



Bengal Tea & Fabrics Limited

CIN. L51909WB1983PLC036542

Registered Office :

Century Towers, 45, Shakespeare Sarani, 4th Floor, Kolkata - 700 017

Telefax : 91-33 2283 6416/6417, e-mail : mail@bengaltea.com

Website : www.bengaltea.com



ISO 22000 : 2018
ISO 9001 : 2015



CB-045-F985
CB-045-QM3



25th May, 2023

..... BSE Listing Centre

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai 400 001

(Scrip Code: 532230)

Re: Information pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Outcome of Board Meeting

Dear Sir,

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") please note that the Board of Directors at their meeting held on 25th May, 2023 has approved the following items:

1. The Audited Statement of Standalone Annual Financial Results of the Company for the year ended 31st March, 2023 along with Audit Report dated 25th May, 2023 of M/s Jain & Co., (FRN: 302023E) Chartered Accountants, Statutory Auditors, in respect of the audited standalone financial results and Declaration under Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") are enclosed herewith.
2. Pursuant to Regulation 30(2) read with Schedule III Part A Para A(4) (a) of the Listing Regulations, the Board of Directors recommended dividend of Re. 1.00 per equity share of the face value of Rs. 10/- each being 10% subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) and would be paid/dispatched within 30 days from the date of declaration at the ensuing AGM; to the Members whose name appears in the Register of Members as on the cut - off date of 28th July, 2023 (end of day).
3. The 40th Annual General Meeting (AGM) of the Members of the Company will be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on Friday, 4th August, 2023.
4. Pursuant to Regulation 42 of the SEBI Listing Regulations, the Share Transfer Books and Register of the Members will remain closed from Saturday, 29th July, 2023 to Friday, 4th August, 2023 (both days inclusive) for the purpose of the 40th AGM and payment of Dividend. Dividend on Equity Shares, if declared, at the 40th AGM will be paid within 30 days from the date of declaration.



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ISO 22000:2018
ISO 9001:2015



CB-045-FSMS
CB-045-QMS



Enclose herewith also find the Related Party Transactions for the half year ended 31st March, 2023 as required pursuant to Regulations 23(9) of SEBI (LODR), Regulations, 2015.

The Board meeting started at 11.00 A.M. and ended at 12.05 P.M.

Yours faithfully

For Bengal Tea & Fabrics Limited

Sunita Shah

Company Secretary

(Membership no.: F8495)

- Encl : (1) Statement under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
(2) Audit Report for the year ended 31st March, 2023
(3) Declaration that the Audit Report has unmodified opinion of Statutory Auditors as mentioned in SEBI Circular CIR/CFD/CMD/56/20
(4) Related Party Transactions for the half year ended 31st March, 2023.

JAIN & CO.
Chartered Accountants

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Independent Auditors Report

To

**THE BOARD OF DIRECTORS OF
BENGAL TEA & FABRICS LIMITED**

Report on the Audit of financial Result

Opinion

We have audited the accompanying quarterly and annual financial results of Bengal Tea & Fabrics Limited (the “company”) for the quarter and year ended March 31, 2023 (“statement”), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (the “listing obligation and Disclosure Requirement”), Regulations, 2015 as amended (the “Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, the statement

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the recognition and measurement principle laid down in the applicable Indian accounting standards (Ind AS) and other accounting principles generally accepted in India, of the net profit and other



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comprehensive income and other financial information of the company for the year ended March 31, 2023.

BASIS FOR OPINION

We conducted our audit in accordance with the standards on Auditing (SA's) 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 financial results" section of our report. We are independent of the company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirement that are relevant to our audit of the financial statement under the provisions of the act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the annual financial results.

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

The annual results have been prepared on the basis of the annual financial statement.

The company's management and Board of Directors are responsible for the preparation and presentation of the statement that gives a true and fair view of the net profit and other comprehensive income of the company and other financial information in accordance with the applicable accounting



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standards prescribed under section 133 of the Act read with the relevant rules issued thereunder and other accounting principle generally accepted in India and in compliance with Regulation 33 of the Listing Regulation. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and, maintenance of adequate internal controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation of the statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.



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Reasonable assurance is a high level of assurance but is not guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists .Misstatement 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 decision of users taken on the basis of the statement.

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

- Identify and assess the risk of material misstatement of the statement , whether due to fraud or error , design and perform audit procedure responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide basis for our opinion . The risks 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 ,misrepresentation , or the override of internal controls .
- Obtain an understanding of internal control relevant to the audit in order to design audit procedure that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statement in place and the operating effectiveness of such controls .



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

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



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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 relationship and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Other Matter

- a) We did not audit total revenue of Rs 645 lakhs and Rs NIL and total comprehensive income of Rs (18) Lakhs and Rs NIL of Textile Division & Real Estate Division for the year ended March 31, 2023, respectively and the total assets of Rs 78 Lakhs and Rs 1621 Lakhs of Textile Division & Real Estate Division as at March 31, 2023 respectively, (including Revenue amounting to Rs 645 Lakhs, profits before tax of Rs 170 Lakhs and assets of Rs 78 Lakhs for the discontinued operations of Textile Division as disclosed in the Financial statement) 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 conclusion is not modified in respect of this matter



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- b) The statement includes the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures upto the 3rd quarter of the current financial year, which were subjected to a limited review by us as required under the Listing Regulations.

Our opinion is not modified in respect to above matter

For Jain & Co
Chartered Accountants
Registration No 302023E
UDIN 23055048BGWCDW1801



CA M K Jain
Partner
Membership No 055048

P 21/22 Radha Bazar Street,
Kolkata 700001
Dated the 25th day of May, 2023



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INDEPENDENT AUDITORS' REPORT

To the Members of Bengal Tea & Fabrics Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bengal Tea & Fabrics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.



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 Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.



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Key Audit Matter	Auditor's Response
<p>Disclosure of Contingency, Litigation & Taxation</p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgement to determine the possible outcome of these disputes.</p> <p>The Company is exposed to different laws, regulations and interpretations thereof. The company is also subject to number of significant claims, litigations, regulatory including Income tax {refer note no. 41} and various matters require legal interpretation that arises from time to time in the ordinary course of business. The assessment of the likelihood and quantum of any liability in respect of these matters can be judgmental due to the uncertainty inherent in their nature. The Company is required to assesses the need to make provision or disclose a contingency on a case-to-case basis considering the underlying facts of each litigation</p> <p>We have considered this to be a key audit matter, since the accounting and disclosure of claims and litigations is</p>	<p>Principal Audit Procedures</p> <ul style="list-style-type: none">➤ Understanding and assessing the internal control environment relating to the identification, recognition and measurement of provisions for disputes, potential claims and litigation, and contingent liabilities;➤ Analysed significant changes/update from previous periods and obtained a detailed understanding of such items. Assessed recent judgments passed by the court authorities affecting such change;➤ Discussed the status of significant known actual and potential litigations with the management & noted that information placed before the board for such cases and,➤ Assessment of the management's assumptions and estimates related to the recognized provisions for disputes and disclosures of contingent liabilities in the financial statements.



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Key Audit Matter	Auditor's Response
complex and judgmental, and the amounts involved are, or can be, material to the financial statements.	

Information other than the financial statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, for example Board's Report, Report on Corporate Governance, Management Discussion and Analysis Report, etc. but does not include financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 these other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that 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



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accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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



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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:

- a. 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;
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls;
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- d. 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; and



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- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the 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.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so



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would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit total revenue of Rs. 645 Lakhs and Rs. NIL and total comprehensive income of Rs. (18) Lakhs and Rs. NIL of Textile Division & Real Estate Division for the year ended March 31, 2023 respectively and the total assets of Rs. 78 Lakhs and Rs. 1,621 Lakhs of Textile Division & Real Estate Division as at March 31, 2023 respectively, (including Revenue amounting to Rs. 645 Lakhs, profit before tax of Rs.170 Lakhs and assets of Rs. 78 Lakhs for the discontinued operations of Textile Division as disclosed in the Financial Statement) 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 conclusion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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.
2. 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;



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- 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 (including Other Comprehensive Income), 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 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, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, 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;
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the company to its directors for the year ended March 31, 2023 is in accordance with the provisions of section 197 of the Act read with Schedule V of the Act.



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h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer note 41 to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a). The Management has represented that, to the best of its knowledge and belief, as disclosed in Note 55 to the financial statements, no funds 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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, as disclosed in Note 55 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on



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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 performed 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.

(d). The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.

(e). As stated in Note 18.12 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.

For Jain & Co

Chartered Accountants

Firm Registration No.302023E

UDIN

23055048 BG WCD X1667


(CA M K Jain)

Partner

Membership No. 055048

P 21/22 Radha Bazar Street,
Kolkata 700001

Dated the 25th day of May, 2023



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

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Bengal Tea & Fabrics Ltd. of even date)

- i. a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant & Equipment.
(B) The Company has maintained proper records showing full particulars of intangibles assets.
- b. Property, Plant and Equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company.
- d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
- e. According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and rules made thereunder.



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- ii. a. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year except for stores and spares which are physically verified in a phased manner to cover all the items over a period of three years. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the coverage and procedure of such verification by the management is appropriate.
- b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of Stock and Debtors. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are not in agreement with the unaudited books of accounts of the Company and the details are as follows (Refer note - 23.3 to the financial statements): -

Quarter Ending	Value as per (Rs in Lakhs)		Variance (Rs in Lakhs)	Reasons for Variances
	Books	Quarterly Statement		
Punjab National Bank				
June 30, 2022	904.04	905.10	(1.06)	During the year there were no major variances till December 2022. From January 2023 onwards, Company is required to submit only quantitative details without any value ascertained. Hence not applicable.
September 30, 2022	1200.73	1200.73	-	
December 31, 2022	545.88	545.88	-	
March 31, 2023	N.A.	N.A.	-	



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iii.(a). During the year the Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, the reporting under clauses 3(iii)(a), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(b). In our opinion and according to the information and explanation given to us, the investments made during the year are prima facie, not prejudicial to the Company's interest.

iv. In our opinion and according to the information and explanations provided to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of investments made as covered under Section 186 of the Act.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.

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,



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Income Tax, Goods & Service Tax, Custom duty, Cess and other material statutory dues as applicable to it with the appropriate authorities. No undisputed statutory dues as above were outstanding as at March 31, 2023 for a period of more than six months from the date they became payable, except as mentioned below:

Name of the Statute	Nature of the Dues	Amount (Rs. in lakhs)	Period to which the amount relates	Date of Payment
Gujarat Industrial Development Act, 1962	Water cess	0.46	March'19	Unpaid

- b. According to the information and explanations given to us, the details of disputed dues of sales tax, income tax, customs duty, excise duty, service tax, and Cess, if any, which have not been deposited as at March 31, 2023, are as follows:

Name of the Statute	Nature of Dues	Amount (Rs. in lakhs)	Period to which the Amount relates	Forum where dispute is pending
Employee State Insurance	E.S.I Contribution	1.86 1.04	2004-2005 2016-2017	High Court, Gujarat
Central Excise	Excise Duty	26.93	2014-15	Customs, Excise & Service Tax Appellate Tribunal, West Zonal Branch, Ahmedabad



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Central Excise	Excise Duty	9.19	2016-17 2017-18	Customs, Excise & Service Tax Appellate Tribunal, West Zonal Branch, Ahmedabad
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- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 (43 of 1961) as income during the year.
- ix. a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to any lender.
- b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or government authority.
- c. In our opinion and according to the information and explanations given to us by the management, no term loans were obtained by the company during the financial year.
- d. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.



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- e. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of any company to meet the obligations as defined under the Act.
- f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities as defined under the Act.
- x. a. In our opinion, and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable to the Company.
- b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi. a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the management.
- b. During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.



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- c. As represented to us by the management, there are no whistle blower complaints received by the Company during the year
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable to the Company.
- 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 standalone financial statements as required by the applicable Indian accounting standards.
- xiv. a. Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- b. We have considered the internal audit reports of the Company issued till date for the period under audit.
- 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. a. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, the requirement to report on clause (xvi) (a) & (b) of the order is not applicable to the Company



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- b. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- c. Based on the information and explanations provided by the management of the Company, the Group does not have any CIC's, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios (refer note - 54 to the financial statements), 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, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the 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, however, state that this is not an assurance as to the future viability of the Company. 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 get discharged by the Company as and when they fall due.



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- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- xxi. The Company is not required to prepare Consolidated Financial Statements. Accordingly, clauses 3(xxi) of the Order is not applicable.


For Jain & Co

Chartered Accountants

Firm Registration No.302023E

UDIN

23055048 BAWCD X 1667


(CA M K Jain)

Partner

Membership No. 055048

P 21/22 Radha Bazar Street,
Kolkata 700001

Dated the 25th day of May, 2023



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ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S 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, 2023 in conjunction with our audit of the 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



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"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 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



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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and 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, 2023, 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.

Other Matter

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the Internal financial controls over financial reporting in so far as it relates



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to Textile Division & Real Estate Division (including discontinued operations as disclosed in the Financial Statements - Refer note 40) is based on the corresponding reports of the other auditors of the branches not visited by us. Our opinion is not modified in respect of this matter.

For Jain & Co.

Chartered Accountants

Firm Registration No.302023E

UDIN

23055048B6WCDX1667



(CA M K Jain)

Partner

Membership No. 055048

P 21/22 Radha Bazar Street,

Kolkata 700001

Dated the 25th day of May, 2023



BENGAL TEA & FABRICS LIMITED
CIN : 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 Financial year ended 31st March, 2023

(₹ in lakhs except for EPS)

	Particulars	Quarter ended			Year ended	
		31 st March, 2023 Audited (Refer Note 6)	31 st December 2022 (Unaudited)	31 st March, 2022 Audited (Refer Note 6)	31 st March, 2023 (Audited)	31 st March, 2022 (Audited)
	Income :					
I	Revenue from operations	362	1,665	276	4,952	5,513
II	Other income	137	63	105	276	137
III	Total income (I+II)	499	1,729	381	5,228	5,650
	IV Expenses :					
a.	Cost of materials consumed	66	232	67	1,204	1,428
b.	Purchase of stock-in-trade	-	-	-	-	34
c.	Changes in inventories of finished goods, Work-in-progress and Stock-in-trade	582	724	16	435	(39)
d.	Employee benefits expense	369	495	382	1,584	1,906
e.	Finance cost	21	8	1	43	43
f.	Depreciation and amortization expense	48	43	48	178	180
g.	Power & fuel	43	100	38	424	380
h.	Other expenses	167	175	202	902	809
	Total Expenses	1,346	1,777	754	5,170	4,742
V	Profit/ (Loss) before exceptional & extraordinary items & tax (III-IV)	(847)	(48)	(373)	58	908
VI	Exceptional items (refer Note no. 3)	-	-	3,003	-	3,003
VII	Profit/ (Loss) before tax (V-VI)	(847)	(48)	2,630	58	3,911
VIII	Tax Expense					
1.	Current Tax	(79)	3	222	-	282
	Less : MAT Credit Entitlement	79	(37)	60	-	-
2.	Deferred Tax	63	6	(382)	405	(370)
3.	Income Tax for earlier years	(226)	-	2	(226)	2
IX	Profit / (Loss) for the period after exceptional items from Continuing Operations (VII-VIII)	(684)	(29)	2,708	(121)	3,997
X	Profit / (Loss) from Discontinued Operation	37	(215)	(466)	170	(1,029)
	Loss due to impairment of assets pertaining to Disposal Group	-	-	(1,115)	-	(1,115)
XI	Tax Expense of Discontinued Operation	(109)	(40)	(86)	27	25
XII	Profit / (Loss) from Discontinued Operations (X-XI) (after Tax)	146	(175)	(1,494)	143	(2,169)
XIII	Profit/ (Loss) for the Period (IX+XII)	(538)	(195)	1,214	22	1,828
XIV	Other Comprehensive Income					
A (i)	Items that will not be re-classified to profit or loss					
(ii)	Remeasurement of defined benefit plans	(101)	-	67	(101)	67
(iii)	Income tax thereon	-	-	-	-	-
XV	Total Comprehensive Income for the Period (XIII+XIV)	(639)	(195)	1,281	(79)	1,895
	Paid-up Equity Share Capital (Face value per share ₹ 10/-)	901	901	901	901	901
	Other Equity (as per balance sheet)				10,433	10,892
XVI	(a) Earning per Share -(₹ 10 per share) -(before Exceptional items)*					
	Basic & Diluted (Continuing Operations) (in ₹)	(7.59)	(0.22)*	(3.28)*	(1.34)	11.05
	Basic & Diluted (Discontinued Operation) (in ₹)	1.62	(1.94)*	(16.59)*	1.59	(24.09)
	Basic & Diluted (Continuing & Discontinued Operations) (in ₹)	(5.97)	(2.16)*	(18.87)*	0.25	(13.04)
	(b) Earning per Share (₹ 10 per share) -(after Exceptional items)*					
	Basic & Diluted (Continuing Operations) (in ₹)	(7.59)	(0.22)*	30.07*	(1.34)	44.40
	Basic & Diluted (Discontinued Operation) (in ₹)	1.62	(1.94)*	(16.59)*	1.59	(24.09)
	Basic & Diluted (Continuing & Discontinued Operations) (in ₹)	(5.97)	(2.16)*	13.48*	0.25	20.31
	* (Figure for the periods are not annualized)					



BENGAL TEA & FABRICS LIMITED

CIN : 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

Segment wise Revenue, Results, Assets and Liabilities as at 31st March, 2023

(₹ in lakhs)

	Particulars	Quarter ended			Year Ended	
		31 st March, 2023 Audited (Refer Note 6)	31st December, 2022 (Unaudited)	31 st March, 2022 Audited (Refer Note 6)	31 st March, 2023 (Audited)	31 st March, 2022 (Audited)
1	Segment Revenue					
	(a) Tea Division	362	1,666	276	4,952	5,513
	(b) Real Estate Division	-	-	-	-	-
	Less: Inter Segment Revenue					
	Revenue from Operations	362	1,666	276	4,952	5,513
2	Segment Results					
	(a) Tea Division	(461)	(94)	(349)	317	1,081
	(b) Real Estate Division (refer Note -7)	(411)	-	-	(411)	-
	Total	(872)	(94)	(349)	(94)	1,081
	Less: (i) Finance Cost	21	8	1	43	43
	Less: (ii) Other Un-allocable Expenditure	-	-	45	-	179
	(iii) Un-allocable (Income)/Loss	(46)	(54)	(22)	(195)	(49)
	Total Profit (Loss) Before Tax	(847)	(48)	(373)	58	908
3	Segment Assets					
	(a) Tea Division	6,078	5,516	5,959	6,078	5,959
	(b) Real Estate Division	1,621	2,032	2,032	1,621	2,032
	(c) Unallocated	5,021	4,402	2,048	5,021	2,048
	Total Segment Assets	12,720	12,950	11,039	12,720	11,039
4	Segment Liabilities					
	(a) Tea Division	1,347	1,048	622	1,347	622
	(b) Real Estate Division	-	-	-	-	-
	(c) Unallocated	6	19	145	6	145
	Total Segment Liabilities	1,353	1,067	767	1,353	767
5	Capital Employed					
	(Segment Assets - Segment Liabilities)					
	(a) Tea Division	4,731	5,468	5,337	4,731	5,337
	(b) Real Estate Division	1,621	2,032	2,032	1,621	2,032
	(c) Unallocated	5,015	4,363	1,903	5,015	1,903
	Total Capital Employed	11,367	11,863	10,272	11,367	10,272
Note : the segment information stated above does not include the following information relating to discontinued operation as stated in note 2 of the published results.						
6	Information related to Discontinued Operation					
	(a) Segment Revenue	-	16	700	113	4,381
	(b) Segment Results (Pre-tax)	36	(215)	(1,576)	169	(2,034)
	(c) Segment Assets	72	211	1,479	72	1,479
	(d) Segment Liabilities	105	121	248	105	248
	(e) Capital Employed	(33)	90	1,231	(33)	1,231
The Company has reported segment information as per Indian Accounting Standard 108 "Operating Segment" (IND AS 108). The identification of operating segment is consistent with performance assessment and resource allocation by the Chief Operating Decision Maker.						



Amt in ₹ Lakhs

Statement of Assets & Liabilities as at 31st March, 2023

	Particulars	As at 31 st Mar, 2023	As at 31 st Mar, 2022
		Audited	Audited
A	ASSETS		
1	Non-current Assets		
	(a) Property, plant and equipment	4,840	4,687
	(b) Capital work-in-progress	224	91
	(c) Other Intangible assets	7	10
	(a) Financial assets		
	(i) Investments	1,352	100
	(ii) Other financial assets	33	33
	(f) Deferred tax assets (Net)	774	1,030
	(g) Other non-current assets	23	13
	Sub-total- Non-current assets	7,253	5,964
2	Current Assets		
	(a) Inventories	2,116	2,501
	(b) Biological assets other than bearer plants	14	39
	(c) Financial assets		
	(i) Investments	2,751	902
	(ii) Trade receivables	37	6
	(iii) Cash and cash equivalents	154	1,396
	(iv) Bank balances other than (ii) above	6	6
	(v) Loans	7	8
	(vi) Other financial assets	65	66
	(d) Current tax assets (Net)	132	-
	(e) Other current assets	179	140
		5,461	5,064
	Assets pertaining to Disposal Group	78	1,490
	Sub-total Current assets	5,539	6,554
	TOTAL ASSETS	12,792	12,518
B	EQUITY AND LIABILITIES		
1	Equity		
	(a) Equity Share Capital	901	901
	(b) Other Equity	10,433	10,602
		11,334	11,503
2	Liabilities		
	<u>Non-current liabilities</u>		
	(a) Financial Liabilities	-	-
	(b) Provisions	24	45
	(c) Other non-current liabilities	15	18
	Sub-total-Non-current liabilities	39	63
	<u>Current Liabilities</u>		
	(a) Financial Liabilities		
	(i) Borrowings	663	88
	(ii) Trade payables		
	(i) Total Outstanding dues of micro enterprises & small enterprises ; and	12	6
	(ii) Total Outstanding dues of creditors other than micro enterprises & small enterprises	179	169
	(iii) Other financial liabilities	55	22
	(b) Other current liabilities	273	276
	(c) Provisions	112	4
	(d) Current Tax Liabilities (Net)	-	139
		1,314	704
	Liabilities pertaining to Disposal Group	105	248
	Sub-total- Current Liabilities	1,419	952
	TOTAL EQUITY AND LIABILITIES	12,792	12,518



Amt in ₹ Lakhs

Statement of Cash Flows for the period ended 31st March 2023

	For the year ended (Audited) 31 st March, 2023			For the year ended (Audited) 31 st March, 2022		
	Continuing Operations	Discontd. Operations	Total	Continuing Operations	Discontd. Operations	Total
A CASH FLOW FROM OPERATING ACTIVITIES						
Net Profit / (Loss) before tax and after exceptional items	58	170	228	908	859	1,767
Finance cost	43		43	43	111	154
Depreciation (including amortization & impairment)	178		178	180	1,278	1,458
Interest received	(98)	(2)	(100)	(8)	(1)	(7)
Rent received	-		-	-	(1)	(1)
Deferred Income Written Off	-		-	-	-	-
Loss / (Profit) on Property, Plant and Equipment sold/discarded (Net)	(20)	(336)	(356)	(8)	(3,071)	(3,077)
Net (Gain) on sale of investments	(41)		(41)	(25)	-	(25)
Mark to Market (gain) on financial instruments under FVTPL	(58)		(58)	(24)	-	(24)
Other Non cash (income) / expenses	-	8	8	-	10	10
Operating Profit/ (Loss) before Working Capital Changes	64	(160)	(96)	1,070	(815)	255
ADJUSTMENT FOR :						
(Increase)/Decrease in trade receivables	(31)	185	134	29	732	761
(Increase)/Decrease in Non-current & current financial assets	(2)	43	41	(36)	(23)	(59)
(Increase) /Decrease in Non-current & current assets	(11)	211	200	(51)	(4)	(55)
(Increase) /Decrease in Inventories	385	292	677	(68)	927	859
Increase / (Decrease) in Trade Payables	16	(168)	(152)	(4)	(958)	(962)
Increase / (Decrease) in Non-current & current financial liabilities	33	41	74	(45)	0	(45)
Increase / (Decrease) in Non-current & current provisions	4	(9)	(5)	(81)	(34)	(95)
Increase / (Decrease) in Non-current & current liabilities	(6)	(7)	(13)	65	(2)	63
Cash Generated from Operations	452	408	860	899	(177)	722
Income Tax (Paid)/ received (Net)	(247)	3	(244)	-35	-28	-63
Net Cash Flow from Operating Activities	205	411	616	864	(205)	659
B CASH FLOW FROM INVESTING ACTIVITIES						
Purchase of Property, Plant and Equipment	(471)	-	(471)	(424)	(1)	(425)
Sale of Property, Plant and Equipment	29	979	1,008	12	3,208	3,218
Change in Capital Advances	(13)	-	(13)	18	30	48
Purchase of Investments	(3,924)	-	(3,924)	(1,350)	-	(1,350)
Sale of Investments	949	-	949	1,326	-	1,326
Interest Received	96	2	98	1	1	2
Rent Received	-	-	-	-	1	1
Dividend Paid	-	-	0	-	-	-
Net Cash flow from Investing Activities	(3,334)	981	(2,353)	(417)	3,237	2,820
C CASH FLOW FROM FINANCING ACTIVITIES						
Increase / (Decrease) in Short Term Borrowings from Banks	595	-	595	(511)	(1,258)	(1,767)
Decrease in Long Term Borrowings	-	-	-	(85)	-	(85)
Finance Cost	(43)	-	(43)	(43)	(111)	(154)
Dividend Paid	(90)	-	(90)	(90)	-	(90)
Inter-division Transfer	1,425	(1,425)	-	1,618	(1,618)	-
Dividend distribution tax paid	-	-	-	-	-	-
Net Cash flow from Financing Activities	1,887	(1,425)	462	887	(2,983)	(2,096)
Net Increase / (Decrease) in Cash and Cash Equivalents	(1,242)	(33)	(1,275)	1,334	49	1,383
Cash and Cash Equivalents at the beginning of the period	1,396	50	1,446	62	1	63
Cash and Cash Equivalents at the end of the period	154	17	171	1,396	50	1,446



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 25th May, 2023. The Statutory Auditors have reviewed the result as required under Regulation 33 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- (2) (a) The Company had 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.
- (b) The Board of Directors of the Company has approved the closure / sale / transfer / disposal of the Textile (Fabric) Division of the Company situated at Asarwa Mills, Ahmedabad in their meeting held on March 10, 2022 and the shareholders approval has been received through postal ballot on 25th April 2022. Accordingly, all assets and liabilities of the Textile Unit (Both Fabric & Yarn Division) has been classified as "Assets pertaining to Disposal Group" in terms of "IND AS 105 - Non Current Assets Held for Sale and Discontinued Operations" in the financial results. Accordingly, the previous year / periods figures in the "Statement of Financial Results" have been reclassified / regrouped.

Profit/(Loss) from Discontinued Operations (before exceptional items) are as follows :

Particulars	Quarter ended		Year Ended		
	31 st March, 2023 Audited (Refer Note 5)	31 st December, 2022 (Unaudited)	31 st March, 2022 Audited (Refer Note 5)	31 st March, 2023 (Audited)	31 st March, 2022 (Audited)
Revenue :					
Revenue from operation	-	18	709	113	4,381
Other income	50	(104)	55	532	120
Total Revenue	50	(86)	764	645	4,501
Expenses :					
a. Cost of materials consumed	-	-	236	-	2,803
b. Purchase of stock-in-trade	-	-	-	-	-
c. Changes in inventories of finished goods, Stock-in-trade and Work-in-progress	-	54	562	295	568
d. Employee benefits expense	(25)	5	201	(9)	523
e. Finance cost	-	-	5	-	111
f. Depreciation and amortization expense	-	-	35	-	163
g. Power & fuel	(50)	16	21	-	484
h. Other expenses	88	42	169	228	878
Total Expenses	13	127	1,229	475	5,530
Profit / (Loss) from Discontinued Operation	37	(215)	(465)	170	(1,029)
Loss due to impairment of assets pertaining to Disposal Group	-	-	(1,115)	-	(1,115)
Profit/(Loss) from Discontinuing Operations before Tax	37	(215)	(1,580)	170	(2,144)

- (3) The Board of directors of the Company had announced the decision of sale of the bungalow situated at Asarwa House, Dr. Balwantrai Mehta Marg, Shahibaug, Ahmedabad. Accordingly, the said bungalow had been classified under "Assets held for sale" in terms of "IND AS 105 - Non Current Assets Held for Sale and Discontinued Operations" in the financial statements for the year ended 31st March 2021, being valued till disposal at lower of carrying amount and fair value less cost to sale and depreciation on such asset to cease. The said asset was sold and resultant gain on disposal has been reported as "Exceptional item" in the results for the financial year ended 31st March 2022.
- (4) Other Income from Discontinued Operations includes loss on sale of fixed assets of ₹ 33 lakhs during the quarter ended 31st March 2023, profit on sale of assets of ₹ 116 lakhs during the quarter ended 31st December 2022, ₹ 46 lakhs for the quarter ended 31st March 2022, ₹ 336 lakhs during financial year ended 31st March 2023 and ₹ 69 lakhs during the financial year ended 31st March 2022, respectively.
- (5) On the basis of notification dated 18th December, 2020 by Govt. of Assam providing 3 year tax holiday on Agricultural Income Tax, no provision on agricultural income tax has been made for the periods as reported above.
- (6) The figures for the quarters ended 31st March 2023 and 31st March 2022 are the balancing figures between the audited figures of the full financial year ended 31st March 2023 and 31st March 2022 respectively and unaudited published figures upto 31st December 2022 and 31st December 2021 respectively which were subjected to limited review.
- (7) Consequent to the approval of transfer of "Dholka Property" by the Board of Directors, the value of Land held as Stock-in-trade of the "Real Estate Division" has been recognised at Net Realizable Value (NRV) of ₹ 1621 lakhs and accordingly there is a change in the value of inventory of ₹ 411 lakhs as disclosed in the results.
- (8) The previous period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013, wherever necessary.

For and on behalf of the Board of Directors

Place: Kolkata
Date: May 25, 2023

Adarsh Kanoria
Managing Director
(DIN : 00927290)





Bengal Tea & Fabrics Limited

CIN. L51909WB1983PLC036542

Registered Office :

Century Towers, 45, Shakespeare Sarani, 4th Floor, Kolkata - 700 017

Telefax : 91-33 2283 6416/6417, e-mail : mail@bengaltea.com

Website : www.bengaltea.com



ISO 22000 : 2018
ISO 9001 : 2015



CB-645-FSMS
CB-645-QMS



25th May, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
(Scrip Code: 532230)

Dear Sir(s),

Sub: Declaration regarding Statutory Audit Report with unmodified opinion on Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023

Pursuant to Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016, we hereby declare that the statutory auditors of the Company i.e. M/s. Jain & Co., Chartered Accountants (Firm Regn. No. 302023E) have issued the Audit report on Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023 with unmodified opinion.

Thanking you,

Yours Faithfully
For Bengal Tea & Fabrics Limited

Adarsh Kanoria
Managing Director
(DIN: 00027290)

Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken.																			
S. No.	Details of the party (Joint and Subsidiary) entering into the transaction		Details of the counterparty		Type of related party transaction (see Note 2)	Value of the related party transaction as approved by the audit committee (see Note 3)	Value of transaction during the reporting period (see Note 3)	Amount received or due to other party as a result of the transaction (see Note 3)		In case any financial instrument is issued or given to the listed entity/subsidiary, these details need to be disclosed only once, during the reporting period when such transaction was undertaken.									
	Name	Name	Relationship of the counterparty with the listed entity or its subsidiary	Opening balance				Closing balance	Nature of instrument issued (loan, inter corporate deposit, advance or investment)	Interest Rate (%)	Term in years	Secured or unsecured	For period for which the funds will be utilized for the ultimate recipient of funds (bank/other)	Remarks					
1	BENGAL TEA & FABRICS LIMITED	KANISH KUMAR	MD Managing Director	Director's remuneration		8,00,000													As approved by the Remuneration Committee, Board and Shareholders.
2	BENGAL TEA & FABRICS LIMITED	KULASHYTH DAS	President	Director's remuneration		12,00,000													1. As approved by the Remuneration Committee, Board and Shareholders. 2. Assigned from the Board's pool. 31.03.2023, however, Mr. Kulashytha Das was appointed as a Director of the Company on 01.04.2023.
3	BENGAL TEA & FABRICS LIMITED	ATUL KISHOR	MD Chief Executive Officer	Short Term Employee Benefits		10,00,000	10,00,000												
4	BENGAL TEA & FABRICS LIMITED	SUNTA DAS	MD Company Secretary	Short Term Employee Benefits		10,00,000	10,00,000												
5	BENGAL TEA & FABRICS LIMITED	ADARSH KUMAR	MD	Short Term Employee Benefits		10,00,000	10,00,000												
6	BENGAL TEA & FABRICS LIMITED	DEEPA SARAF	MD	Short Term Employee Benefits		10,00,000	10,00,000												
7	BENGAL TEA & FABRICS LIMITED	DEEPA SARAF	MD	Short Term Employee Benefits		10,00,000	10,00,000												
8	BENGAL TEA & FABRICS LIMITED	SHUBHA KUMAR	President of BTF & Director	Sitting Fee		10,00,000	10,00,000												
9	BENGAL TEA & FABRICS LIMITED	SHUBHA KUMAR	Director	Sitting Fee		10,00,000	10,00,000												
10	BENGAL TEA & FABRICS LIMITED	GOVIND KUMAR	Director	Sitting Fee		10,00,000	10,00,000												Consent to be an Independent Director on 01.04.2023 due to death.
11	BENGAL TEA & FABRICS LIMITED	ADARSH KUMAR	Director	Sitting Fee		10,00,000	10,00,000												
12	BENGAL TEA & FABRICS LIMITED	SHUBHA KUMAR	Director	Sitting Fee		10,00,000	10,00,000												
13	BENGAL TEA & FABRICS LIMITED	SHUBHA KUMAR	Other Related Party	Sitting Fee		10,00,000	10,00,000												
14	BENGAL TEA & FABRICS LIMITED	SHUBHA KUMAR	Other Related Party	Sitting Fee		10,00,000	10,00,000												

Notes:

- The details in this format are required to be provided for all transactions undertaken during the reporting period. However, opening and closing balances, including commitments, to be disclosed for existing related party transactions even if there is no new related party transaction during the reporting period.
- Where a transaction is undertaken between members of the consolidated entity (between the listed entity and its subsidiary or between subsidiaries), it may be reported once.
- Related parties shall not be required to provide the disclosures with respect to related party transactions involving loans, inter corporate deposits, advances or investments to bank or given by the listed entity.
- For companies with financial year ending 31.03, this information has to be provided for six months ended September 30 and six months ended March 31. Companies with financial years ending in other months, the six months period shall apply accordingly.
- Each type of related party transaction (e.g., sale of goods/services, purchase of goods/services or whether it involves a loan, inter corporate deposit, advance or investment with a credit note) shall be disclosed separately and there should be no double counting of transactions of same kind. However, transactions with the same counterparty of the same kind may be aggregated for the reporting period. For instance, sales transactions with the same counterparty may be aggregated.
- In case of a multi-year related party transaction, the aggregate value of such related party transaction as approved by the audit committee shall be disclosed in the column "Value of the related party transaction as approved by the audit committee". The value of the related party transaction in the reporting period shall be reported in the column "Value of related party transaction during the reporting period".
- "Cost" refers to the cost of borrowed funds for the related party.
- Cost will not be disclosed in the separate of the listed entity.
- Transactions such as commission of bank deposits by bank/BFCA, consideration with related parties, at the same uniformly applicable to all shareholders/subsidiaries shall also be reported.

