :	55062.24	24510.70	488.40	2247.48	2882.02	44215.07	129405.91
Less : Loss Allowance	0.00	0.00	0.00	0.00	0.00	39641.48	39641.48
Total :	55062.24	24510.70	488.40	2247.48	2882.02	4573.59	89764.43

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

31st March, 2025

31st March, 2024

Rs.

Rs.

Outstanding for following periods from due date of payment (2023-24)							
Particulars	Not due	Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivable Considered Good	60573.80	165.11	3101.67	1195.25	11004.50	13841.70	89882.03
ii) Undisputed Trade Receivable Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
iii) Undisputed Trade Receivable Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
iv) Undisputed Trade Receivable Considered Doubtful	0.00	0.00	0.00	0.00	1248.00	35219.13	36467.13
Total :	60573.80	165.11	3101.67	1195.25	12252.50	49060.83	126349.16
Less : Loss Allowance	0.00	0.00	0.00	0.00	1248.00	35219.13	36467.13
Total :	60573.80	165.11	3101.67	1195.25	11004.50	13841.70	89882.03

16. CASH AND CASH EQUIVALENTS

Cash and Bank Balances -

Cash in Hand	7927.68	6207.02
<u>Balance with Banks in :</u>		
Current Deposit A/c.	16817.18	20364.77
Term Deposit A/c.	1008352.25	1012828.38
	1033097.11	1039400.17
Deposit in Tea Development A/c. with NABARD (As per last A/c.)	854.00	854.00
	1033951.11	1040254.17

17. SHORT-TERM LOANS AND ADVANCES

(Unsecured and considered good unless otherwise stated)

Other Advances :

Advance to Employees	4132.42	4279.23
Commercial Advances and Deposits	5245.97	16757.37
Prepaid Expenses	367.53	2296.25
	9745.92	23332.85

18. OTHER CURRENT ASSETS

Interest accrued on deposits with Bank, WBEDCL & NABARD	3369.67	3466.18
Other Deposits (Including GST)	5646.81	2050.40
	9016.48	5516.58

19. REVENUE FROM OPERATIONS (GROSS)

Tea Manufacture -		
Sale of products (Tea)	1842450.19	2121384.69
Sale of Scraps	225.00	1386.00
	1842675.19	2122770.69
Gross Revenue from Manufacturing & Sales of Tea		

20. OTHER INCOME

Interest Income on Bank & other Deposits	71543.61	67345.29
Interest on I. T. Refund	33783.60	785.60
Rent & Service Charges	25851.64	0.00
Long Term Capital Gain on Sale of Land		46324.55
Profit on Sale of Assets	480000.00	45890.34
Other non-operating income :		
Miscellaneous receipts	0.03	0.00
Sundry Liabilities and Unclaimed Balances written back	42603.73	1143.29
Share of Sale Proceeds of Ananda Projects from Developer	0.00	261165.00
Gross Revenue from Business Operation	653782.61	422654.07

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

	<u>31st March, 2025</u>	<u>31st March, 2024</u>
	<u>Rs.</u>	<u>Rs.</u>
21. <u>COST OF MATERIALS CONSUMED</u>		
Raw Materials Consumed :		
Purchase of Raw Tea Crops (Green Leaf)	386172.63	285342.71
	<u>386172.63</u>	<u>285342.71</u>
Note :	There was no opening and closing inventories of raw materials (Tea Crops). Cost of own harvested Crops is not shown separately. But expenses on account of cultivation, maintenance of Tea Bushes & plucking have been included in the expenses, shown in Note 23 & 25(A) under various garden expenditures.	
22. <u>(INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS (MANUFACTURED)</u>		
Stock at the beginning of the year :		
Tea	146237.14	151791.12
Stock at the end of the year :		
Tea	207657.52	146237.14
	<u>61420.38</u>	<u>5553.98</u>
23. <u>EMPLOYEE BENEFITS EXPENSE</u>		
Salaries and Wages (incl. O.T. / incentive)	981074.67	1126916.43
Bonus	113791.15	187535.88
Contribution to Provident and other Funds	66647.35	63048.22
Payment of Gratuity	2818.75	2028.35
Staff & Labour Welfare Expenses	81850.89	68780.17
Earned leave payment	47602.44	45746.72
	<u>1293785.25</u>	<u>1494055.77</u>
Note :	The Company maintains a policy with LIC in respect of Gratuity Payable to its Employees. The Company contributed Rs. NIL to LIC under group Gratuity Scheme. The Gratuity / Liability is fully covered by the running Assets with LIC including Interest accrued thereon.	
24. <u>FINANCE COSTS</u>		
Interest Expenses :		
On Cash Credit Hypothecation & Overdraft A/cs. with Bank for Working Capital	36408.45	32242.30
On Unsecured Loans	83635.82	73527.06
Other Miscellaneous Interest	0.00	14.19
	<u>120044.27</u>	<u>105783.55</u>
25. <u>OTHER EXPENSES</u>		
A. <u>MANUFACTURING AND TEA GARDEN EXPENSES :</u>		
Agricultural materials and other		
Stores & Spares consumed and services received	168755.95	197320.03
Packing materials consumed	11676.86	14573.23
Power & Fuel	281882.97	344138.46
Repairs to Buildings	5040.68	9902.07
Repairs to Machineries	67669.56	45117.72
Transportation including -		
Maintenance of Vehicles at Garden	39818.30	49082.64
Rates & Taxes	2866.00	6091.00
Other Miscellaneous Garden Expenses	15141.78	27806.66
Insurance Charges	3989.74	4549.19
Subscription to TRA & ITA	8971.34	11513.27
Security Service Charges	12217.22	0.00
	<u>618030.40</u>	<u>710094.27</u>

THE OODLABARI COMPANY LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025
(All amounts in Rupees Hundred, unless otherwise stated)

	<u>31st March, 2025</u>	<u>31st March, 2024</u>
	<u>Rs.</u>	<u>Rs.</u>
25.		
B. SELLING, DISTRIBUTION AND ADMINISTRATIVE EXPENSES :		
Brokerage and Commission	11154.11	5704.64
Transport, Freight, Forwarding and Tea Sale Expenses	1298.20	1530.50
Insurance Premium	799.46	437.71
Rent & Warehouse charges including KMC Tax	13720.35	13080.60
Rates & Taxes	3241.58	1690.13
Advertisement, Publicity & Sales Promotion	2768.28	324.23
Legal, Professional & Consultancy Fees	655.50	2403.31
Arbitration Expenses	57476.31	42860.73
Membership Subscription & Periodicals	813.51	1307.06
Travelling & Conveyances	2187.34	15704.96
Postage, Telephone, Fax & Courier Charges	1634.45	1215.17
Maintenance of Vehicles	2900.16	2246.42
Statutory Auditors -		
As Statutory Audit Fees	650.00	650.00
As Misceallaneous Audit Fee	0.00	75.00
Tax Auditors Fees	135.00	135.00
Internal Auditors Fees	0.00	300.00
Directors Salaries incl. Medical Expenses	13500	15593.12
Other miscellaneous expenses and general office establishment	11692.50	9098.40
Bad-debts and advances written off	5736.14	6927.98
Provision for Bad & Doubtful Debts	10025.51	0.00
	140388.40	121284.96
Total of Schedule (A + B) :	758418.80	831379.23
26. <u>DEPRECIATION AND AMORTISATION EXPENSES</u>		
Depreciation on Tangible Assets	71394.42	84397.06
	71394.42	84397.06

THE OODLABARI CO. LTD.

9. PROPERTY PLANT AND EQUIPEMENT (TANGIBLE)

	(in Rs.)									
PARTICULARS	GROSS BLOCK (at cost)				DEPRECIATION				NET BLOCK	
PROPERTY PLANT AND EQUIPEMENT	Original Cost including revaluation made earlier as at 31.03.2024	Addition during the year 2024-25	Sales or adjustment during the year	Total Cost as at 31.03.2025	Total Depreciation upto 31.03.2024	Depreciation for the year on Assets 2024-25	Depreciation on Assets Sold	Total Depreciation upto 31.03.2025	As at 31.03.2025	As at 31.03.2024
<u>LAND</u>										
Free hold	10358.52	0.00	0.00	10358.52	0.00	0.00	0.00	0.00	10358.52	10358.52
Lease hold land & development (O.T. E.)	29117.76	0.00	0.00	29117.76	0.00	0.00	0.00	0.00	29117.76	29117.76
Lease hold land & development (Udaipur)	715.99	0.00	0.00	715.99	0.00	0.00	0.00	0.00	715.99	715.99
Land and Plantation (Singhimari)	6033.73	0.00	0.00	6033.73	0.00	0.00	0.00	0.00	6033.73	6033.73
Rubber Plantation	18645.79	0.00	0.00	18645.79	0.00	0.00	0.00	0.00	18645.79	18645.79
<u>BUILDINGS</u>										
Buildings	906204.02	0.00	0.00	906204.02	469725.43	25522.42	0.00	495247.85	410956.17	436478.59
<u>PLANT & MACHINERY</u>										
Plant & Machineries (inclu. Office Equipments)	1507779.71	1397.81	0.00	1509177.52	1360711.57	32350.71	0.00	1393062.28	116115.24	147068.14
2PH Boiler (CTC)	95132.31	0.00	0.00	95132.31	39700.99	10033.07	0.00	49734.06	45398.25	55431.32
Electric Installation	108629.33	0.00	0.00	108629.33	102468.57	737.57	0.00	103206.14	5423.19	6160.76
Monorail system	26177.57	0.00	0.00	26177.57	24288.12	341.99	0.00	24630.11	1547.46	1889.45
Vehicles	139918.45	0.00	0.00	139918.45	129917.66	1927.03	0.00	131844.69	8073.76	10000.79
FURNITURE & FITTINGS	17068.12	0.00	0.00	17068.12	16333.41	132.36	0.00	16465.77	602.35	734.71
COMPUTER	14407.73	85.59	0.00	14493.32	13587.13	289.62	0.00	13876.75	616.57	820.60
OTHER ASSETS	6188.07	139.83	0.00	6327.90	5057.11	59.65	0.00	5116.76	1211.14	1130.96
Total Rs. :	2886377.10	1623.23	0.00	2888000.33	2161789.99	71394.42	0.00	2233184.41	654815.92	724587.11
Previous Year	2900689.97	14347.32	28660.19	2886377.10	2086558.01	84397.06	9165.08	2161789.99	724587.11	