

BENGAL TEA & FABRICS LIMITED
CIN NO.: L51909WB1983PLC036542
Regd. Office : Century Towers, 4th Floor, 45, Shakespeare Sarani, Kolkata - 700017
Compliance Officer's Email ID : investor@bengaltea.com
Telefax – 91 -33 2283 6416/17 Website: www.bengaltea.com

Statement of Audited Financial Results for the Quarter and Year ended 31st March, 2018

(₹ in lakhs)						
	Particulars	Quarter ended			Financial Year ended	
		31 st March 2018 Audited	31 st December 2017 Unaudited	31 st March 2017 Audited	31 st March 2018 Audited	31 st March 2017 Audited
	Revenue :					
I	Revenue from Operation	2,208	3,233	3,204	12,149	12,942
II	Other Income	80	(13)	72	150	204
III	Total Revenue (I+II)	2,288	3,220	3,276	12,299	13,146
IV	Expenses :					
	a. Cost of Materials consumed	915	1,127	1,067	4,769	5,042
	b. Purchase of Stock-in- Trade	7	13	-	45	40
	c. Changes in inventories of finished goods, work-in-progress and Stock-in-trade	231	144	691	(22)	51
	d. Employee benefits expense	554	595	504	2,377	2,352
	e. Finance Cost	75	68	102	280	243
	f. Depreciation and amortisation expense	139	138	123	589	581
	g. Power & Fuel	307	352	331	1,603	1,367
	h. Other expenses	561	493	632	2,225	2,527
	Total Expenses	2,789	2,930	3,450	11,866	12,203
V	Profit/ (Loss) before exceptional items and Taxation (III-IV)	(501)	290	(174)	433	943
VI	Exceptional Items	-	-	-	-	-
VII	Profit/ (Loss) before tax (V-VI)	(501)	290	(174)	433	943
VIII	Tax Expense					
	1. Current Tax	(87)	52	(75)	8	-
	2. Deferred Tax	(276)	43	81	(160)	(54)
	3. (Excess) / Short provision for taxes of earlier years	-	(5)	20	(5)	20
IX	Profit / (Loss) for the period from Continuing Operations (VII-VIII)	(138)	200	(200)	590	977
X	Profit / (Loss) from Discontinued Operation	(219)	(4)	(411)	(1,164)	(1,617)
XI	Tax Expense of Discontinued Operation	103	(15)	(70)	(72)	(59)
XII	Profit / (Loss) from Discontinued Operation (after Tax) (X-XI)	(322)	11	(341)	(1,092)	(1,558)
XIII	Profit/ (Loss) for the Period (IX+XII)	(460)	211	(541)	(502)	(581)
XIV	Other Comprehensive Income					
	A (I) Items that will not be re-classified to profit or loss					
	i. Remeasurement of defined benefit plans	78	(13)	(30)	41	(38)
	(II) Income tax relating to items that will not be reclassified to profit or loss	(7)	3	(1)	-	-
XV	Total Comprehensive Income (comprising profit / (loss) and Other Comprehensive Income) for the period (XIII+XIV)	(389)	201	(572)	(461)	(619)
	Paid-up Equity Share Capital (Face value per share ₹ 10/-)	901	901	901	901	901
	Other Equity excluding Revaluation Reserves (as per balance sheet of previous accounting year)	-	-	-	8,785	9,245
	Earning per Share (not annualised)					
	Basic & Diluted (Continuing Operations) (In ₹)	(1.53)	2.22	(2.22)	6.55	10.84
	Basic & Diluted (Discontinued Operation) (In ₹)	(3.57)	0.12	(3.78)	(12.12)	(17.29)
	Basic & Diluted (Continuing & Discontinued Operations) (In ₹)	(5.10)	2.34	(6.00)	(5.57)	(6.45)



BENGAL TEA & FABRICS LIMITED

CIN NO.: L51909WB1983PLC036542

Regd. Office : Century Towers, 4th Floor, 45, Shakespeare Sarani, Kolkata - 700017

Compliance Officer's Email ID : investor@bengaltea.com

Telefax – 91 -33 2283 6416/17 Website: www.bengaltea.com

(₹ in lakhs)

Standalone Audited Statement of Assets & Liabilities as at 31st March, 2018

	Particulars	As at 31st March, 2018	As at 31st March, 2017
A	ASSETS		
1	Non-current Assets		
	(a) Property, Plant and Equipment	7,041	9,745
	(b) Capital work-in-progress	81	75
	(c) Other Intangible Assets	4	8
	(d) Intangible Assets Under Development	10	4
	(e) Financial Assets		
	(i) Other financial assets	58	35
	(g) Deferred Tax Assets (Net)	552	319
	(h) Other non- current Assets	17	24
	Sub-total- Non-current assets	7,763	10,210
2	Current Assets		
	(a) Inventories	3,448	4,035
	(b) Biological Assets other than bearer plants	6	9
	(c) Financial Assets		
	(i) Investments	742	1,041
	(ii) Trade Receivables	659	903
	(iii) Cash and cash equivalents	71	213
	(iv) Bank Balances other than (iii) above	20	44
	(v) Loans	9	9
	(vi) Other Financial Assets	21	48
	(d) Current Tax Assets (Net)	79	44
	(e) Other current assets	160	1,010
		5,215	7,356
	Assets related to Discontinued Operations	697	-
	Sub-total Current assets	5,912	7,356
	TOTAL ASSETS	13,675	17,566
B	EQUITY AND LIABILITIES		
1	Equity		
	(a) Equity Share Capital	901	901
	(b) Other Equity	8,785	9,245
		9,686	10,146
2	Liabilities		
	Non-current liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	817	1,824
	(b) Provisions	86	118
	(c) Other non-current liabilities	31	36
	Sub-total-Non-current liabilities	934	1,978
	Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	1,560	2,534
	(ii) Trade Payables	700	1,304
	(iii) Other financial liabilities	391	1,014
	(b) Other current liabilities	367	481
	(c) Provisions	23	109
		3,041	5,442
	Liabilities related to Discontinued Operations	14	-
	Sub-total- Current Liabilities	3,055	5,442
	TOTAL EQUITY AND LIABILITIES	13,675	17,566



BENGAL TEA & FABRICS LIMITED

CIN NO.: L51909WB1983PLC036542

Regd. Office : Century Towers, 4th Floor, 45, Shakespeare Sarani, Kolkata - 700017
Compliance Officer's Email ID : investor@bengaltea.com

Segment wise Revenue, Results, Assets and Liabilities as on 31st March, 2018

(₹ in lakhs)

	Particulars	Quarter ended			Year Ended	
		31 st March 2018 Audited	31 st December, 2017 Unaudited	31 st March 2017 Audited	31 st March 2018 Audited	31 st March 2017 Audited
1	Segment Revenue					
	(a) Fabric Division	1,823	1,636	2,462	7,455	8,525
	(b) Tea Division	385	1,597	742	4,694	4,417
	(c) Real Estate Division	-	-	-	-	-
	Revenue from Operations	2,208	3,233	3,204	12,149	12,942
2	Segment Results					
	(a) Fabric Division	(19)	(57)	238	(172)	525
	(b) Tea Division	(373)	421	(300)	969	708
	(c) Real Estate Division	-	-	-	-	-
	Total	(392)	364	(62)	797	1,233
	Less: (i) Finance Cost	75	68	102	280	243
	Less: (i) Other Un-allocable Expenditure	47	37	31	156	125
	(ii) Un-allocable (income)/Loss	(13)	(31)	(21)	(72)	(78)
	Total Profit /(Loss) Before Tax	(501)	290	(174)	433	943
3	Segment Assets					
	(a) Fabric Division	4,385	4,762	5,128	4,385	5,128
	(b) Tea Division	5,146	5,461	5,004	5,146	5,004
	(c) Real Estate Division	2,027	1,980	1,969	2,027	1,969
	(d) Unallocated	1,420	1,304	1,453	1,420	1,453
	Total Segment Assets	12,978	13,507	13,554	12,978	13,554
4	Segment Liabilities					
	(a) Fabric Division	2,859	1,950	4,749	2,859	4,749
	(b) Tea Division	1,017	993	1,160	1,017	1,160
	(c) Real Estate Division	81	62	62	81	62
	(d) Unallocated	18	17	21	18	21
	Total Segment Liabilities	3,975	3,022	5,992	3,975	5,992
	Note : the segment information stated above does not include the following information relating to discontinued operation as stated in note 4 of the financial results.					
5	Information related to Discontinued Operation					
	(a) Segment Revenue	-	47	2,152	2,344	8,464
	(b) Segment Results	(219)	(4)	(411)	(1,164)	(1,617)
	(c) Segment Assets	697	1,614	4,012	697	4,012
	(d) Segment Liabilities	14	2,012	1,428	14	1,428



Notes:

(1) The above results have been reviewed by the Audit Committee and thereafter taken on record by the Board of Directors at their meeting held on 19th May, 2018.

(2) As prescribed under Section 133 of the companies Act 2013 read with the relevant rules issued thereunder the Company has adopted Indian Accounting Standard (IND AS) with effect from 1st April 2017 and accordingly these financial results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial results presented in accordance with IND AS -101 (First-time adoption of Indian Accounting Standards) have been prepared in accordance with the recognition and measurement principles stated therein and prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. The figures for the quarter and year ended 31st March 2017 presented hereunder are also IND AS compliant.

(3) The Company has closed the spinning section (Yarn Segment) at the Textile Unit of the Company situated at Asarwa Mills, Ahmedabad w.e.f 15th September 2017 after obtaining requisite approvals from the shareholders. Accordingly, the financial results of the Yarn Division has been shown as "Discontinued Operation" in terms of IND AS 105 "Non-current Assets Held for Sale and Discontinued Operations" in the results as published.

(4) Loss from Discontinued Operations includes :

(a) Retrenchment Compensations of ₹ 4 lakhs during the quarter ended 31st March 2018 (March 31, 2017: ₹ 32 lakhs) & ₹ 689 lakhs during the financial year ended March 2018 (March 2017 : ₹ 100 Lakhs) paid to the employees laid off due to closure of the Yarn Division of Textile Unit of the Company, as per relevant labour laws & regulations.

(b) Impairment in value of Plant & Machinery of ₹ 193 lakhs during the year ending Mar 31, 2018 (Mar 31, 2017: Nil)

(5) Reconciliation of Net Profit/ (Loss) related to previous period on account of transition from the previous Indian GAAP to IND AS for the quarter and financial year ended 31st March, 2017 is as under :

PARTICULARS	Quarter ended 31 st March, 2017	Financial Year ended 31 st March, 2017
Net Profit/ (Loss) after tax as reported under previous GAAP	(553)	(493)
Adjustment on account of :		
Impact of measuring inventory of Made Tea	110	17
Impact of recognizing Biological Assets at fair value	9	(9)
Impact of remeasurement of Defined Benefit Obligation recognized in other Comprehensive Income (Net of tax)	30	38
Impact of recognising current investments at Fair Value (FVTPL)	14	45
Other (Net)	(3)	(9)
Tax adjustment on above	(148)	(170)
Net Profit / (Loss) after Tax as reported under IND AS	(541)	(581)
Other Comprehensive Income (Net of Tax)	(31)	(38)
Total Comprehensive Income as reported under IND AS	(572)	(619)

(6) Reconciliation of Equity to that reported under previous Generally Accepted Accounting Principles (IGAAP) is given below :

Particulars	Financial Year Ended 31.03.2017
Total Equity as per previous GAAP	9,419
Add / (Less) : adjustments for GAAP difference	
Effect of EIR	(12)
Effect of fair valuation of Financial Assets through FVTPL	103
Effect of Expected Credit Loss	(17)
Effect of measuring inventory of finished goods as per Ind AS	(54)
Effect of Government Grant	7
Effect of Others	3
Tax effect of Ind AS adjustment	(204)
Equity attributable to equity share holders of the Company under Ind AS	9,245

(7) The figures for the quarter ended 31st March, 2018 and 31st March, 2017 are the balancing figures between the audited figures in respect of the full financial year and unaudited published figures upto the third quarter for the respective years. Also the figures upto the third quarter had been reviewed and not subject to audit.

(8) Previous quarter / period figures have been re-grouped / re-arranged wherever necessary, to confirm to the classification for the quarter and financial year ended 31st March 2018.

Place: Kolkata
Date: 19th May, 2018



For and on behalf of the Board of Directors
Adarsh Kanoria
Managing Director
(DIN No. 00027290)

BENGAL TEA & FABRICS LIMITED

CIN NO.: L51909WB1983PLC036542

Regd. Office : Century Towers, 4th Floor, 45, Shakespeare Sarani, Kolkata - 700017

Compliance Officer's Email ID : investor@bengaltea.com

Telefax – 91 -33 2283 6416/17 Website: www.bengaltea.com

Extract of Audited Financial Results for the Quarter and Financial year ended 31st March, 2018

(₹ in lakhs except per share data and where otherwise stated)

		Quarter ended			Financial Year ended	
		31 st March 2018 Audited	31 st December 2017 Unaudited	31 st March 2017 Audited	31 st March 2018 Audited	31 st March 2017 Audited
1	Total Income from operations	2,208	3,233	3,204	12,149	12,942
2	Net Profit / (Loss) before tax from continuing Operations	(501)	290	(174)	433	943
3	Net Profit / (Loss) before tax from Discontinuing Operations	(219)	(4)	(411)	(1,164)	(1,617)
4	Net Profit / (Loss) after tax from Continuing Operations	(138)	200	(200)	590	977
5	Net Profit / (Loss) after tax from Discontinuing Operations	(322)	11	(341)	(1,092)	(1,558)
6	Total Comprehensive Income for the period [comprising Profit/ (Loss) for the period and other Comprehensive Income]	(389)	201	(572)	(461)	(619)
7	Paid-up Equity Share Capital (Face value per shares ₹ 10/-)	901	901	901	901	901
8	Other Equity excluding Revaluation Reserves (as per balance sheet of previous accounting year)				8785	9245
9	Earnings Per Share (EPS) - (Not Annualized)					
i.	Basic and Diluted EPS -Continuing Operations (of ₹ 10/- each) (in ₹)	(1.53)	2.22	(2.22)	6.55	10.84
ii.	Basic and Diluted EPS -Discontinued Operation (of ₹10/- each) (in ₹)	(3.57)	0.12	(3.78)	(12.12)	(17.29)
i.	Basic and Diluted EPS -Continuing and Discontinued Operations (of ₹10/- each) (in ₹)	(5.10)	2.34	(6.00)	(5.57)	(6.45)

Note:

1) The above results were reviewed by the Audit Committee and thereafter taken on record by the Board of Directors at their meeting held on 19th May, 2018.

2) The above is an extract of the detailed format of Audited Financial Results filed with the Stock Exchange under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Audited Financial Results are available on the Stock Exchange website : (www.bseindia.com) and on the Company's website : (www.bengaltea.com).

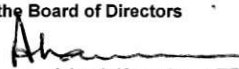
3) Figures of the quarter ended 31st March, 2018 and 31st March, 2017 are the balancing figures between audited figures in respect of the full financial year which were subject to limited review by auditors.

(4) The Company has adopted Indian Accounting Standards (IND AS) notified by the Ministry of Corporate Affairs from 1st April 2017 and accordingly these financial results along with the Comparatives have been prepared in accordance with the recognition and measurement principles laid down as per IND AS -34 "Interim Financial Reporting" as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles.

For and on behalf of the Board of Directors

Place: Kolkata

Date: 19th May, 2018


Adarsh Kanoria
Managing Director
(DIN: 00027290)



Independent Auditors' Report

To the members of Bengal Tea & Fabrics Limited

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of **Bengal Tea & Fabrics Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), and Cash Flow Statement and the Statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "Standalone Ind AS Financial Statements").

Management's Responsibility for the Standalone Ind AS 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 Ind AS financial statements that gives a true and fair view of the state of affairs (financial position), Profit or loss (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 Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Ind AS financial statements that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including Ind AS, of the financial position of the Company as at 31st March 2018 and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matters

- a) The comparative financial information of the Company for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these standalone Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the erstwhile auditor whose report for the year ended 31st March 2017 and 31st March 2016 dated 12th May 2017 and 20th May 2016 respectively expressed an unmodified opinion on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.
- b) We did not audit total revenue of Rs.9799 Lakhs and Rs. NIL and loss before tax of Rs. 1336 Lakhs and Rs. NIL of Fabric Division & Real Estate Division for the year ended 31st March, 2018 respectively and the total assets of Rs. 5082 Lakhs and Rs. 2027 Lakhs of Fabric Division & Real Estate Division as at 31st March, 2018 respectively, (includes Revenue amounting to Rs. 2344 Lakhs, loss before tax of Rs. 1164 Lakhs and assets of Rs. 697 Lakhs for the discontinued operations as disclosed in note no. 39 of the Standalone Ind AS Financial Statements) whose financial information have been audited by the other auditor and whose report has been furnished to us, and our opinion in so far as it relates to the affairs of these divisions is based solely on the report of the other auditor.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

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

Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branch not visited by us;
- c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account and with the returns received from the branch not visited by us;



- d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, 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 B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; ; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 Ind AS financial statements – refer note 40 to the Standalone Ind AS financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were requires to be transferred to the Investor Education and Protection Fund by the company.



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


(Aditya Singhi)

Partner

Membership No. 305161

Place: Kolkata
Dated: 19 May 2018

ANNEXURE "A" TO THE AUDITORS' REPORT OF EVEN DATE

- I.
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situations of fixed assets.
 - b. During the year, fixed assets have been physically verified by the management according to a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verifications.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company.
- II. As informed, the inventories of the Company have been physically verified by the management at the reasonable intervals. In our opinion and according to the information and explanations given to us, the frequency of such verification is reasonable and adequate in relation to the size of the company and the nature of its business the discrepancies noticed on verification between the physical stocks and the book records were not material.
- III. The Company has not granted any loans secured or unsecured to companies, firms or parties covered in the register maintained under Section 189 of the Act. Accordingly, clause 3 (iii) of the Order is not applicable to the Company.
- IV. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- V. The Company has not accepted any deposits from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under.
- VI. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148 (1) of the Act in respect of the Company's products to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been maintained. We have however not made a detailed examination of the said records with a view to determine whether they are accurate or complete.
- VII.
 - a. According to the information and explanations given to us, during the year, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other statutory dues as applicable to it.
 - b. According to the information and explanations given to us, the details of disputed dues of sales tax, income tax, customs duty, wealth tax, excise duty, service tax, and Cess, if any, as at 31st March, 2018, are as follows:

Name of the Statute	Nature of Dues	Amount (Rs. in lakh)	Period to which the Amount relates	Forum where dispute is pending
Employee State Insurance	E.S.I Contribution	1.86 1.04	2004-2005 2010-2011	High Court, Ahmedabad
West Bengal Value Added Tax, 2003	VAT	1.18	2011-12	West Bengal Commercial Tax Appellate Revisional Board
The Central Sales Tax Act, 1956	CST	0.01	2013-14	Revision Petition



- VIII. In our opinion and on the basis of information and explanations given to us by the management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- IX. In our opinion and according to the information and explanations given to us, the company did not raise any money by way of initial public offer or further public offer (including debt instruments), the term loans obtained during the year were, prima facie, applied by the company for the purpose for which they were obtained, other than temporary deployment pending application.
- X. During the course of our examination of books of account carried out in accordance with generally accepted auditing practices in India, we have neither come across any incidence of fraud on or by the Company nor have we been informed of any such cases by the management.
- XI. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the said Act.
- XII. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- XIV. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- XV. According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- XVI. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

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



Aditya Singhi
(Aditya Singhi)
Partner

Membership No. 305161

Place: Kolkata

Dated: 19 May 2018

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph (h) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 Bengal Tea & Fabrics Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting



A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial

control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone 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 March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

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




(Aditya Singhi)

Partner

Membership No. 305161

Place: Kolkata

Dated: 19 May 2018

Independent Auditors Report on Quarterly and Annual Standalone Financial Results of Bengal Tea & Fabrics Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of Bengal Tea & Fabrics Limited

1. We have audited the accompanying statement of quarterly standalone financial results of Bengal Tea & Fabrics Limited ('the Company') for the quarter and year ended 31st March, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Regulations'), read with SEBI circular No: CIR/CFD/FAC/62/2016 dated July 5, 2016 and has been initialled by us for identification. The financial results for the quarter ended 31st March, 2018 have been prepared on the basis of the audited financial statements for the year ended 31st March, 2018 and the financial results for the nine months ended 31st December, 2017, which were subject to limited review and are the responsibility of the company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our audit of the financial results as at and for the year ended 31st March, 2018 and our review of the financial results for the nine months period ended 31st December 2017, which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34, "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under, as applicable and other accounting principles generally accepted in India and the relevant requirements of the SEBI Regulations.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit total revenue of Rs.9799 Lakhs and Rs. NIL and loss before tax of Rs. 1336 Lakhs and Rs. NIL of Fabric Division & Real Estate Division for the year ended 31st March, 2018 respectively and the total assets of Rs. 5082 Lakhs and Rs. 2027 Lakhs of Fabric Division & Real Estate Division as at 31st March, 2018 respectively, (includes Revenue amounting to Rs. 2344 Lakhs, loss before tax of Rs. 1164 Lakhs and assets of Rs. 697 Lakhs for the discontinued operations as disclosed in the Financial Results – Refer note 3) whose financial information have been audited by the other auditor and whose report has been furnished to us, and our opinion in so far as it relates to the affairs of these divisions is based solely on the report of the other auditor.
4. In our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone Ind As financial results as well as the year to date results read with notes thereon:
 - i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No: CIR/CFD/FAC/62/2016 dated July 5, 2016, in this regard; and



- II. gives a true and fair view of the financial performance including total comprehensive income and other financial information for the quarter and year ended 31st March 2018.
5. The comparative financial information of the Company for the quarter and year ended 31st March 2017 included are based on the previously issued standalone financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the erstwhile auditor whose report for the year ended 31st March 2017 dated 12th May 2017 expressed an unmodified opinion on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of this matter.



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

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

(Aditya Singhi)
Partner

Membership No. 305161

Place: Kolkata

Dated: 19 May 2018