



29th May, 2024

The Department of Corporate Services BSE Limited Ground Floor, P.J.Towers, Dalal Street, Fort Mumbai – 400 001 Scrip Code : 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol : ROSSELLIND
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Dear Sirs,

Sub: Outcome of the Board Meeting

Pursuant to Regulation 30 read with Part A of para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to advise you that the Board of Directors of the Company at its Meeting held today i.e. 29th May, 2024, inter alia, considered and approved the followings:

1. Audited Standalone and Consolidated Financial Results of the Company for the 4th Quarter and Financial Year ended 31st March, 2024:

In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we enclose the following:

- Audited Standalone and Consolidated Financial Results for the Fourth Quarter and Financial Year ended 31st March, 2024 including Cash Flow Statement for the said period; and
- Auditor's Reports on Standalone and Consolidated Financial Results for the Fourth Quarter and Financial Year ended 31st March, 2024;

Further, in terms of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we do hereby declare that the Statutory Auditors of the Company have expressed unmodified opinion(s) in its audit report pertaining to the Audited Standalone and Consolidated Financial Results for the year ended 31st March, 2024.

2. Recommendation Dividend for the financial year 2023-2024:

Please be advised further that the Board of Directors has also recommended **Dividend of Re.0.30 per fully paid-up Equity Share of Rs.2/- each** of the Company (i.e. 15 % on the paid up Share Capital) for the Financial Year ended 31st March, 2024, subject to declaration of the same by the Shareholders at the **30th Annual General Meeting scheduled to be held on 20th August, 2024**. The Register of Members and Share Transfer Books of the Company shall be closed pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from 13th August, 2024 to 20th August, 2024 (both days inclusive) for payment of dividend and for the purpose of the 30th Annual General Meeting.



CONTINUATION



The Meeting commenced at 12:30 Hours and concluded at 16:40 Hours.

The above is for your record and necessary dissemination.

Yours faithfully,
For **ROSSELL INDIA LTD**



(NIRMAL KUMAR KHURANA)
DIRECTOR (FINANCE) AND
COMPANY SECRETARY

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF ROSSELL INDIA LIMITED

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying Standalone Financial Results of Rossell India Limited ("the Company") for the quarter ended 31st March, 2024 and the year to date results for the period from 1st April, 2023 to 31st March, 2024, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these Financial Results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit/loss and other comprehensive income and other financial information for the quarter ended 31st March, 2024 as well as the year to date results for the period from 1st April, 2023 to 31st March, 2024.

Basis for Opinion

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

Management's Responsibility for the Financial Statements

The Statement has been prepared on the basis of the standalone annual 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 financial statements to give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS. 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 judgements 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 Standalone 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 Responsibility 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 had 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 and Board of Directors.
- Evaluate the appropriateness and the reasonableness of disclosures made by the Board of Directors in terms of requirement specified under Regulation 33 of the Listing Regulation.
- 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the standalone financial results of the company to express an opinion on the standalone financial results.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The Annual Financial Results include the results for the Quarter ended 31st March, 2024 being the balancing figure between audited figures in respect of the full financial year ended 31st March, 2024 and the published unaudited year to date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Khandelwal Ray & Co.,
Chartered Accountants
(Registration No.302035E)



A handwritten signature in black ink, appearing to read "Pinaki Sarkar".

Pinaki Sarkar
Partner

Membership No. 051449
UDIN: 24051449BKHAAD9951

Place: Kolkata

Date : 29th May, 2024

ROSSELL INDIA LIMITED

Regd. Office: Jindal Towers, Block 'B', 4th Floor, 21/1A/3, Darga Road, Kolkata-700 017

CIN: L01132WB1994PLC063513

Website: www.rossellindia.com

E-mail: corporate@rosselltea.com

AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

(Rs. in lakhs)

Sl. No.	Particulars	Standalone				
		Quarter Ended			Year Ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1.	Revenue from Operations					
	(a) Gross Revenue from sale of products and services	6,344	10,982	6,513	35,860	34,866
	(b) Other Operating Income	436	90	238	798	492
	Total Revenue from Operation (a)+(b)	6,780	11,072	6,751	36,658	35,358
2.	Other Income	188	155	143	568	395
3.	Total Income (1+2)	6,968	11,227	6,894	37,226	35,753
4.	Expenses					
	a) Cost of materials consumed	2,291	3,753	2,119	10,860	8,709
	b) Consumption of Green Leaf (Note 3)	7	236	13	632	620
	c) Changes in inventories of finished goods, work-in-progress and Stock-in-trade	1,577	896	1,581	659	184
	d) Employee Benefits Expense	2,645	3,594	2,763	13,730	13,153
	e) Consumption of Stores and Spares	157	171	139	1,000	942
	f) Power and Fuel	141	333	186	1,316	1,555
	g) Finance Cost	347	349	242	1,423	1,178
	h) Depreciation and Amortisation Expenses	330	343	348	1,379	1,373
	i) Other expenses	1,170	1,291	1,192	4,630	4,925
	Total Expenses	8,665	10,966	8,583	35,629	32,639
5.	Profit before Extraordinary / Exceptional Items and Tax (3-4)	(1,697)	261	(1,689)	1,597	3,114
6.	Extraordinary Items	-	-	-	-	-
7.	Profit before Exceptional Items and Tax (5-6)	(1,697)	261	(1,689)	1,597	3,114
8.	Exceptional Items- Demerger Expenses (Note 8)	1	6	6	25	6
9.	Profit for the Period before Tax (7-8)	(1,698)	255	(1,695)	1,572	3,108
10.	Tax Expenses					
	- Current Tax	(309)	68	(308)	200	300
	- Deferred Tax	54	-	59	54	59
11.	Profit for the Period (9-10)	(1,443)	187	(1,446)	1,318	2,737



(Rs. in lakhs)

Sl. No.	Particulars	Standalone				
		Quarter Ended			Year Ended	
		31.03.2024 (Audited)	31.12.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
12.	Other Comprehensive Income					
	i) (a) Items that will not be reclassified to Profit or Loss	(42)	(32)	(8)	(152)	(144)
	(b) Income Tax relating to Items that will not be reclassified to Profit or Loss	3	5	(5)	19	11
	ii) (a) Items that will be reclassified to Profit or Loss	-	-	-	-	-
	(b) Income Tax relating to items that will be reclassified to Profit or Loss	-	-	-	-	-
13.	Total Comprehensive Income (11+12)	(1,482)	160	(1,459)	1,185	2,604
14.	Paid up Equity Share Capital (Ordinary Share of Rs.2 each) (Note 7)	754	754	754	754	754
15.	Reserves (excluding Revaluation Reserve)				28,948	27,913
16.	Earnings per Shares (Rs.)					
	- Basic	(3.82)	0.50	(3.98)	3.50	7.40
	- Diluted	(3.82)	0.50	(3.88)	3.50	7.31



SEGMENT WISE REVENUE, RESULTS & CAPITAL EMPLOYED

(Rs. in lakhs)

Sl. No.	Particulars	Standalone				
		Quarter Ended			Year Ended	
		31.03.2024 (Audited)	31.12.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
1.	Segment Revenue					
	A. Cultivation, Manufacture and Sale of Tea	1,122	5,286	1,506	14,970	16,722
	B. Aviation Products and services	5,658	5,786	5,245	21,688	18,636
	Total	6,780	11,072	6,751	36,658	35,358
	Less: Inter Segment Revenue	-	-	-	-	-
	Total Revenue from Operations	6,780	11,072	6,751	36,658	35,358
2.	Segment Results					
	A. Cultivation, Manufacture and Sale of Tea	(1,807)	151	(2,117)	788	2,569
	B. Aviation Products and services	605	535	813	2,658	2,267
	Total	(1,202)	686	(1,304)	3,446	4,836
	Less: i. Interest	347	349	242	1,423	1,178
	ii. Other un-allocable expenditure net of un-allocable income	149	82	149	451	562
	Profit (Loss) from Ordinary Activities Before Tax	(1,698)	255	(1,695)	1,572	3,096
3.	Segment Assets					
	A. Cultivation, Manufacture and Sale of Tea	15,209	16,885	15,761	15,209	15,761
	B. Aviation Products and services	35,999	33,656	30,734	35,999	30,734
	C. Unallocated	5,992	5,912	4,891	5,992	4,891
	Total	57,200	56,453	51,386	57,200	51,386
4.	Segment Liabilities					
	A. Cultivation, Manufacture and Sale of Tea	4,547	3,893	3,662	4,547	3,662
	B. Aviation Products and services	22,618	20,523	18,763	22,618	18,763
	C. Unallocated	333	853	294	333	294
	Total	27,498	25,269	22,719	27,498	22,719



STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lakhs)

Particulars	Standalone	
	31.03.2024	31.03.2023
	(Audited)	(Audited)
I.ASSETS		
(1) Non-current assets		
(a) Property, Plant and Equipment	23,634	24,149
(b) Capital work-in-progress	1,412	413
(c) Other Intangible Assets	671	883
(d) Intangible Assets Under Development	-	81
(e) Investment in Subsidiary and Associate	76	76
(f) Financial Assets		
(i) Non-Current Investments	1,848	1,848
(ii) Loans	8	6
(iii) Other Financial Assets	250	373
(g) Other Non-current Assets	98	70
Total Non-Current Assets	27,997	27,899
(2) Current assets		
(a) Inventories	18,165	15,168
(b) Biological Assets other than bearer plants	109	67
(c) Financial Assets		
(i) Investments	2,507	1,526
(ii) Trade Receivables	6,345	4,778
(iii) Cash and Cash Equivalents	180	47
(iv) Other Bank Balances	4	6
(v) Loans	11	6
(vi) Other Financial Assets	3	2
(d) Current Tax Assets (Net)	81	32
(e) Other Current Assets	1,781	1,855
Total Current Assets	29,186	23,487
TOTAL ASSETS	57,183	51,386



Particulars	Standalone	
	31.03.2024 (Audited)	31.03.2023 (Audited)
II. EQUITY AND LIABILITIES		
(1) Equity		
(a) Equity Share Capital	754	754
(b) Other Equity	28,948	27,913
Total Equity	29,702	28,667
(2) Liabilities		
(a) Non-Current Liabilities		
(i) Financial Liabilities		
Borrowings	500	1,499
(ii) Deferred Tax Liabilities	146	112
(iii) Other Non-Current Liabilities	218	223
Total Non-Current Liabilities	864	1,834
(b) Current Liabilities		
(i) Financial Liabilities		
Borrowings	18,902	14,662
Trade Payables		
Total Outstandings dues of micro and small Enterprises	251	89
Total Outstandings dues of Creditors other than micro and small Enterprises	4,191	2,669
Other Financial Liabilities	139	212
(ii) Other Current Liabilities	2,973	3,207
(iii) Current Tax Liabilities	161	46
Total Current Liabilities	26,617	20,885
Total Liabilities	27,481	22,719
TOTAL EQUITY AND LIABILITIES	57,183	51,386



Notes :

1. The Board of Directors of the Company in its Meeting held on 29th May, 2024 has recommended a Dividend of Re 0.30 Per Equity Shares of Rs. 2 each (15%) for the Financial Year 2023-2024 as against 20% declared for the Previous Financial Year 2022-2023.
2. These Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time
3. Consumption of green leaf represents cost of green leaf purchased from other growers as well the net difference in value of Opening and Closing stock of Green Leaves.
4. Previous period's figures have been regrouped / rearranged, to the extent necessary, to conform to current period's classifications.
5. The above results, duly reviewed by the Audit Committee at its Meeting held on 29th May, 2024 and were approved at the Meeting of the Board of Directors of the Company held immediately thereafter.
6. Figures for the three months ended 31st March, 2024 are the balancing figure between audited figures for the full financial year and unaudited published year to date figures up to the nine month period ended 31st December, 2023.
7. The Board of Directors at their Meeting held on 12th July, 2022 approved the Scheme of Amalgamation between BMG Enterprises Limited ("the Transferor Company") and Rossell India Limited ("the Transferee Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ('the Scheme'). The Appointed Date set out in the Scheme is 1st July, 2022 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme is pending final disposal before NCLT, which is pending for final hearing. The Company has not incurred any expenses for this Scheme as all the expenses in this regard are being borne by the Transferor Company, in terms of the said Scheme.
8. The Board of Directors of the Company at their Meeting held on 16th December, 2022 approved another Scheme of Arrangement between Rossell India Limited ("the Demerged Company") and Rossell Techsys Limited ("the Resulting Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 involving demerger of Rossell Techsys Division from the Demerged Company into the Resulting Company. The Appointed Date set out in the Scheme is 1st April, 2023 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme was moved before NCLT, who has already pronounced their final order on 25th April, 2024. However, the same is still not being effective pending receipt of Certified Copy from NCLT and filing thereof with the concerned Registrar of Companies. In the meantime, the 50% of the expenses for Demerger aggregating to Rs. 25 lakhs during the year for the year ended 31st March, 2024 have been classified as Exceptional Items as above.

Place : Kolkata
Date : 29th May, 2024



ROSSELL INDIA LIMITED

N. K. Khurana
Wholtime Director
DIN: 00123297

ROSSELL INDIA LIMITED
Standalone Cash Flow Statement for the year ended 31st March, 2024

Rs. in Lakhs

	2023-2024	2022-2023
A. Cash Flow from Operating Activities		
Profit before Tax	1,572	3,096
- Adjustment for :		
Depreciation and Amortization expense	1,379	1,373
Finance Cost	1,423	1,178
Net Gain on Foreign Currency Transaction and Translation	(335)	(269)
(Profit)/ Loss on Disposal of Property, Plant and Equipment (Net)	(3)	(4)
Liabilities no more required written back (net)	-	-
	<u>2,464</u>	<u>2,278</u>
	<u>4,036</u>	<u>5,374</u>
Items Considered in Investing Activity :		
Interest on Deposits etc.	(19)	(19)
Net Gain on restatement of Investments designated at FVTPL	(7)	(26)
Profit on sale of Investments designated at FVTPL	(151)	-
	<u>(177)</u>	<u>(45)</u>
	<u>3,859</u>	<u>5,329</u>
Operating Profit before Working Capital Changes		
- Adjustment for :		
Trade Receivables, Loans, Advances and Other Assets	(1,566)	(955)
Inventories	(2,997)	(2,995)
Trade Payable, Other Liabilities and Provisions	1,374	1,460
	<u>(3,189)</u>	<u>(2,490)</u>
Cash Generated from Operations	670	2,839
Direct Taxes (Net of refund)	(134)	(301)
	<u>(134)</u>	<u>(301)</u>
Net Cash Flow from Operating Activities	<u>536</u>	<u>2,538</u>
B. Cash Flow from Investing Activities :		
Purchase of Property, Plant and Equipment, Other Intangible Assets including Advances for Capital Assets	(1,603)	(2,580)
Sale of Property, Plant and Equipment	7	26
Investment in Subsidiary	-	(1)
Purchase of Current Investments	(7,500)	(1,500)
Proceeds from sale of Current Investments	6,676	-
Interest Received	17	19
Net Cash Flow from Investing Activities	<u>(2,403)</u>	<u>(4,036)</u>
C. Cash Flow from Financing Activities		
Proceeds of Compulsorily Convertible Preference Shares (CCPS)	-	1,580
Proceeds of Working Capital Loan from Bank (Net)	4,240	1,816
Repayment of Term Loan From Banks	(999)	(1,000)
Payment of Interest/ Other Borrowing Cost	(1,425)	(980)
Gain/ (Loss) on Foreign Currency Translations	335	82
Dividend Paid	(151)	(110)
Net Cash Flow from Financing Activities	<u>2,000</u>	<u>1,368</u>
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	<u>133</u>	<u>(130)</u>
Cash and Cash Equivalents at the beginning of the Financial Year	<u>47</u>	<u>177</u>
Cash and Cash Equivalents at the end of the Financial Year	<u>180</u>	<u>47</u>
Components of Cash and Cash Equivalents		
Balance with Banks - Current Accounts	173	41
Cash on hand	7	6
	<u>180</u>	<u>47</u>

Notes:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Ind AS 7 - "Statement of Cash Flow".

ROSSELL INDIA LIMITED


N K Khurana
Wholtime Director
DIN : 00123297

Place: Kolkata

Date: 29th May, 2024



INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF ROSSELL INDIA LIMITED

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying Consolidated Financial Results of Rossell India Limited ("Holding Company") and its subsidiaries, Rossell Techsys Inc., USA and Rossell Techsys Limited (the Holding Company and its subsidiaries together referred to as "the Group") for the year ended 31st March, 2024, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the financial statements / financial information of these Financial Results:

- i. includes the results of the entities
- ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31st March, 2024.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013, as amended (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section in 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 financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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.

Management's Responsibility for the Financial Statements

The Statement has been prepared on the basis of the consolidated annual 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 financial statements to give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS. 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 judgements 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 Consolidated Financial Statements, the respective Board of Directors of the Company included in the Group 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 respective Board of Directors of the Group are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility 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 skepticism throughout the audit. We also:

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



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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The accompanying Statement includes the financial statements and other financial information, in respect of:

- Subsidiary, Rossell Techsys Inc., USA, whose financial statements include total assets of Rs.240.98 lakhs as at 31st March, 2024, total revenue of Rs. 1,202.18 lakhs, total net profit Rs.10.41 lakhs, total comprehensive income Rs. 13.92 lakhs and net positive cash flow of Rs. 40.76 lakhs for the year ended on that date, as considered in the Statement, which have not been audited by us and based on the Accounts, as certified by the Management of that Subsidiary.

This Subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with the accounting principles generally accepted in their respective country and which have not been audited by other auditor under generally accepted auditing standards applicable in their respective country. The Holding Company's management has converted the financial statements of such Subsidiary located outside India from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it related to the balances and affairs of such subsidiary located outside India is based on the representation and the conversion adjustments prepared by the management of the Holding Company.

- Subsidiary, Rossell Techsys Ltd. whose financial statements has not been audited by us includes total assets of Rs.0.20 lakhs as on 31st March,2024, total revenue of Rs. Nil, total net profit/(loss) Rs. (69.39) lakhs, total comprehensive income (Rs.69.39) lakhs and net negative Cash Flow of Rs. 0.90 lakhs for the year ended on that date.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done by the management.

The Statement includes the results for the quarter ended 31st March, 2024 being the balancing figures between the audited figures in respect of the full financial year ended 31st March, 2024 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

Place: Kolkata
Date : 29th May, 2024



For Khandelwal Ray & Co.,
Chartered Accountants
(Registration No.302035E)

Pinaki Sarkar
Partner

Membership No. 051449
UDIN: 24051449BKHAAE8957

ROSSELL INDIA LIMITED

Regd. Office: Jindal Towers, Block 'B', 4th Floor, 21/1A/3, Darga Road, Kolkata-700 017

CIN: L01132WB1994PLC063513

Website: www.rossellindia.com

E-mail: corporate@rosselltea.com

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

(Rs. in lakhs)

Sl. No.	Particulars	Consolidated				
		Quarter Ended			Year Ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1.	Revenue from Operations					
	(a) Gross Revenue from sale of products and services	6,338	10,980	6,513	35,864	34,868
	(b) Other Operating Income	437	91	238	802	492
	Total Revenue from Operation (a)+(b)	6,775	11,071	6,751	36,666	35,360
2.	Other Income	188	155	145	568	397
3.	Total Income (1+2)	6,963	11,226	6,896	37,234	35,757
4.	Expenses					
	a) Cost of materials consumed	2,302	3,749	2,131	10,879	8,722
	b) Consumption of Green Leaf (Note 2)	7	236	13	632	620
	c) Changes in inventories of finished goods, work-in-progress and Stock-in-trade	1,577	896	1,581	659	184
	d) Employee Benefits Expense	2,833	3,727	3,021	14,254	13,892
	e) Consumption of Stores and Spares	159	172	141	1,004	944
	f) Power and Fuel	141	334	187	1,319	1,558
	g) Finance Cost	347	349	242	1,423	1,178
	h) Depreciation and Amortisation Expenses	330	343	348	1,379	1,373
	i) Other expenses	1,010	1,144	911	4,109	4,150
	Total Expenses	8,706	10,950	8,575	35,658	32,621
5.	Profit/(Loss) before Exceptional Items and Tax (3-4)	(1,743)	276	(1,679)	1,576	3,136
6.	Exceptional Items - Demerger Expenses (Note 7)	2	12	12	50	12
7.	Profit/(Loss) for the Period before Tax (5+6)	(1,745)	264	(1,691)	1,526	3,124
8.	Tax Expenses					
	- Current Tax	(309)	68	(308)	200	300
	- Deferred Tax	53	-	59	53	59
9.	Profit/(Loss) for the Period (7-8)	(1,489)	196	(1,442)	1,273	2,765



Sl. No.	Particulars	Consolidated				
		Quarter Ended			Year Ended	
		31.03.2024 (Audited)	31.12.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
10.	Other Comprehensive Income					
	i) (a) Items that will not be reclassified to Profit or Loss	(42)	(32)	(8)	(152)	(144)
	(b) Income Tax relating to Items that will not be reclassified to Profit or Loss	3	5	(5)	19	11
	ii) (a) Items that will be reclassified to Profit or Loss	(13)	-	(14)	(10)	(12)
	(b) Income Tax relating to items that will be reclassified to Profit or Loss	-	-	-	-	-
11.	Total Comprehensive Income (9+10)	(1,541)	169	(1,469)	1,130	2,620
12.	Profit for the Period Attributable to:					
	Owners of the Parent	(1,489)	196	(1,442)	1,273	2,765
	Non Controlling Interests	-	-	-	-	-
13.	Other Comprehensive Income for the Period Attributable to:					
	Owners of the Parent	(52)	(27)	(27)	(143)	(145)
	Non Controlling Interests	-	-	-	-	-
14.	Total Comprehensive Income for the Period Attributable to:					
	Owners of the Parent	(1,541)	169	(1,469)	1,130	2,620
	Non Controlling Interests	-	-	-	-	-
15.	Paid up Equity Share Capital (Ordinary Share of Rs.2 each)	754	754	754	754	754
16.	Reserves (excluding Revaluation Reserve)				28,932	27,952
17.	Earnings per Shares (Rs.)					
	- Basic	(3.95)	0.52	(3.97)	3.38	7.48
	- Diluted	(3.95)	0.52	(3.87)	3.38	7.38



SEGMENT WISE REVENUE, RESULTS & CAPITAL EMPLOYED

(Rs. in lakhs)

Sl. No.	Particulars	Consolidated				
		Quarter Ended			Year Ended	
		31.03.2024 (Audited)	31.12.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
1.	Segment Revenue					
	A. Cultivation, Manufacture and Sale of Tea	1,122	5,286	1,506	14,970	16,722
	B. Aviation Products and services	5,653	5,785	5,245	21,696	18,638
	Total	6,775	11,071	6,751	36,666	35,360
	Less: Inter Segment Revenue	-	-	-	-	-
	Total Revenue from Operations	6,775	11,071	6,751	36,666	35,360
2.	Segment Results					
	A. Cultivation, Manufacture and Sale of Tea	(1,807)	151	(2,117)	788	2,569
	B. Aviation Products and services	558	544	817	2,612	2,295
	Total	(1,249)	695	(1,300)	3,400	4,864
	Less: i. Interest	347	349	242	1,423	1,178
	ii. Other un-allocable expenditure net of un-allocable income	149	82	149	451	562
	Profit (Loss) from Ordinary Activities Before Tax	(1,745)	264	(1,691)	1,526	3,124
3.	Segment Assets					
	A. Cultivation, Manufacture and Sale of Tea	15,209	16,885	15,761	15,209	15,761
	B. Aviation Products and services	35,998	33,734	30,721	35,998	30,721
	C. Unallocated	5,991	5,912	4,890	5,991	4,890
	Total	57,198	56,531	51,372	57,198	51,372
4.	Segment Liabilities					
	A. Cultivation, Manufacture and Sale of Tea	4,547	3,893	3,662	4,547	3,662
	B. Aviation Products and services	22,632	20,558	18,710	22,632	18,710
	C. Unallocated	333	853	294	333	294
	Total	27,512	25,304	22,666	27,512	22,666



STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lakhs)

Particulars	Consolidated	
	31.03.2024 (Audited)	31.03.2023 (Audited)
I.ASSETS		
(1) Non-current assets		
(a) Property, Plant and Equipment	23,634	24,149
(b) Capital work-in-progress	1,412	413
(c) Other Intangible Assets	671	883
(d) Intangible Assets Under Development	-	81
(e) Financial Assets		
(i) Non-Current Investments	1,848	1,848
(ii) Loans	8	6
(iii) Other Financial Assets	258	380
(f) Other Non-current Assets	98	70
Total Non-Current Assets	27,929	27,830
(2) Current assets		
(a) Inventories	18,184	15,174
(b) Biological Assets other than bearer plants	109	67
(c) Financial Assets		
(i) Investments	2,507	1,526
(ii) Trade Receivables	6,346	4,778
(iii) Cash and Cash Equivalents	286	113
(iv) Other Bank Balances	4	6
(v) Loans	11	6
(vi) Other Financial Assets	3	2
(d) Current Tax Assets (Net)	81	32
(e) Other Current Assets	1,721	1,838
Total Current Assets	29,252	23,542
TOTAL ASSETS	57,181	51,372



Particulars	Consolidated	
	31.03.2024	31.03.2023
	(Audited)	(Audited)
II. EQUITY AND LIABILITIES		
(1) Equity		
(a) Equity Share Capital	754	754
(b) Other Equity	28,932	27,952
Attributable to Owners of Parent	29,686	28,706
Non Controlling Interests	-	-
Total Equity	29,686	28,706
(2) Liabilities		
(a) Non-Current Liabilities		
(i) Financial Liabilities		
Borrowings	500	1,499
(ii) Deferred Tax Liabilities	146	112
(iii) Other Non-Current Liabilities	218	223
Total Non-Current Liabilities	864	1,834
(b) Current Liabilities		
(i) Financial Liabilities		
Borrowings	18,902	14,662
Trade Payables		
Total Outstandings dues of micro and small Enterprises	251	89
Total Outstandings dues of Creditors other than micro and small Enterprises	4,240	2,684
Other Financial Liabilities	139	212
(ii) Other Current Liabilities	2,938	3,139
(iii) Current Tax Liabilities	161	46
Total Current Liabilities	26,631	20,832
Total Liabilities	27,495	22,666
TOTAL EQUITY AND LIABILITIES	57,181	51,372



Notes :

1. These Financial Results comprises of the Financial Results of Parent, Rossell India Limited and the Wholly Owned Subsidiaries (WOS), Rossell Techsys Inc., USA & Rossell Techsys Limited (incorporated on 6th December, 2022 and became WOS on 16th December, 2022). These have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.
2. Consumption of green leaf represents cost of green leaf purchased from other growers as well the net difference in value of Opening and Closing stock of Green Leaves.
3. Previous period's figures have been regrouped / rearranged, to the extent necessary, to conform to current period's classifications.
4. The above results, duly reviewed by the Audit Committee at its Meeting held on 29th May, 2024 and were approved at the Meeting of the Board of Directors of the Company held immediately thereafter.
5. Figures for the three months ended 31st March, 2024 are the balancing figure between audited figures for the full financial year and unaudited published year to date figures up to the nine month period ended 31st December, 2023.
6. The Board of Directors at their Meeting held on 12th July, 2022 approved the Scheme of Amalgamation between BMG Enterprises Limited ("the Transferor Company") and Rossell India Limited ("the Transferee Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Scheme"). The Appointed Date set out in the Scheme is 1st July, 2022 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders / Creditors, the petition for approval of the Scheme is pending final disposal before NCLT, which is pending for final hearing. The Company has not incurred any expenses for this Scheme as all the expenses in this regard are being borne by the Transferor Company, in terms of the said Scheme.
7. The Board of Directors of the Company at their Meeting held on 16th December, 2022 approved another Scheme of Arrangement between Rossell India Limited ("the Demerged Company") and Rossell Techsys Limited ("the Resulting Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 involving demerger of Rossell Techsys Division from the Demerged Company into the Resulting Company. The Appointed Date set out in the Scheme is 1st April, 2023 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders / Creditors, the petition for approval of the Scheme was moved before NCLT, who has already pronounced their final order on 25th April, 2024. However, the same is still not being effective pending receipt of Certified Copy from NCLT and filing thereof with the concerned Registrar of Companies. In the meantime, the 50% of the expenses for Demerger aggregating to Rs. 25 lakhs during the year for the year ended 31st March, 2024 have been classified as Exceptional Items as above.

Place : Kolkata
Date : 29th May, 2024



ROSSELL INDIA LIMITED

N. K. Khurana

N. K. Khurana
Wholetime Director
DIN: 00123297

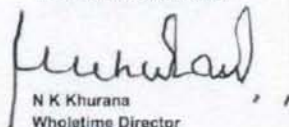
ROSSELL INDIA LIMITED
Consolidated Cash Flow Statement for the year ended 31st March, 2024

	2023-2024	2022-2023
Rs. in Lakhs		
A. Cash Flow from Operating Activities		
Profit before Tax	1,526	3,124
- Adjustment for :		
Depreciation and Amortization expense	1,379	1,373
Finance Cost	1,423	1,178
Net Gain on Foreign Currency Transaction and Translation	(334)	(269)
(Profit)/ Loss on Disposal of Property, Plant and Equipment (Net)	(3)	(4)
Exchange difference on translation of foreign operations	(10)	(12)
	2,455	2,266
Items Considered in Investing Activity :	3,981	5,360
Interest on Deposits etc.	(19)	(19)
Net Gain on restatement of investments designated at FVTPL	(7)	(26)
Profit on sale of investments designated at FVTPL	(151)	-
	(177)	(45)
Operating Profit before Working Capital Changes	3,804	5,345
- Adjustment for :		
Trade Receivables, Loans, Advances and Other Assets	(1,525)	(938)
Inventories	(3,010)	(3,001)
Trade Payable, Other Liabilities and Provisions	1,442	1,483
	(3,093)	(2,456)
Cash Generated from Operations	711	2,889
Direct Taxes (Net of refund)	(134)	(301)
	(134)	(301)
Net Cash Flow from Operating Activities	577	2,588
B. Cash Flow from Investing Activities :		
Purchase of Property, Plant and Equipment, Other Intangible Assets including Advances for Capital Assets	(1,603)	(2,580)
Sale of Property, Plant and Equipment	7	26
Purchase of Current Investments	(7,500)	(1,500)
Proceeds from sale of Current Investments	6,676	-
Interest Received	17	19
	(2,403)	(4,035)
C. Cash Flow from Financing Activities		
Proceeds of Compulsorily Convertible Preference Shares (CCPS)	-	1,580
Proceeds of Working Capital Loan from Bank (Net)	4,240	1,816
Repayment of Term Loan From Banks	(999)	(1,000)
Payment of Interest/ Other Borrowing Cost	(1,425)	(980)
Gain/ (Loss) on Foreign Currency Translations	334	82
Dividend Paid and Tax thereon	(151)	(110)
	1,999	1,368
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	173	(79)
Cash and Cash Equivalents at the beginning of the Period	113	192
Cash and Cash Equivalents at the end of the Period	286	113
Components of Cash and Cash Equivalents:		
Balance with Banks - Current Accounts	279	108
Cash on hand	7	5
	286	113

Notes:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Ind AS 7 - "Statement of Cash Flow".

ROSSELL INDIA LIMITED


N K Khurana
Wholetime Director
DIN : 00123297

Place: Kolkata
Date: 29th May, 2024

