TMILL Group of Companies

TM International Logistics Limited

(A JV of Tata Steel Limited, NYK Holding (Europe) BV and IQ Martrade)

AGILITY ACKNOWLEDGED. RESILIENCE REINFORCED

19th Annual Report 2020-21

AGILITY ACKNOWLEDGED. RESILIENCE REINFORCED

Logistics is, in simple terms, the process of moving people or resources from one place to another. The last year has been entirely about the rapidity, ability and the certainty of moving resources to make them available at the doorstep of consumers, whether B2B or B2C. It has not been so much about numbers and volumes but about the attributes demonstrated by individual players.

An unseen adversary ambushed our entire world at the very beginning of the last year leading to the most unprecedented disruption both in the global economy and to the logistics industry. Unlike business cycles and known risks, waves of Covid-19 literally uprooted every individual both at a personal and professional level. Some industries have seen a massive slowdown while others have seen an upsurge in volumes, all of which impact the logistics industry. However, of crucial concern to all industries were the agility, reliability and resilience of their Third Party Logistics service providers. TMILL proved its agility and resilience, closing a steady business year and having created value via its inherent strengths, customer- centricity and employee productivity.

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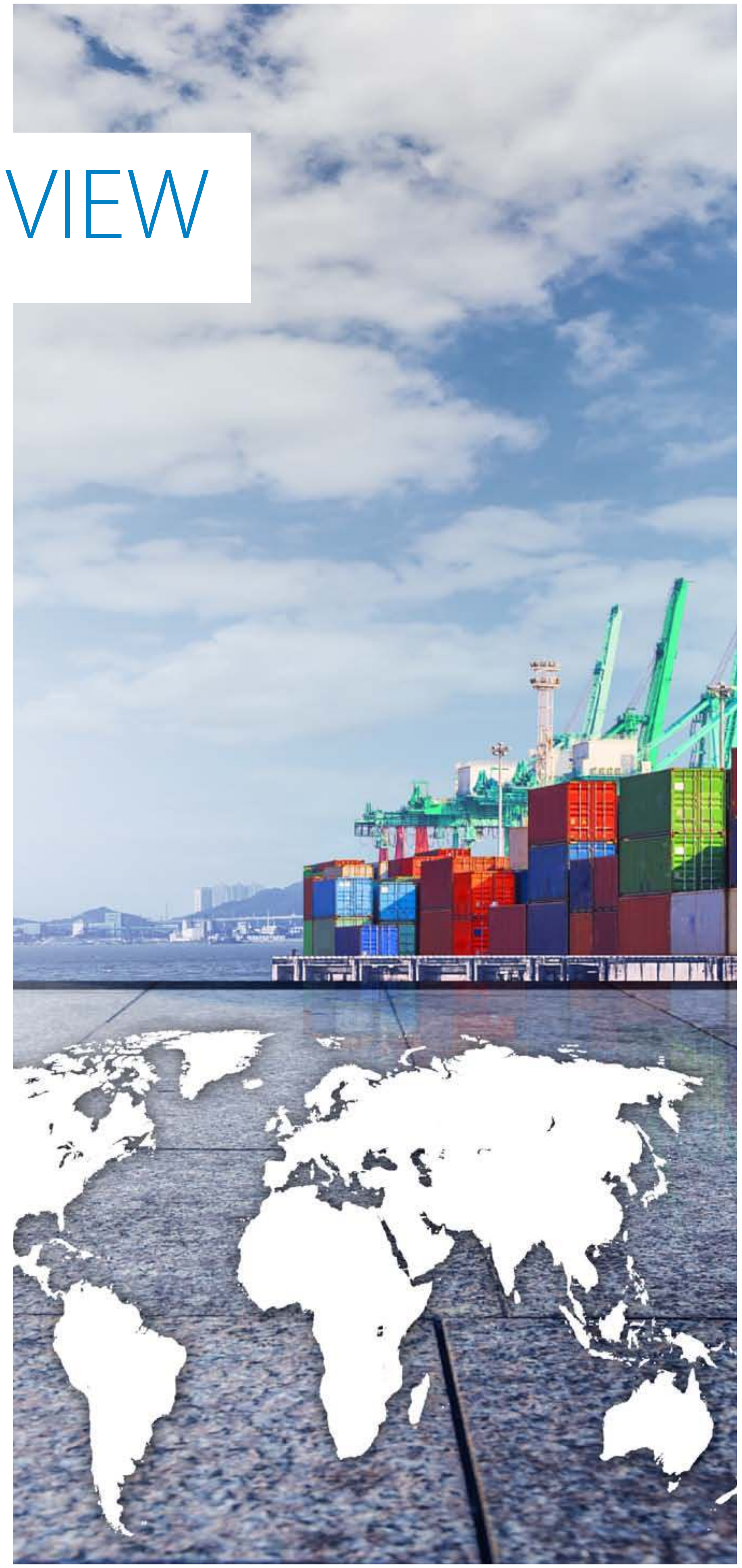
AN OVERVIEW

The global logistics market is segmented on the basis of mode of transport, end-use and region. On the basis of mode of transport, the market is divided into railways, airways, roadways and waterways. TMILL straddles all of these segments.

With its primary role to be the strategic logistics partner of TSL, along with the Tata Steel Group companies as its key customers, TMILL provided end to end, multi-modal services for the movement of bulk raw materials and finished products, integrating road, rail, sea and air transport, air and sea freight, forwarding as well as contract logistics. It is India's largest commercial freight train operator for Steel, after Indian Railways, currently operating 15 SFTO rakes and 13 GPWIS rakes with a total fleet size of 28 rakes.

Among the most diversified logistics companies in India, TMILL's core competencies lie in its operational excellence, diversified logistics portfolio and industry knowledge, which underscore its customer-focused and value accretive capabilities.



RESILIENCE REINFORCED

The logistics sector was impacted by the pandemic in H1 FY 2020-21 but TMILL bounced back in the H2 supported by its strengths in ensuring shorter lead times, a better end-to-end logistics experience for customers and increased Safety protocols in place. Aided by the sector being deemed an "essential service", all business verticals were able to restore services.

The year saw sustained growth in revenue and volumes with the TMILL Group's Revenue from Operations touching Rs 1236 crores, higher than its target of Rs 1111 crores, and a Profit Before Tax of Rs 42 crores, a 23 per cent jump over the last year.

The year saw sustained growth in revenue and volumes.

TMILL Standalone (INR in Millions)		TMILL Group (INR in Millions)	
	2020-21		2020-21
Total Income	6,094.9	Total Income	12474.9
EBIDTA	1078.5	EBIDTA	1365.1
Profit Before Tax	242.9	Profit Before Tax	450.6
Profit After Tax	181.6	Profit After Tax	342.2
Return on Capital Employed (%)	11.1	Return on Capital Employed (%)	6.43
Total Net Worth	2,220.3	Total Net Worth	7123.6
Earnings Per Share (Rs)	10.09	Earnings Per Share (Rs)	19.01

Operations Revenue

Strategic Business Unit	Rs (Million)		Business Growth (%)
	FY 21	FY20	
Ports & MLS	1993.1	1920.5	3.78
CHA-IL	219.6	200.7	9.42
Railways	3614.7	2387.9	51.38
Warehousing	162.6	324.8	(-) 49.97
FF	1054.3	1431.6	(-) 25.71
ISL (Shipping)	5309.7	4042.2	31.36

Volumes

Strategic Business Unit			Business Growth (%)
	FY 21	FY20	
Ports (mt)	83,89,880	79,05,468	6.13
Railways (No of rakes moved)	1,654	719	130.04
Warehousing (mt)	42,872	1,07,044	(-) 59.95
ISL (Shipping) (mt)	79,40,404	57,01,101	39.28
MLS (No of Vessel Calls)	541	595	(-) 9.08

AGILITY ACKNOWLEDGED

Customers

As a logistics integrator, with capabilities in multiple modes of the logistics sector, TMILL provides effective and efficient solutions for the movement of both raw materials and finished goods to its customers, contributing to value accretion in their supply chain. The promptness of its services and curated logistic solutions during the last year, especially during the nationwide lockdown, backed by a robust digital infrastructure enabled TMILL to continuously handhold its customers. Diversion of project cargos and demurrage free clearance with a quick turnaround time also led to cost optimisation for its customers. Regular morning meetings and monthly MD Online truly manifested the ever agile culture adopted to benefit its internal and external stakeholders.

Investors

Rapid absorption of technology via Project Neev and transformation of business processes via Project Manthan, catalysed the Company's agile response to a new normal and led to sustained revenue growth and better than anticipated performance. In addition, investment in applications like SAP HR and Payroll helped integrate them with Finance resulting in accuracy of data as well as optimal use of time and resources. TMILL's Intranet – Employee Portal converged all necessary functionalities at one place, providing ease of use to its workforce.

Employees

TMILL's constant focus on employee wellbeing was reinforced during the year as workplaces were dramatically transformed. The Company extended its Doctor Online facility – Visit App and Employee Assist Programme - UTSAH, an acknowledged best practice, to provide utmost support and reassurance to its employees, while it continued to focus on capability enhancement, especially via digital interventions and bridging skill gaps via One Hour eLearning.

Community

A significant section of TMILL communities are located in remote locations along seashores. In the last year, TMILL moved promptly to provide relief to those adversely impacted by Covid-19 in its communities via food supplies, and distribution of masks and sanitisers. It also developed a rapid response mechanism to deliver relief to victims of the Amphan cyclone as many of the communities it serves, reside along the seashores.

Environment

With the demand for Green Logistics gaining strength, TMILL is proactively driving a shift towards green segments of logistics, from road to rail, efficient rake design, efficient space utilisation through modern warehousing, and optimising the cost of construction and growth in shipping.

THE GENESIS OF THIS AGILITY

TM International Logistics Limited (TMILL), a joint venture between Tata Steel, IQ Martrade GmbH of Germany and NYK Holding (Europe) B.V was formed in 2002 to set in place a reliable, agile, world-class logistics and cargo handling service provider capable of keeping pace with the growth and modernisation plans launched by Tata Steel at the beginning of the 21st century.

The opportunity to create such a service provider presented itself to the Company in 2002 when the Government of India issued comprehensive guidelines for private sector participation in the area of port development, allowing for the much-needed flow of private investments into the development / expansion of major port projects.

TMILL now has a strong presence both in the Haldia and Paradip Ports, and has grown to be a single stop Logistics Service Provider (LSP) to TSL.

In the past few years, TMILL has diversified its customer profile, integrated its logistics service offerings to include Freight Forwarding (FF), Custom House Agent (CHA) and Warehousing (WH) as well as embedded business continuity preparedness through projects to transform business processes. To support this transformation it has created a robust IT framework and rapidly enhanced the depth of its people capabilities.

The Covid pandemic more than amply demonstrated the value harvested from having invested in creating an agile organisation.

JOURNEY THIS FAR

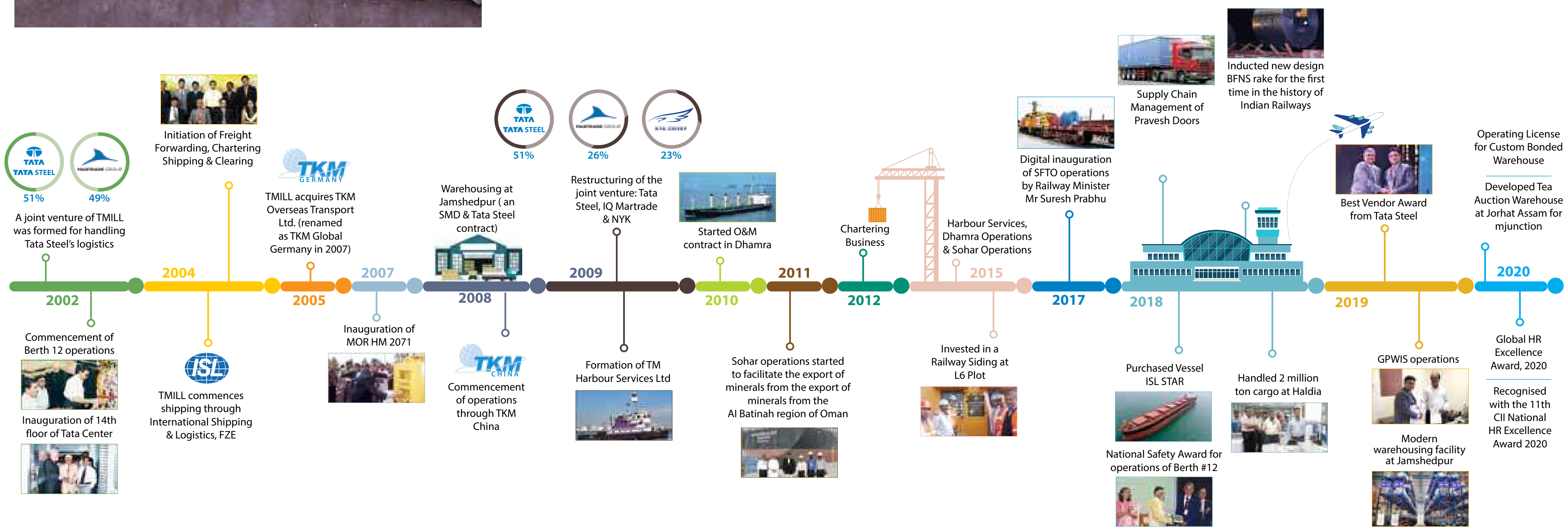
Soon after it was incorporated TMILL successfully bid to privatise a multipurpose berth at Haldia Dock Complex by "investing, equipping, operating and managing" the berth, the first project of its kind on the east coast.

In 2003, the in-house ports, shipping & clearing, freight forwarding and chartering operations handled by Tata Steel, were spun off and vested in TKM Global Logistics Ltd, a 100 per cent subsidiary of TMILL and then in 2005 International Shipping & Logistics, FZE, another 100 per cent subsidiary, was created.

Berth #13 was developed and is now managed by TMILL under a 30-year concession agreement. Subsequently in 2009, IQ Martrade diluted part of its equity in favour of international player, NYK Holding (Europe) BV.

The TMILL Group comprises TM International Logistics Limited (TMILL), TKM Global Logistics Ltd, TKM Germany, TKM China and International Shipping & Logistics, FZE (ISL).

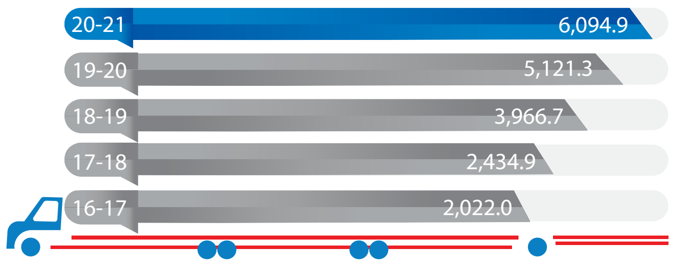
MILESTONES IN THE TMILL JOURNEY



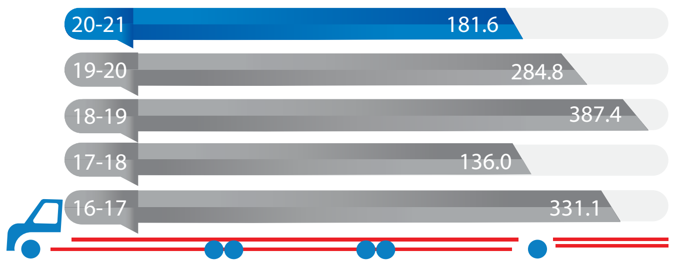
FINANCIAL PERFORMANCE

TMILL Standalone (INR in Million)

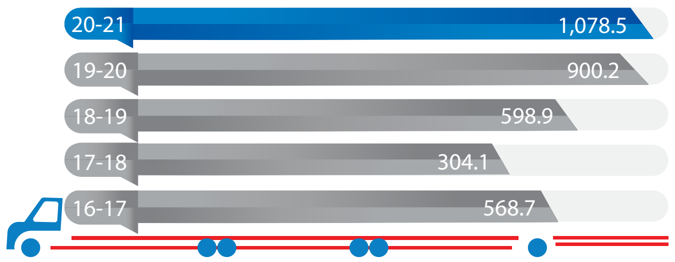
Total Income (INR in Million)



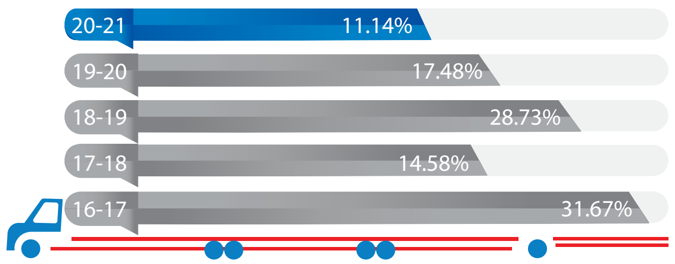
Profit After Tax (INR in Million)



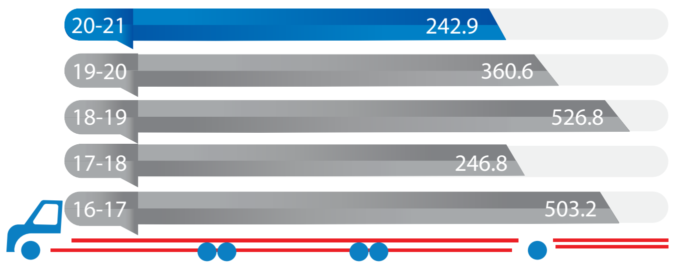
EBITDA (INR in Million)



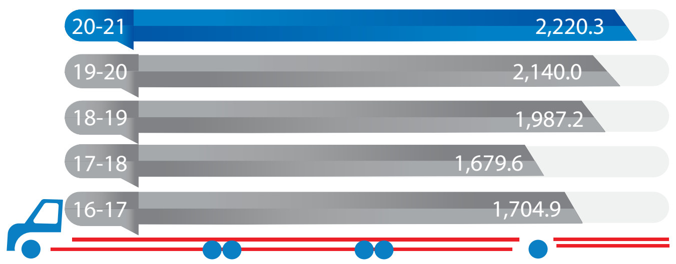
Return on capital employed (%)



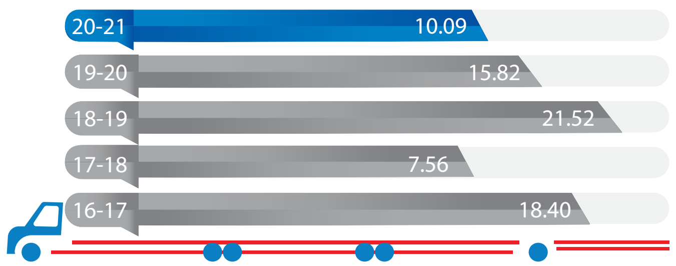
Profit Before Tax (INR in Million)



Total net worth (INR in Million)

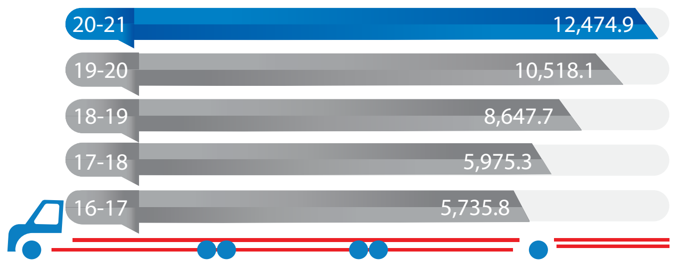


Earnings per share (Rs)

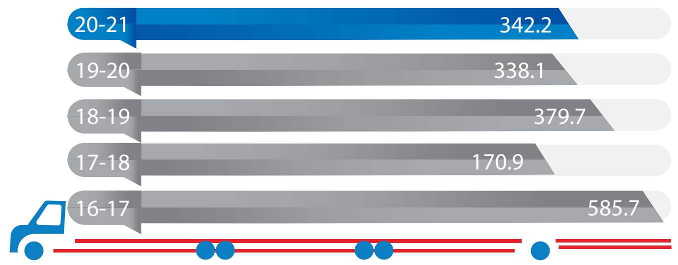


TMILL Group (INR in Million)

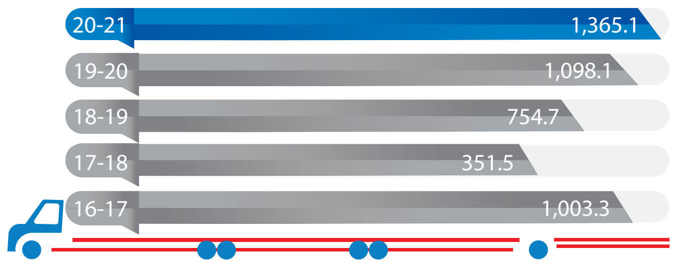
Total Income (INR in Million)



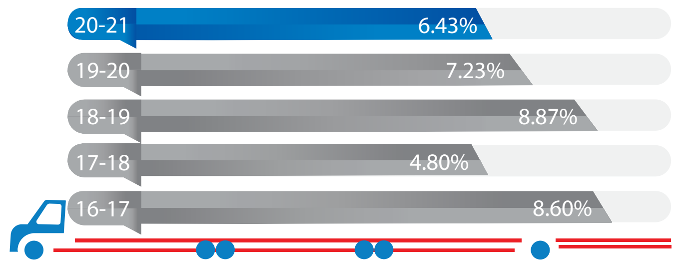
Profit After Tax (INR in Million)



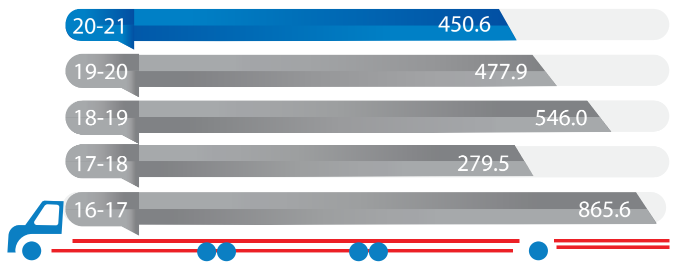
EBITDA (INR in Million)



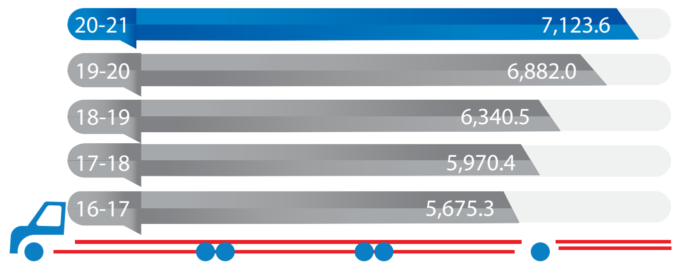
Return on capital employed (%)



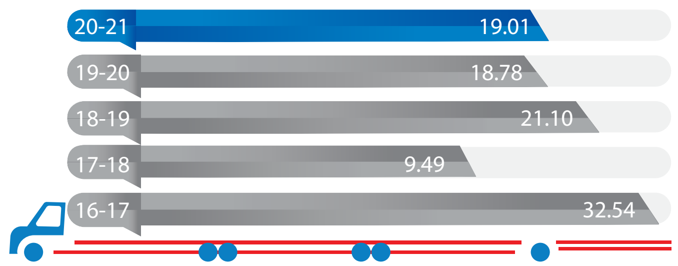
Profit Before Tax (INR in Million)



Total net worth (INR in Million)



Earnings per share (Rs)



MODELLED FOR AGILITY

A constantly evolving world calls for continuously evolving logistics solutions, a need TMILL, as a diversified logistics service provider, is well aware of. Simultaneously customers demand assured service levels and reliability from their service providers.

To provide its customers, a seamless, hassle-free experience as a logistics solution integrator, TMILL has created one of its kind logistics solutions under its four major business verticals i.e. Ports, Railways, Shipping and Integrated Logistics (CHA & IL, FF and Warehousing) to provide bundled propositions for their customers.

TMILL believes that assuring long-term reliability and best-in-class logistics services to its customers requires investments that must match the growth expectations of its principle clients.

Therefore, TMILL has adopted an asset heavy and capex light business model, customised to the needs of the mining and metal sector. Some business verticals by the nature of their operations have non-asset based business models. Value creation is achieved via its best-in-class capabilities, as well as agility and reliability in operations.

SERVICE STRENGTHS ENSURE RESILIENCE

TMILL is the among the largest rail operators in the private sector. It was the first company in India to operate the new design BFNSM rakes, which can carry ~4000 mt of steel products.

LOGISTICS SERVICES

- **Port Operations & Maritime Logistics Services**
  - Stevedoring
  - On-shore handling
  - Plot Management
  - Container Handling
  - Supervision
- **Railways**
  - Non-Container Cargo Movement
  - Special Freight Train Operator (SFTO)
  - Bulk Movement of raw materials
- **Warehousing & Supply Chain Management**
  - State-of-the-art Warehousing
  - Integrated end-to-end supply chain management services
  - Custom House Agent & Inland Transportation (CHA & IL)
  - Freight Forwarding
- **Custom House Agent & Inland Transportation**

FREIGHT FORWARDING

- **TKM Global Logistics**
  - Ocean Freight
  - Air Freight
  - Project Shipment

SHIPPING

- **International Shipping & Logistics FZE**
  - Dry Bulk Cargo Shipping
  - Vessel under Ownership

OUR GLOBAL PRESENCE

India

Kolkata – Head Office

Haldia

Paradip

Vizag

Jamshedpur

Kalinganagar

Chennai

Bangalore

Mumbai

Gandhidham

Angul

Pune

Hyderabad

Baddi

Germany

Hamburg

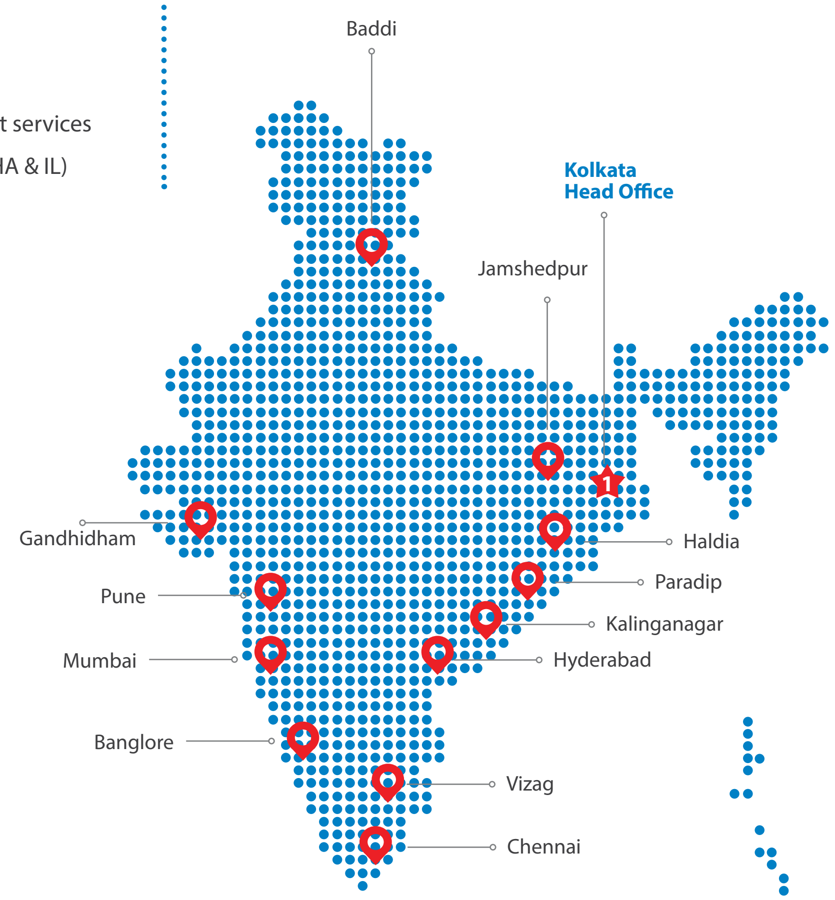
Frankfurt

Dusseldorf

China

Shanghai

Dubai



THE NEED TO BE AGILE AND RESILIENT

EXTERNAL ENVIRONMENT

As the countries of the west venture further and further into the emerging markets of the east, and the east reaches out to the west for new technologies, new products and new services, markets and supply chains will integrate, requiring global players to provide seamless services across the globe. At the same time, a self-reliant India needs a robust logistics industry.

A disruptive year

Covid-19 brought the world to a grinding halt as countries shutdown their borders and economic activity via lockdowns. The movement and flow of goods were first stopped in and from China and then, as the pandemic swept across the world, this impact also travelled across the world. The impacts were felt by global supply chains and though post lockdown manufacturing has picked up and governments have exempted logistics from lockdown rules, both manufacturers and logistics service providers have to grapple with the lack of availability of manpower due to a range of reasons. In the context of the industries that TMILL serves, the demand for rail transportation has, therefore, seen a growth over road movement.

Global Logistics industry

The Global Logistics industry is seeing a shift in various areas; emerging trade corridors, changing regulations and shifting trade volumes as China and India, the world's fastest growing economies with their large populations, become the largest markets in the world. While the courier, express and parcel markets are the fastest growing, multinational logistics companies are steadily developing a strong presence in emerging markets. This will also drive the need for and the adoption of digitisation, new people management strategies as workforces become diverse, measurement systems for greater analytics and accountability as well as socially responsible practices.

Domestic Logistics industry

India is among the fastest growing economies in the world. India's USD 160 billion logistics sector is very complex with more than 20 government agencies, 40 PGAs, 37 export promotion councils, 500 certifications and 10,000 commodities. It accounts for a 12 Million employment base, 200 shipping agencies, 36 logistic services, 129 ICDs, 168 CFSs, 50 IT ecosystems and banks & insurance agencies. Further, 81 authorities and 500 certificates are required for EXIM.

The country's manufacturing sector is dependent on a highly fragmented and unorganised logistics industry with only a few organised players with operations across all segments. The Indian logistics sector witnessed a significant sequential recovery after experiencing a severe disruption in Q1 FY21 on account of the nationwide lockdown that created demand and supply-side challenges. Those issues eased in subsequent months as economic activity recovered. Many of the logistics companies reverted to pre-pandemic levels by the end of Q2 and started reporting y-o-y growth from Q3, and that trend continued into Q4 as well. Freight rates also remained firm during this period.

The challenges experienced by the sector during the pandemic have highlighted the urgent need for building a stronger and more relevant infrastructure that can not only withstand the unexpected disruptions of this scale but is also agile enough to help adapt and bounce back to efficiency almost immediately in the face of future events.

National Policies

The Government of India took a key step in organising and regulating the domestic logistics industry by according it industry status in 2017. This was also intended to ease the flow of private investment into the sector.

The proposed National Logistics Policy is expected to provide an agile regulatory environment through a unified legal framework for the "One Nation-One Contract" paradigm being framed. The law aims to streamline the logistics ecosystem in the country, so as to promote growth and boost exports by bringing down the cost of logistics in India from ~14 per cent of GDP currently to ~9 per cent of GDP.

The aim of improving India's ease of doing business also led to a jump in funds allocated to infrastructure development for the transport sector, including roads and railways, in the 2021-22 Union Budget.

The National Rail Policy (NRP) outlines the vision of Indian Railways going forward with faster speed and lower cost for customers as well as focus on infrastructure building with rolling stock being owned and managed by private parties. Various schemes like SFTO and GPWIS have already implemented and are constantly being liberalised.

Modal Mix

The logistics sector in India is dominated by transportation, with an 85 per cent share in terms of value. Within the transportation segment, the modal mix is skewed towards road transportation, which accounts for about 60 per cent of the modal share.

The National Logistics Policy intends to optimise this modal mix, placing thrust on Railways and Waterways. India proposes to convert the modal mix share of Railways from 31 to 50-55 per cent in the future. A significant amount of the railway network development will materialise through the two Dedicated Freight Corridor (DFC) projects.

Customer Expectations

Aside from providing end to end solutions, every company depends on the reliability, competency and trustworthiness of its logistics service providers. In addition, competitive pricing, greater cost competitiveness and smooth flow of materials and products determine their choice of a service provider. Unlike developed countries, in India the cost of logistics leads to domestic prices or a higher cost of export, directly impacting the competitiveness of Indian industry.

LOGISTICS AND TRANSPORT TRENDS IN 2020-21

The global logistics market size is expected to reach USD ~13,000 billion by 2025 with a CAGR of 6.5 per cent (2020-2027). The long-term trends in the logistics sector remained unchanged however the pace of adoption of some accelerated in the past year, speeded up by the disruption caused by Covid-19.

Advancements in digital technologies, changing consumer preferences due to eCommerce, government reforms, and shifts in service sourcing strategies are expected to lead the transformation of the Indian logistics ecosystem.

Investments in Infrastructure

To stay on track with the GDP growth target of USD 5 trillion by 2024 – 2025, India needs to spend about USD 1.4 trillion (Rs.100 lakh crore) on infrastructure over these years so that the lack of it does not become a constraint in the growth of the Indian economy.

The Government of India has launched the National Infrastructure Pipeline to facilitate the development of world-class infrastructure in India, which includes energy, roads, urban infrastructure and railways, so as to support its aspiration to become a USD 5 trillion economy.

Multinational Logistics Players

As one of the fastest growing economies in the world, India is also expected to produce the most multinational companies, who will seek to penetrate deep into Indian markets and also serve markets overseas. The presence of western multinational logistics companies, which will be integrated, cost competitive and professionally managed is now imminent, all of which have significant implications for existing service providers in India. Newer logistics players will also bring in new business models. It is the private players who are expected to play an increasingly important role as India's logistics sector, pegged at USD 215 billion, attracts investments worth USD 500 billion by 2025.

Digital technologies, artificial intelligence and augmented intelligence

This is another major trend that is set to have considerable impact on the sector. With businesses adopting emerging technologies like Artificial intelligence (AI), Machine Learning (ML), Big Data etc., the supply chain industry will be no exception to adapting automation in processes and operations. Embracing Artificial Intelligence has only eased the making of processes more efficient, advantageous and dependable. Technology such as the internet of things (IoT) helps maintain a transparent supply chain network, in turn helping to bring visibility, build customer loyalty and trust.

Use of AI for intelligent transportation, route planning and demand planning in operations is also beginning. This is likely to increasingly be coupled with Augmented Intelligence, where human intelligence and capabilities will be combined with AI to create innovative solutions and allow logistics professionals to work faster.

Rapid growth in the B2B segment

Reliability of service to the Indian manufacturing sector, expected to account for 25 per cent to 30 per cent of the GDP by 2025, requires setting up of an asset heavy business model. Growth in the manufacturing sector is also likely to drive demand in the warehousing segment of the industry.

TMILL accounts for less than 10 per cent of its principal customer, Tata Steel's logistics business. Hence, the headroom for business growth by securing a larger share of business across the Tata Steel Group alone is immense.

Service integration with real-time supply chain visibility

More and more companies are demanding real-time visibility of their supply chain to be able to tailor their responses, reshape demand and reroute supplies. Hence, logistics companies that use fully integrated supply chains are now reported to see 20 per cent more efficiency than those without integration.

Efficient and effective logistics

The complexities of logistics operations and local challenges make the cost of moving goods in India very high. Service providers with a substantial presence, breadth of operations, multi-modal and integrated operations to ensure the smooth, timely flow of materials and products through an integrated logistics value chain will gain as customers seek more efficient and effective logistics solutions.

Focus on Green Logistics

Green logistics has gained momentum in the last couple of years. Logistics operations are estimated to add 8 per cent to global CO_2 emissions. The industry is also a major contributor to air pollution, with freight emissions still increasing. The global logistics industry is, therefore, seeing a rise in regulations to control emissions. Also, as emission from logistics are accounted for as a part of any manufacturing or retail company's carbon footprint and sustainable supply chain strategies rise, environmental issues will be raised and logistics companies will need to take action. Green logistics is going to be the key aspect of the supply chain evolution in the year 2021. Sustainable practices have already become a norm amongst international logistics and supply chain players as well as businesses. They view green supply chains as responsible and sometimes even a mandatory criteria when selecting a logistics partner. With the influx of international manufacturing and e-commerce players, the Indian green Logistics and supply chains are set to get a boost, thanks to encouraging business opportunities for those adopting sustainable practices. Apart from protecting the environment and helping the society overall, sustainable practices are also becoming cost-effective, thanks to the fast paced technology evolution in the sector.

OUR IMPETUS

STAKEHOLDER ENGAGEMENT

Stakeholders	Why are they important?	Engagement Mechanisms	Material Issues
Investors	Ensure sustainable, profitable business	Inputs into strategy development, quarterly and annual meets	• Provide reliable and economical services and solutions at international benchmarks. • Digital solutions for Logistics
Employees	People are an asset that is integral to the organisation.	Defined Job Descriptions, Empowerment to perform designated roles, continuous qualitative feedback for communication platforms, MD Online, skip level, meetings, celebrations and engagements (this year being completely virtual)	• Capability and knowledge enhancement • Career progression • Structuring and restructuring as per business requirement and organisational need
Partners	Support TMILL's business growth plans	Vendor/ Partner Meets	• To grow along with TMILL on the basis of long-term, stable and fair commercial terms • Follow safety standards and best practices of TMILL
Customers	To create trust through joint initiatives, greater domain expertise and improvements in cost, quality and Service Level Agreements (SLA) to become a strategic partner and earn a sizable share of wallet.	SLAs, Improvement Projects, Customer Complaint Management Mechanisms, Customer Visits, Joint Reviews and other Customer Engagement Mechanisms	• Value creation through third party business • Alignment with Growth plans • High level of service excellence
Government	The rapidly evolving industry requires policy impetus and investments in state-owned infrastructure to address key challenges	Advocacy groups	• Compliance to regulations as well as setting new standards for environment management • Support partnerships to build logistics infrastructure
Community	Support stable operations and provide a readily available talent pool	Need assessment and continuous interactions between local CSR units and members of the community.	• Inclusive growth

A ROBUST DIRECTION

TMILL's Vision, Mission, Values and Core Competencies have charted the route to making the Company agile and resilient.

Our Vision

To be a reliable logistics service provider primarily to the Tata Steel Group companies characterised by operational excellence and grow in alignment with the future needs of the group and other stakeholders.

Mission

To be a customer-oriented learning organisation based on robust systems and processes with people being our core and most valuable asset.

Values

- **Ethical Practices :** Complying with Tata Code of Conduct
- **Empowerment :** Frontline employees and managers empowered for operational excellence
- **Create Wealth:** Shareholder value maximisation through growth and risk mitigation and management
- **Customer Care:** Deep understanding of customer requirements
- **Operational Excellence :** Focus on efficiency and productivity through digital effectiveness

Three core competencies

Operational Excellence is achieved through:

Digital effectiveness	Diversified Logistics Portfolio	Industry knowledge

TMILL has a well-defined leadership system to disseminate its Vision, Mission and Values to all stakeholders. The Senior Leadership Team "walks the talk" as a reflection of its commitment to upholding Company values and cascades it through various meetings and communication forums, as well as actions.

CHAIRMAN'S STATEMENT

I take pleasure in presenting the 19th Annual Accounts of the Company for the fiscal year ended 31st March 2021.

FY 20-21 was a turbulent year as the world grappled with COVID-19 and maintaining business continuity became a challenge. International supply chain played a crucial role in Tata Steel's risk mitigation and TMILL as the logistics arm of the Tata Steel Group, played a key role in managing the entire gamut of logistics activities.

I am happy to share TMILL group achieved a turnover of INR 12360 Million (FY20: 11110) and PBT of INR 420 Million (FY20: 340) representing an increase of 11 % and 23% respectively. This is a direct outcome of the increased reliance placed by TMILL's prime customers at the early stages of the nation-wide lockdown.

TMILL Standalone:

Port Operations continues its journey of growth and operational excellence with highest ever turnover in Haldia Berth # 13 which exceeded INR 1000 Million mark. The Maritime Logistics (MLS) team successfully handled 541 agency calls with the highest ever number of export vessel calls (146) in line with our customer requirement in this financial year.

Railway Business achieved the highest turnover of INR 3615 Million and PBT of INR 11 Million.

In both GPWIS and SFTO it has continued to seamlessly scale up, almost doubling the SFTO trips and increasing the GPWIS loading by 150%. SFTO did highest ever PBT of INR 741 Million and GPWIS showed a turnaround in Q4 with positive PBT. TMILL Railway division is the largest non-container private rail operator in India now with a fleet size of 26 rakes and carrying diversified cargo of finished steel, coal, limestone, and iron ore.

Warehousing vertical commenced the bonded warehousing operations during the year and successfully partnered with M-Junction to start tea warehousing in Jorhat, Assam.

FF India & CHAIL verticals combined their resources and delivered under a bundled proposition, an end-to-end service delivery for over 100 TEUs of imported project cargoes for the ongoing capacity expansion at Tata Steel Kalinganagar. The CHA & IL activity handled a total import cargo value exceeding INR 90000 Million and 3487 nos. of Bills of Entry. The cargo volume handled for land side movement was 1881 truckloads.

TMILL Overseas Subsidiaries:

ISL, the shipping subsidiary of TMILL has successfully handled highest number of fixtures, volumes, and revenues in last 7 years. (Fixtures - 142; Volumes - 7.94 Million metric tonnes; Revenue – INR 5310 Million;) Special mention goes to the all-time high Indian coastal volume of 4 Million metric tonnes (FY20: 2.42 Million metric tonnes) which has seen a surge of 64% as compared to the previous year.

TKM Global handled a total ocean freight cargo volume of over 18000 TEUs and 7000 freight tonnes of break bulk project cargo. The air freight volume handled is approx. 750 MT. The revenue crossed INR 1200 Million mark with a PBT of INR 41.7 Million. It is also essential to mention that during the year, TKM ensured that there was zero disruption to service delivery which helped customers including Tata Steel meet its import inventory requirement, among them several critical shutdown orders.

Awards & Accolades: TMILL was felicitated at the World HRD Congress for Managing Health at Work for the year FY 21. TMILL has also been recognized with the 11th CII National HR Excellence Award in FY21. The company is now ISO certified in the areas of Quality, Occupational Health & Safety Management and Environmental Management.

Safety, CSR: On Covid front, TMILL has moved swiftly to provide relief to Covid-19 induced lockdown by providing face masks, food supplies and sanitizers across various locations. TMILL also rendered logistic support for the transportation of medical kits and Personal Protective Equipment (PPE) for Tata Medical Hospital. TMILL Group has taken all essential steps for the safety of its employees & requisite SOPs were issued and amended as and when required during these unprecedented times.

TMILL has embarked on a comprehensive digital journey towards making its global supply chain more customer centric and sustainable through its various digitization projects.

I would like to take this opportunity to express my sincere gratitude to all our promoters, customers, suppliers, and other stake holders for their support & confidence on the company and its management. I would also like to thank the Union, all employees in India and overseas, Managing Director, and my colleagues in the Board of Directors for their substantial contribution to the company.

- Dibyendu Bose

MANAGING DIRECTOR'S COMMUNIQUÉ

In FY21, Team TMILL has demonstrated enormous character and agility in responding to changing business needs and ensured that our customers continue to benefit from our services through the Covid situation.

I am grateful to Mr Ashish Gupta to have provided a seamless transition and created a talented team at TMILL. I am sure, it will continue to contribute to the future success of the Company.

Looking back, the greatest learning was to "expect the unexpected" and to look at problems as opportunities. Results and outcome numbers have been dealt with adequately in the remaining segments of the report. Herein, I would like to focus on People & Safety, Process and Technology to anticipate and exceed evolving customer needs in the existing and potential new businesses.

People: We firmly believe that our "people" bring a critical competitive advantage, and in our continuous journey of growth the involvement and input of our people is vital, for which it is imperative they operate in a safe working environment.

The Work From Home policy was implemented for FY21 and is still in effect. We maintained Zero Fatality, while the number of Lost Time Injuries (LTI) was three (3) and the number of Restricted Work Cases was one (1). Constant emphasis was placed on attending regular online Safety training and awareness. TMILL was awarded with ISO certifications in the areas of Environment & Occupational Health and Safety through the ISO standards 14001:2015 (Environment Management system) & 45001:2015 (Occupational Health & Safety Management System) in FY21.

An Employee Happiness Survey was conducted for the first time to focus on understanding areas of stress, happiness and overall well-being including people's health, optimism and leadership perception. It has provided rich actionable feedback and it is encouraging to see that TMILL scored 75 per cent and 83 per cent on parameters like Engagement level and Hope Score, respectively. TMILL continues to focus on ensuring the emotional and mental wellbeing of its employees with programmes like UTSAH. This employee assistance programme helps employees handle stress and anxiety related issues through 24/7 e-counselling. Additionally, the Doctors online app-based help is also being extended to employees during the pandemic.

I am happy to share that TMILL was conferred with CII's National HR Excellence Award for its strong commitment to HR Excellence. Also, the World HRD Congress has awarded its Global HR Excellence Award to the Company for managing health at work.

Process: In our endeavour to achieve continuous improvement, 33 improvement projects were undertaken that resulted in both tangible and intangible benefits. Our Project on 'Prevention of damage to LED lighting due to voltage surge' in Haldia was published in Tata InnoVerse – the Tata Group's open innovation program for solutioning.

For streamlining the process of clearance and to enable duty deferment a Custom Bonded Warehouse was set up in Jamshedpur. In addition, TMILL has provided support services to mjunction's Tea Auction initiative by developing a suitable warehouse at Jorhat, Assam.

In order to provide single-point end to end solutions in CHA&IL, FF and the Warehousing space, these verticals have been merged into a single vertical rechristened Integrated Logistics Solutions.

TMILL's Ports Division successfully leveraged its existing capabilities to develop a "door to door" delivery solution for Metallics export for Tata International resulting in a new business of 15,000 MT of pig iron export, which included taking delivery of the material at the supplier's premises in Durgapur, inland logistics and port services in Haldia.

The Railway vertical ensured smooth induction of new rakes and improved performance parameters despite the impact of the pandemic in the first quarter.

In Shipping, ISL further diversified its market risk by increasing its presence in the coastal segment to emerge as the premier player in this segment.

Technology: FY21 further emphasised the role of digital technology in ensuring business continuity and growth.

TMILL's IT initiatives and preparedness ensured a seamless migration to the new remote working environment where all employees were able to collaborate over digital platforms as well as access all required digital resources securely.

In addition, during the year, TMILL saw many new digital adoptions, namely augmentation of SAP support and the Azure Cloud Platform, adding to the much-required digital convenience. New functionalities and notable features of the digital initiative for FY 21 include: E-invoicing, BPR (Finance track) implementation, Integration of SAP with the Bank, SAP HR and Payroll, Intranet Employee Portal, Lines of Business Application for Verticals like Railway and Integrated Logistics Solutions.

Way-forward: TMILL shall continue to focus on all the above aspects to stay ahead of the curve and continue to deliver solutions to customers. Its added focus going forward will be to diversify and enlarge the customer base in existing and new business areas with adjacencies to the existing competencies.

In conclusion, no summary of FY21 would be complete without recognising the selfless and brave services rendered by our frontline workers in Ports, CHA&IL, Freight Forwarding in India and our colleagues in Germany, Dubai and China who ensured business continuity, nay growth in the year of the pandemic. A special thank you to all these warriors and their families!

-Dinesh Shastri

VALUE FROM AGILITY AND RESILIENCE

TMILL's business verticals have a mix of asset and non-asset based models. The business model of its key vertical Railways, runs contrary to the rest of the Logistics industry with it adopting an asset heavy model. This decision was based on ensuring that it retains strategic control over rail logistics, end to end logistics, scrap handling and (Transport and Logistics Centre) TALC handling.

Capitals	Strategic Objectives	Key Performance Measures
Financial Capital	Shareholders' Financial Expectations	ROIC
		Total Shareholder Return
	Ensure sustainable profitable growth	Group Revenue
		Group PBT
		Growth in Railway Business
	Improved utilisation of surplus funds	% Return from financial investment
	Risk Mitigation	Strategic Risk (Revenue from asset based business)
Relationship Capital	Enhance customer Satisfaction/ Engagement/ Orientation	New service offerings (solutions)/ New product development
		% Revenue from long term contract (>=3 years)
Manufactured Capital	Contribution by volume and contribution by Revenue	Railways
		Ports
		Shipping
Human Capital	Improved productivity	Employee Productivity (Contribution per employee)
		Fixed Cost as % of Revenue
		Process re-engineering & Digitisation
	Ensure safe working conditions by improving safety and health performance	Health Index
		Loss Time Injury Frequency Rate
	Process Benchmarking	Exposure to digital technologies
	Building Organisational Capability to leverage future growth plans	Job Rotation
		Succession Planning of SLTs
Intellectual Capital	Invest in technology to move away form people dependency to process orientation	Quality improvement initiatives
	Develop capabilities to become a end-to-end SCM solution provider	
	Bring in AI / ML based systems / processes	New customer facing processes
Social Capital	Societal Responsibilities	Societal Responsibilities Ensure Involvement of Employees
Natural Capital	Green logistics	Reducing the Carbon Footprint

Input	FY21	Output	FY21
Financial Capital		**Financial Capital**	
Capex (Rs in Million)	1258.5	Total Income (Rs in Million)	12474.9
		EBITDA (Rs in Million)	1365.1
Revenue from Operations (Rs in Million)	12331.3	PAT (Rs in Million)	450.6
		Total Shareholder Return (%)	24.47
Manufactured Capital		**Manufactured Capital**	
Total Fleet Size – (Nos of Railway Rakes)	27	Volumes including Ports, Warehousing and Shipping (MT)	1,63,73,156
Right of Use Assets (Lease Railways) (Rs in Million)	2293.5	Railways (No. of movements of rakes	1654
		MLS (No of vessel calls)	541
Intellectual Capital		**Intellectual Capital**	
Improvement ideas implemented (Nos)	17	Percentage of operations digitised (%)	69.5
		Savings from Improvement Ideas (Rs in Million)*	14.13
Human Capital		**Human Capital**	
Officers (Nos)	189	Hope Score**	83
Associates (Nos)	134	Safety- LTIFR	1.36
Contract Workers (Nos)	645	Employee Engagement Score**	75
		Diversity -Women (%)	17
Relationship Capital			
Updates in Social media & websites	75		
Social Capital			
CSR Spend (Rs in Million)	11.07		

**The figure does not cover all 17 projects. The improvement projects have led to an increase in overall operational efficiency of the organisation along with savings in loss of interest.*

***Based on an Employee Happiness Survey.*

The Company also achieved savings of Rs 7.2 Million through process improvements in MLS & Insurance policy revisits. Debtors reduction by Rs 0.26 Million through reduction in the FDA cycle time and savings of Rs 1.8 Million through route deviation in SFTO rakes.

Rs 6.67 Million was contributed via reduction in Routine Overhaul (ROH) time for SFTO Rakes

AGILITY AND RESILIENCE AS ATTRIBUTES

STRATEGY

TMILL has accounted for a VUCA (Volatility, Uncertainty, Complexity and Ambiguity) world in its Strategy Planning Process and identified attributes that the organisation would need to represent through transformational change to establish an agile and resilient organisation.

Potential need for transformational change

The key triggers identified, through a rigorous review of TMILL's Strategy, as being indicative of the need for transformational change are in line with trends in the global and local logistics industries. These included adoption of new age digital technologies, embedding an understanding of Customers' requirements, improving its competitive position and institutionalising constant feedback into its systems.

The projects launched to effect transformational change encompassed Business Process Reengineering (Project Manthan), revamp of its IT infrastructure (Project Neev) and Organisation Re-design (Project Roopantaran).

Organisational agility

The Company has identified its responsiveness to customer requirements, the changing regulatory environment, internal synergies, competitive position and changing employee expectations as being measures of organisational agility.

Operational flexibility

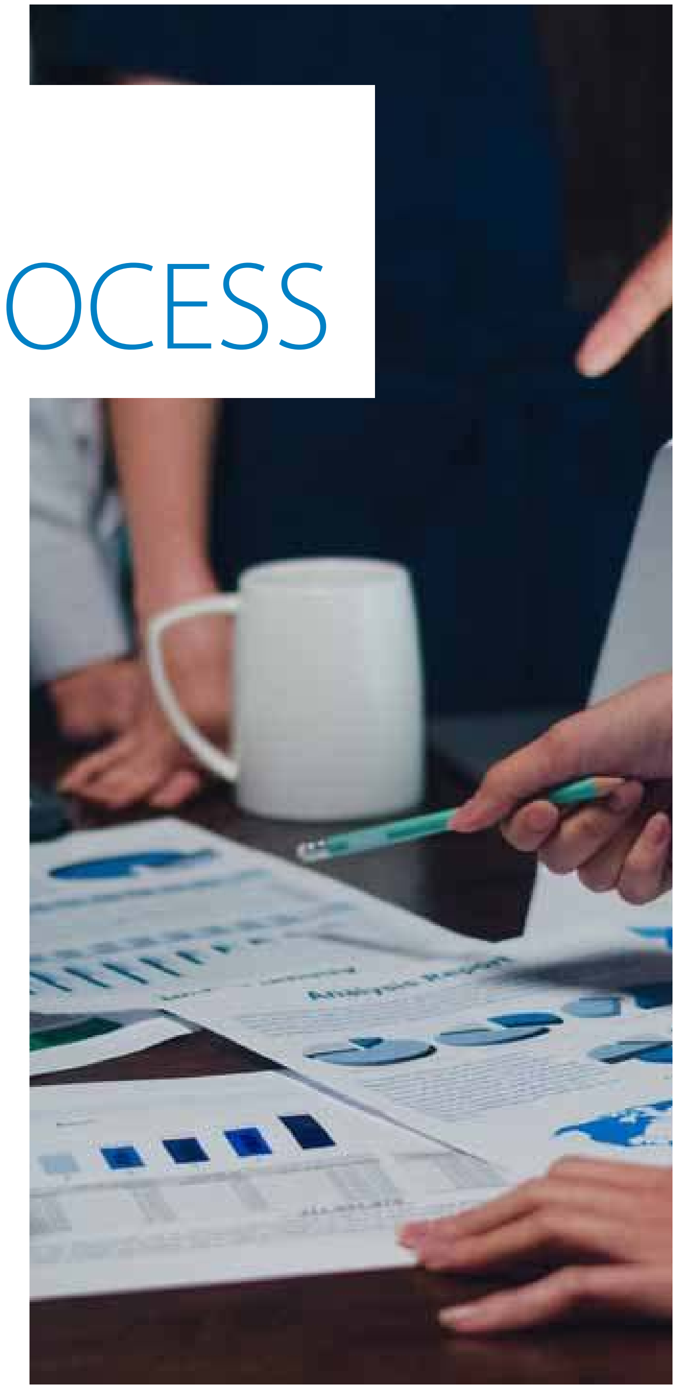
The ability to adapt to sudden and urgent customer requirements, strengthen processes for internal as well as Board reviews and changes in external environment are attributes that TMILL believes reflect operational flexibility.

Prioritisation of change initiatives

Through its Strategic Planning Process (SPP), the Company identified capability building as a key priority for creating an agile and resilient organisation.

Strategic Business Drivers	Process Improvement	IT Enablement
Service Integration	Standardise business processes – across Lines of Business, companies and countries	Centralised & Integrated System One Core + SAP
Visibility and enhanced Customer Experience	Real time status monitoring Visibility and seamless customer experience	Enabled digitised processes GOS enabled tracking
Improved Efficiency	Accurate (single source) & timely performance monitoring	Online access to information

STRATEGIC PLANNING PROCESS



A B2B logistics service provider, TMILL has uniquely positioned itself to offer end to end logistics services to its niche customer base across a majority of its business verticals. It has aligned it services to the needs of the Tata Steel Group of companies and has adopted an asset heavy and capex light business model to ensure strategic control over the logistics of its customers.

TMILL's SPPS cuts across verticals. A participative process, ideas from different SBUs/levels are collected, collated, reviewed, analysed and formulated before being presented to the Board for approval. Inputs also include relevant information on all key areas with analysis of this information. The process involves all stakeholders, with Shareholders, Customers, Partners, SLT & Employees being key participants.

Each of the Strategic Objectives are assigned Key Performance Measures, which are closely tracked. The Strategic Action Plan is reviewed at intervals and mid-course correction implemented based on any directional inputs from the Management.

Strategic Planning Process

Determine Position	Develop Strategy	Build the Plan	Manage Performance
External Inputs into the SPP • Shareholders' Expectation • Industry & Market Data • Customer Insights • PESTLE Analysis • Learnings -Risk Management, Performance & Assessments	**Internal Inputs to guide the SPP** • Vision & Mission • Values • Competitive Position • LongTerm Plan/Objective (5 year)	**Outcomes from the SPP** • CBSC: 5 year Rolling Plan • Capability Development • Major Initiatives • Annual Business Plan • Individual KRA	**Ensuring the success of the Strategy** • Resource Assignment • Enabling infrastructure & environment • Feedback & Review

RESILIENT BY DESIGN

RISK MANAGEMENT

The diverse portfolio created by TMILL via organic and inorganic growth gives it the resilience to tide over market fluctuations despite the most disruptive challenges faced by all industries. The Company's Risk Register was reviewed and updated during the year.

TMILL is exposed to a plethora of risks from strategic, regulatory, alliance, operational and financial perspectives. It pursues the philosophy of managing risks across its business and lifecycle so as to protect stakeholder value.

TMILL's Enterprise Risk Management (ERM) framework enables it to manage risks. In 2017-18, a comprehensive Risk Profile was developed for the TMILL Group, which was revisited in H2-FY20 in light of the change in the Company's profile and external environment. A separate Risk profile has been created for TMILL standalone. The Risk Register is reviewed annually for updates based on the current market sceanrio.

Across various lines of business, Ports, MLS, Railways, CHA&IL and Warehouse & SCM, 22 Risks have been identified. These were evaluated further to identify four Enterprise-level Business Risks. In the TMILL Group, ISL has a Board-approved Risk Register, TKM Germany's Risk Register was updated in FY 2020-21 and the final draft for the Risk Register of TKM India is awaiting approval.

Further TMILL tracks and manages risks via Enterprise Risk Management. Safety and Operation risks form part of individual work processes and instructions. The top four Enterprise-level Risks are as follows:

#	Risk Title	Period	V	L	I	S
1	Diversion of Dry Bulk Flux Volume from Berth #13 a/c Tata Steel due to commitment of management at other berths at Haldia as well as management for HMC Plant	ABP	3	4	5	20
2	Policy changes by Government making CHA jobs non existent	LTP	2	2	5	10
3	Adverse impact due to revision in IR's policy	LTP	2	1	5	5
4	Effect on Rail business due to Force Majeure conditions, i.e. the Covid pandemic	ABP/LTP	3	3	5	15

(V- Velocity of Risk, L-Likelihood of Risk, I-Impact of Risk, S-Score which determines the Class of Risk)

(ABP=Annual Business Plan, LTP=Long Term Plan)

S (LxI) | >=15 Class A | 4 &<15 Class B | <4 Class C

STRATEGIC OPPORTUNITIES

The Strategy Planning Process enables TMILL to identify Strategic Opportunities, which are then pursued through a robust action planning process. Strategic Opportunities aligned to Tata Steel and with the potential to enhance synergies with Tata Steel and Tata Steel Group companies are pursued.

In addition to identifying growth opportunities through its Strategy Planning Process (SPP), TMILL also conducts a PESTLE analysis (Political, Economic, Sociological, Technological, Legal and Environmental) to arrive at strategic opportunities, which are then pursued through a robust action planning process.

Strategic Opportunities	Action taken
Achieve growth through identification of key opportunities arising due to growth expansion of Tata Steel	Opportunities have been identified for all SBUs
To run privately owned trains for transport of Steel FG for Tata Steel Group	15 SFTO rakes are currently being operated
Warehousing Business development	Entered into five year lease agreement with warehouse in Jamshedpur and Kalinganagar
Increased mix of Asset based business	Shift from asset-light to asset-heavy models
Process Re-engineering & Digitisation	Standardisation of processes and rationalisation of organisation structure of all business verticals and support functions Road map readied for digitisation of Business Process
Improved productivity at Berth #13 to improve cash flows	Installed new Mobile Harbour Crane and other equipment
Rationalisation of FF India business	Business has been refocused on a small base of customers including Tata Steel and Tata Group companies
Geographical & cargo-wise diversification of MLS business	Evaluating market potential of the business across all Indian Ports and cargo types
Outsourcing specialised support business processes	Insurance has been outsourced to a Tata Group company

BOARD OF DIRECTORS

of TMILL Group of Companies (As on 1st April, 2021)

Mr. Dibyendu Bose
Chairman - TMILL

Mr. Guenther Hahn
Director – TMILL & ISL

Ms. Stephanie Sabrina Hahn
Director – TMILL

Mr. Nobuaki Sumida
Director – TMILL

Captain Amit Wason
Director – TMILL

Mr. Virendra Sinha
Director –TMILL

ABBREVIATIONS

TMILL – TM INTERNATIONAL LOGISTICS LIMITED
TKM INDIA – TKM GLOBAL LOGISTICS LIMITED
ISL – INTERNATIONAL SHIPPING & LOGISTICS FZE, DUBAI
TKM GmbH – TKM GLOBAL GmbH
TKM CHINA – TKM GLOBAL CHINA LIMITED

Mr. Sandeep Bhattacharya
Director – TMILL & ISL

Mr. Rajiv Mukerji
Director – TMILL

Mr. Amitabh Panda
Director – TMILL

Mr. Dinesh Shastri
Managing Director –TMILL
Director TKM China
Chairman – TKM India & ISL

Mr. Anand Chand
Director –TKM India & TKM China

Mr. Amar Patnaik
Managing Director – TKM Germany
Director TKM China & TKM India

Captain Soumya Ranjan Patnaik
Director & CEO - ISL

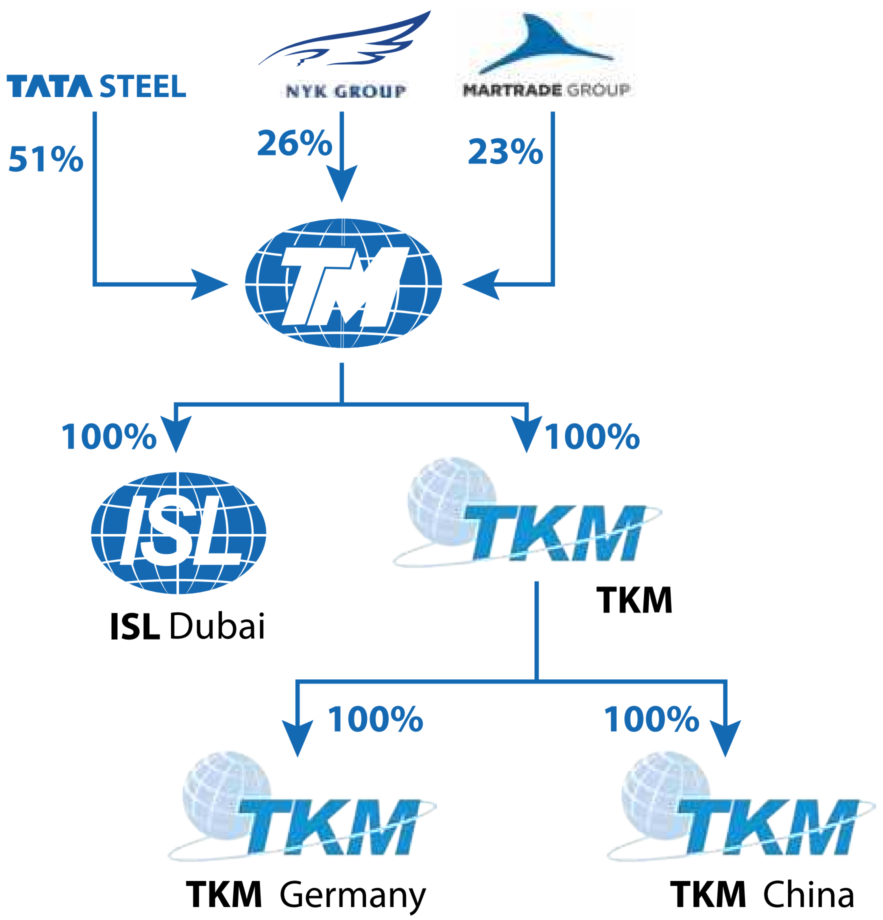
GOVERNANCE

TMILL is a joint venture between Tata Steel Limited (51%), IQ Martrade Holding and Management GmbH, Germany (23%), and NYK Holding (Europe) B.V (26%).

TMILL's Board constitutes nominees of its promoter companies based on proportional representation. It also includes independent directors and a woman director, with the necessary expertise and experience relevant to TMILL's business operations. The position of the Non Executive, Non Independent Chairman of the Board, the chair of the highest governance body, is held by a nominee of Tata Steel. Independent directors are selected based on their knowledge, experience and expertise in fields related to TMILL as well as its subsidiaries.

The top management at TMILL's subsidiaries comprise logistics experts with relevant expertise in the industry, who add specific value to these business verticals. During the year TMILL adopted Investment Policy I for deployment of surplus funds and Investment Policy II for Retiral Funds as well as amended its Corporate Social Responsibility Policy. An Internal Committee and POSH sub committees ensures complete safety and protection to women employees.

Shareholding Pattern



Board approved Policies

- Risk Management Policy
- Nomination & Remuneration Policy
- Prevention Of Sexual Harassment (POSH)
- Corporate Social Responsibility Policy
- Dividend Distribution Policy
- Investment Policies (I and II)

Governance System

At its interactions with the Senior Leadership Team, the Board provides feedback and guidance on the performance of the Company and its Strategic Business Units through detailed discussions on operations, concern areas as well as growth plans.

Accountability, transparency and sustainability are the three key pillars on the basis of which TMILL's governance policies and practices are deployed. The Board of Directors maintains oversight over management performance and protection of long-term interests of various stakeholders.

Risk Management, sustainability issues and a judicious balance of various stakeholder interests in all business practices is ensured through processes laid down for them.

Governance Structure

Chairman
(Non Executive and
Non Independent)

Independent Directors

Non Executive Directors
(Nominees of TSL, Martrade and NYK)

Managing Director

Committees of the Board and Responsibilities

Committee	Purpose	Area of Oversight
Board of Directors	Review company performance, pursue growth projects, monitor compliances and approve CAPEX in line with growth plans.	Review growth plans, status of project status reports, operational & financial performance, ATRs, HR management and CSR activities
Audit Committee	Monitor and provide effective supervision on the Management's Financial Reporting and Audit processes, related party transaction and accurate & timely disclosures.	Company's financial reporting process and all disclosures, qualifications in audit report, financial statements, performance of statutory and internal auditors and compliance of RPT.
Nomination & Remuneration Committee	Oversees the Nomination process for the Senior Leadership Team, approves and evaluates compensation plans, policies and programmes for the MD and SLTs, annual self-evaluation of performance of the top management and Key Management Personnel.	Review performance and approve compensation of SLT
CSR Committee	Formulate and recommend to the Board a CSR Policy and detailed CSR plan indicating activities and expenditure to be incurred.	Recommendation of CSR budget and policy, Review of CSR projects.

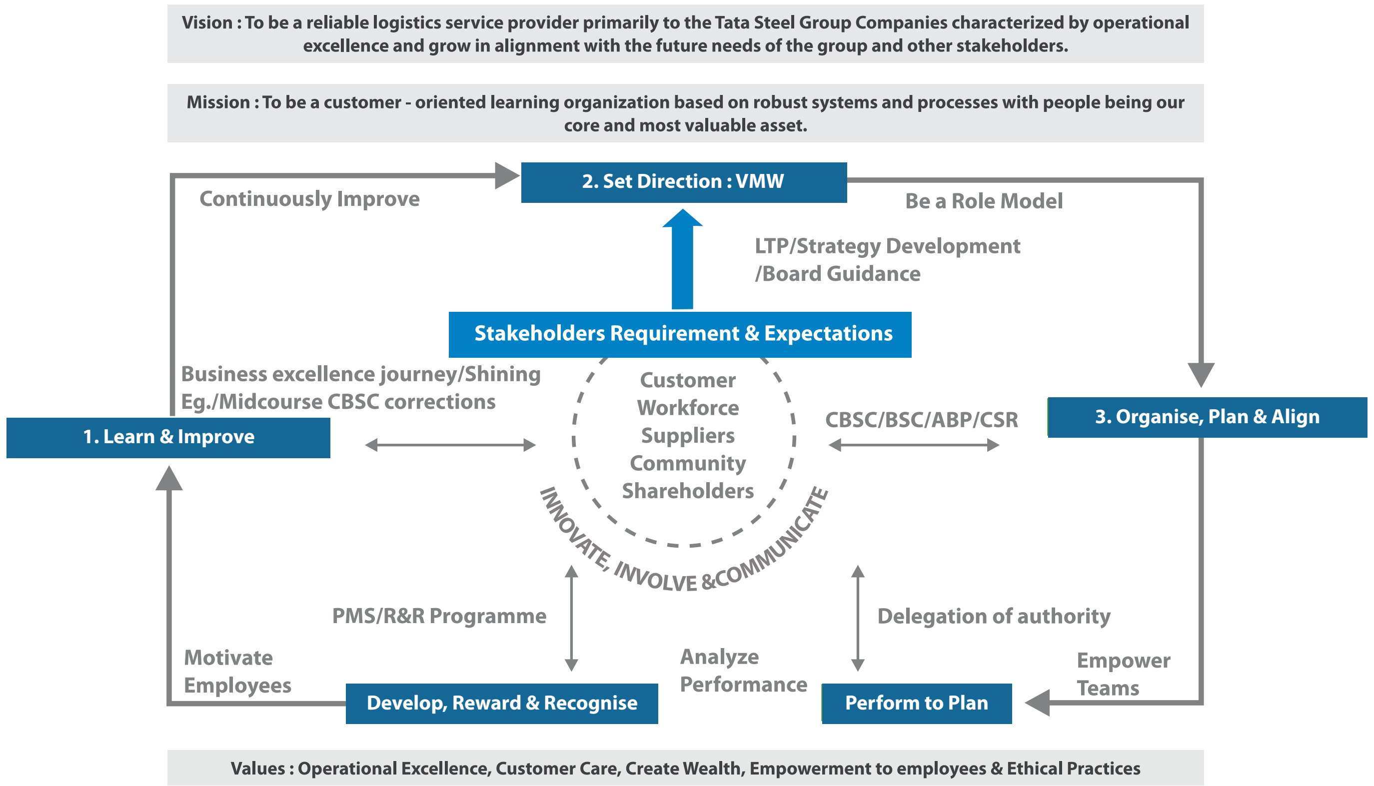
Executive level authority for Environment/ Social issues

As the highest executive authority, the Managing Director is responsible for TMILL's economic, environmental and social performance. Inputs on environmental and social performance from various stakeholders flow into the Strategic Planning Process and are addressed through its Strategic Objectives. The Company has articulated policies for Environment, Safety & Health and Quality Management policies.

Management Accountability

The Board monitors the annual performance of the Company through periodic reviews providing guidance on issues that are strategic in nature. Accountability of senior leaders on strategic action plans and performance is achieved through the adoption of appropriate policies.

Leadership System



The Senior Leadership Team follows an open-door policy and encourages free discussions with subordinates and the workforce at large.

Deployment of Values

As a Tata Group company, TMILL has adopted and deployed the Tata Code of Conduct and ensures that all business transactions not only meet legal standards but also ethical standards set by the Group. All partners/ suppliers of TMILL must also demonstrate their commitment to the Tata Code of Conduct by signing it.

Four pillars support the deployment of TCOC:

- Leadership Engagement
- Compliance Structure
- Communication and Training
- Measurement of Effectiveness

The Company has a designated Chief Ethics Officers, who is assisted by the Chief Ethics Counsellor and Local Ethics Counsellors.

A Consequence Management System allows all stakeholders to report unethical conduct in line with violations of the Tata Code of Conduct, POSH and other policies. Business partners are made aware of the legal and ethical commitments of the organisation and structured mechanisms provided to them for disclosing unethical behaviour. Complaints are reviewed by the Managing Director and reported to the Audit Committee and the Board. The Senior Leadership Team promotes ethical practices through different approaches/policies and ensures that all business transactions follow the best legal and ethical practices, including ensuring that all employees of TMILL sign-off on the TCoC.

In addition, an internal team monitors all legal compliances with the support of external consultants on a case-to-case basis. A quarterly Compliance Report is presented to the Board.

Measurement of Effectiveness

Senior leaders periodically engage with the employees and partners, as per an annual plan, for training and communication, through structured mechanisms as well as work through potential ethical issues that may arise and brainstorm to address them.

FINANCIAL CAPITAL

RESILIENT PUSHBACK

The unprecedented levels of disruption in business activity caused by the Covid-19 pandemic and uncertainty arising out of it made working capital management critical during this crisis period. Despite the challenges faced, TMILL managed its debtors and creditors efficiently even as credit periods were extended. The Company achieved a Revenue from Operations of Rs 1236, better than its target of Rs 1111 crores and a PBT of Rs 42 crores, an increase of 23 per cent over the last year.

To effectively manage cash flows the Company built forecasts on the impact of Covid-19, recast and re-strategised its business plan for the year, kept in continuous touch with customers to understand their needs, adopted changes in its payment behaviour, avoided non-critical use of cash and continuously monitored shifting market dynamics across geographies.

Cash Flow Management

The Company monitored it daily, weekly and monthly cash movements closely and maintained a forecast of its needs for a three-month period with the aim of remaining cash neutral on a monthly basis. Close track was kept of the ever-dynamic market conditions, liquidity position and health of the Company. A stress test on the cash flow was undertaken with the support of Tata Steel. As a result the Group's overall cash balance has seen an uptick even while all statutory payments were made on time.

TMILL is geared to take advantage of the immense growth potential of the Indian logistic sectors over the next five years, which will contribute to additional cash flows. It is also continuously focusing on entering into long-term contracts with customers, for instance to manage all of Tata Steel's port operations or customisation of products and services, and is exploring prospects for business diversification.

Many firsts during the years

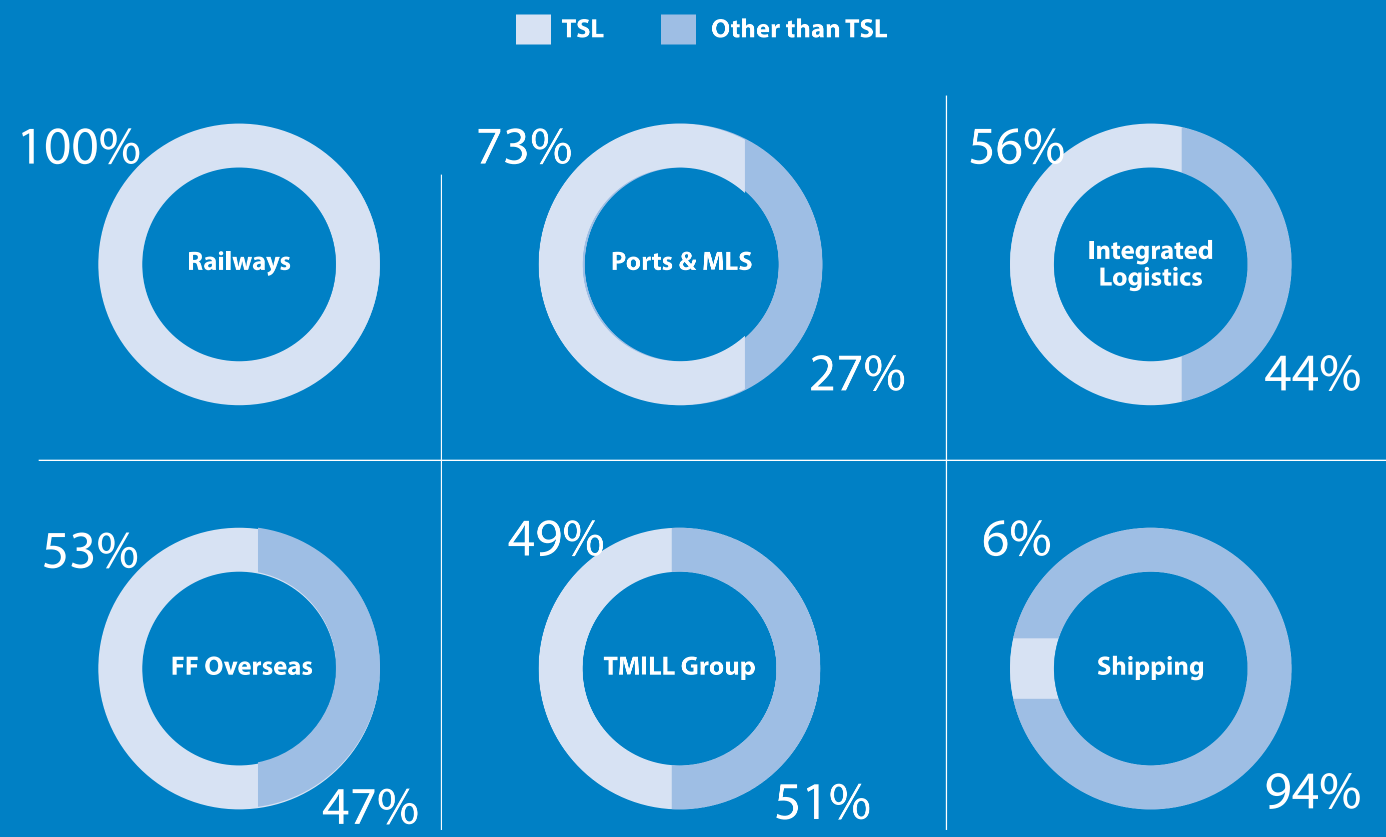
The lockdown did not deter the F&A team from completing the annual audit for FY20 as planned. For the first time, a paperless, remote audit took place with both the Statutory Auditors and the Finance & Accounts team working tirelessly to overcome the challenges posed by this first-of-its-kind deadly virus.

During the year, e-invoicing went live at TMILL. Under its Business Process Reengineering, 20 such activities were successfully implemented in the Finance track, as well as integration of SAP was achieved with the principle bank to facilitate online payments.

Sources of Funds

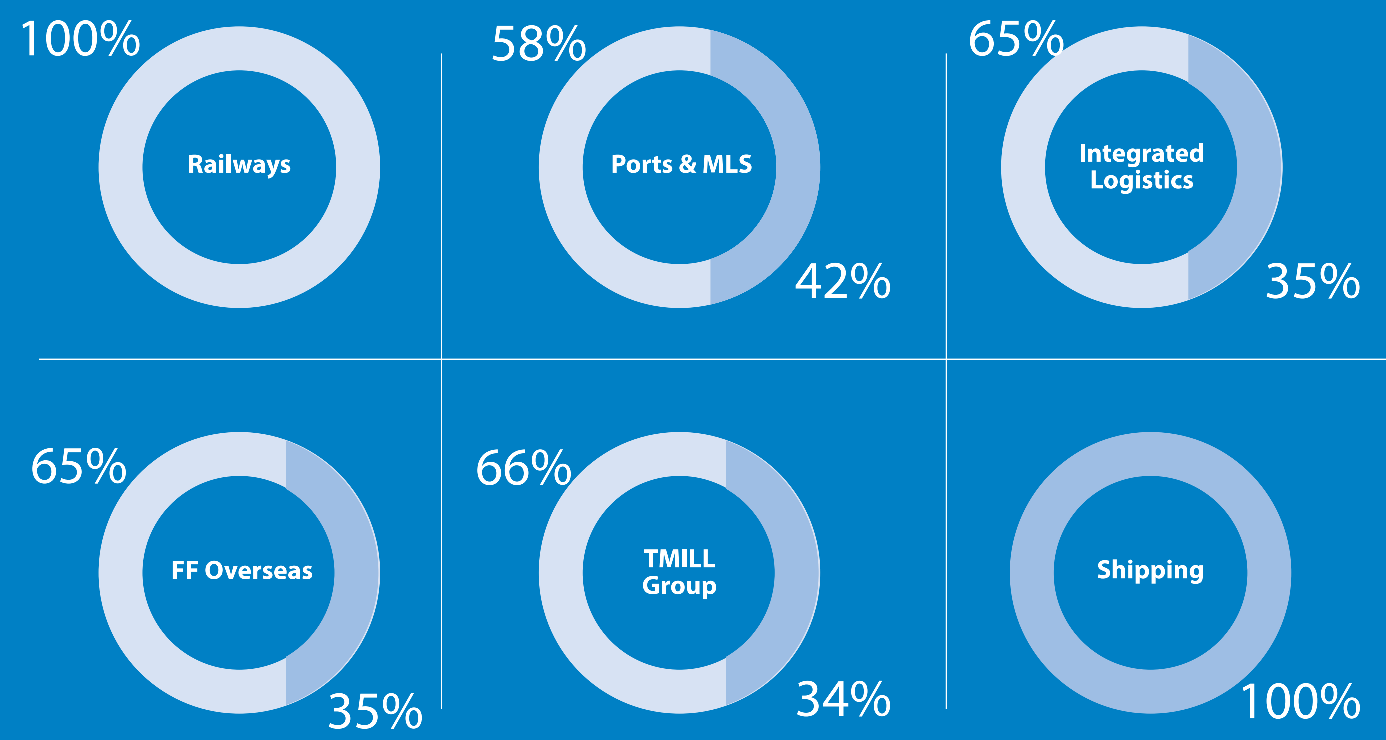
The Company generates financial capital annually in the form of surplus arising from current business operations as well as through financing activities. Funds generated are utilised for the operation of the business and deployed for its growth plans.

Share of Business - on the basis of Revenue



TSBSL's business has been considered under TSL

Share of Business - on the basis of Contribution



TSBSL's business has been considered under TSL

Deployment of Funds

TMILL has adopted an asset heavy, capex light business model and hence its financial requirements are captured through a structured short-term and long-term business planning process at the departmental level, which is then aggregated to derive the Company-level financial requirement. The three kinds of financial resources allocated, based on this process, are funds for minor CAPEX proposals related to facility upgradation, productivity improvement, resources for major CAPEX proposals, such as for setting up a new facility or new assets for an existing business or working capital allocation. CAPEX planning for investments is decentralised at the business head level, CAPEX light procurements are centralised at the Company-level. Procurement for regular operational expenditures is the responsibility of the respective business units to ensure faster decision-making, and minimum downtime.

During the year the Company invested Rs 16.25 crore in enhancing its fleet, purchasing new handling equipment as well as developing a workshop and storage areas.

It also continued to aggressively pursue its IT Project through the upgrades in SAP and development of customised applications for logistics services investing Rs 6 crores in them.

Business Growth

TMILL's Vision is to be an efficient and effective logistics service provider primarily to the Tata Steel Group Companies, with the goal of enhancing its Share of Business from the Group. It has envisaged three key areas of business growth in the future.

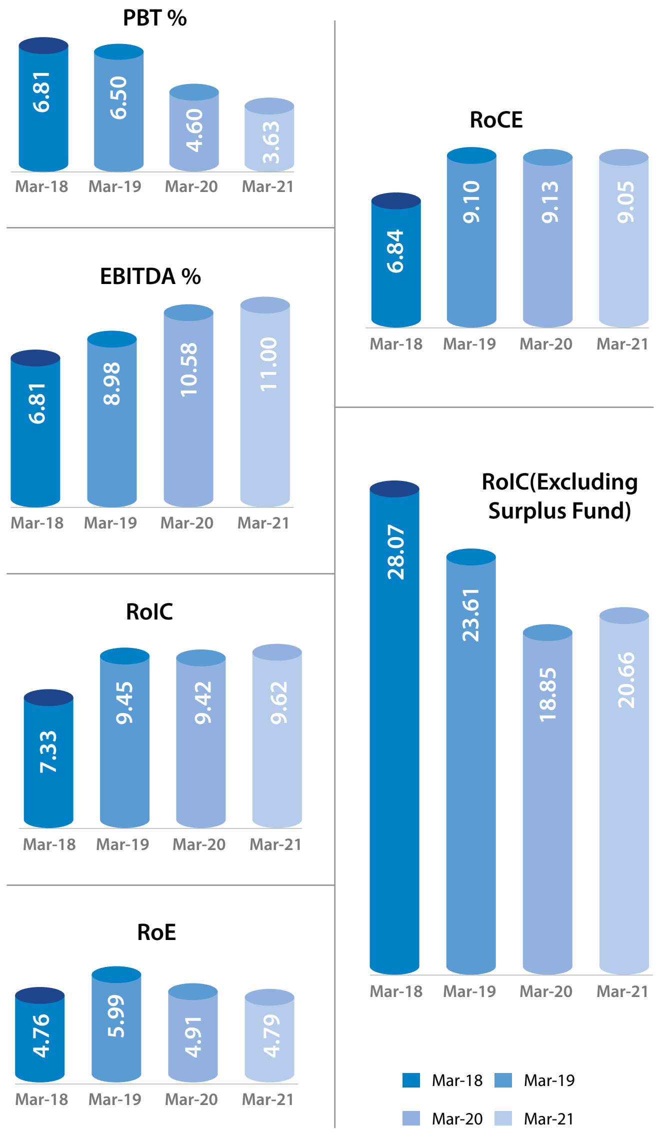
Augmented Railway business for TSL & third parties

With the Government of India focusing on increasing the modal mix of the railways in Indian logistics and railways proving to be the most cost and environmentally efficient method for moving raw materials and steel products for TSL, TMILL has provided a major thrust to its Railway business and has entered into long-term contracts with TSL, which generates 100 per cent of its Railways business. Thus over a period of time is expected to shift to improve the overall revenue mix of the organisation. In the last year, the Company handled ~45 per cent of the long-haul load from Tata Steel Kalinganagar.

Integrated Logistics Solutions

Efficient and effective logistics are key to retaining a higher share of both TSL's and non-TSL business. TMILL's focus on a smaller universe of customers is intended to yield better value propositions for its customers by tailoring its services to offer new, end to end integrated solutions. Its shift towards offering Vendor Managed Inventory (VMI) and investments in IT platforms, to provide them greater visibility over their logistics, is intended to garner a greater share of their business. The pandemic has prompted the industry to build future-ready infrastructure that can respond to disruptions swiftly. Going forward, a responsive supply chain will have a combination of speed, cost, and efficiency. Market and demand patterns are changing very rapidly, and the ultimate strategy would be opting for an agile supply chain management.

Key Financial Ratios (%)



Portfolio driven growth in Shipping

In 2020-21, TMILL's shipping business provided the highest number of fixtures, volume, revenue and contribution in the last seven years. It consistently achieved average volumes of 2 Mn MT, an average revenue of USD 20 Mn and average contribution of USD 1 Mn in the last three quarters, emerging as the major operator of coal on the Indian coast. It has pioneered the asset light business model in shipping, shifted business strategies in line with changing trade patterns and was the first to introduce RO-RO shipping in India to move cars and trucks. With India's thrust on enhancing the modal mix for water transportation, ISL is evaluating an optimal portfolio mix of ships, based on size, price and age, to grow its business. In the past year, ISL retained 22 or 63 per cent of its customer and added 16 new customers.

HUMAN CAPITAL

RESILIENT AND RESPONSIVE

The Company had continued to operate as close to full strength as permissible during the year. Hence, the health & safety as well as engagement of its employees remained paramount. The uncertainties required keen focus on employee well-being, both physical and mental.

TMILL took proactive measures to limit the exposure of its employees to Covid-19. Business travel was banned, attendance in offices reduced to 50 per cent, visitors/external agencies were not allowed into offices, sanitisers provided to all employees, along with gloves, masks and company vehicles given to commute, if required, to prevent use of public transport. Virtual meetings were introduced with business partners for insights into risk mitigation (e.g. Bunker Market)

Once the nation went into a lockdown, employees seamlessly adapted to the WFH (Work From Home) regime, demonstrating enormous character and agility in responding to changing business needs and maintaining responsiveness levels that allowed customers to continue to benefit from its services. The untiring effort by TMILL to protect the business continuity of its customers, especially during the initial phase of the lockdown, evoked immense confidence and heightened trust in the customer's mind. The Company also developed a roster to allow employees to work efficiently and effectively as well as maintain work life balance. This culture of employee centricity and ability to adapt to digital technologies came to the fore in Q1, when even the might of Cyclone Amphan did not slow the team down.

Through the entire period, the top management continuously communicated with all employees, impressing on them to follow all guidelines being published and circulated to keep themselves and their families safe and informed. The impact of the pandemic was monitored closely on a day-to-basis and relevant information shared with teams in a timely manner.

The resilience and responsiveness of the TMILL Group and its employees ensured continued profitablility during the year despite the stress on cash flows due to impacts faced by its customers. This has made possible by rigorous reviews at all levels and each employee rising to the occasion to serve our customers.

Digitalisation and Automation was key to this effort as HR Services were brought at a click of a mouse to its employees, thereby making a host of digital services accessible to them.

- Visit (Employee Health)
- 1to1help - UTSAH (Employee Assistance)
- SAP – HR (HR Operations)
- One Hour Learning (Capability Development)

Our Covid Warriors

While most of us operated safely from our homes, a large group of our warriors, specifically in the Ports and CHA&IL Divisions braved the circumstances and continued to remain physically on site. A special thanks from the entire TMILL team to all these warriors and their families.

Health & Awareness

Initiatives taken to safeguard employees against Covid-19 took on greater strength against its spread once the outbreak was officially declared a pandemic by WHO. Among them were initiatives to enhance awareness and provide support to employees. The Company also reviewed its general insurance and life insurance policy schemes to benefit all employees.

Company-wide processes to share communication on Health and Mental Wellness were introduced, the **Work From Home Policy (WFH)** updated, flexible work options introduced as well as Resumption of Work – SOM created. An AI-driven platform was launched to help employees and their family benefit from Cashless OPD Insurance. The **Visit App** gave officers access to a Doctor Online facility. Employee records were provided to building managements to enable them to execute regular temperature checks.

To address safety and health issues of employees in Haldia and Paradip, the Company leveraged the services of its medical retainers at these ports who provided employees and their dependents services free of charge. All employees are covered via medical insurance and medical support at Kolkata was made available through Health specialists appointed by Tata Steel.

1to1help - UTSAH (Employee Assistance): The understanding that Covid-19 was straining the mental health and psyche of its employees with emotions ranging from loneliness, anxiety to stress, led TMILL to launch **1to1help – UTSAH**, to support the emotional wellbeing of its employees and their family. The Senior Leadership Team also took the decision to send back Outstation employees to let them be with family during such difficult times.

Employee Engagement: Work from Home (WFH) over a prolonged lockdown and restrictions imposed by Covid not only posed unique challenges in achieving employee productivity but also necessitated initiatives to ensure employee engagement. Daily quizzes and crosswords were conducted, while every week programmes such as Antakshari, Tambola and Art Mela were organised.

Capability Development: Optimism and positivity was also injected via continuous learning. TMILL partnered with Tata Steel's Capability Development Centre to offer its people a range of learning tools. In addition, it launched its own eLearning platform **(One Hour Learning)** to ensure bite-sized learning at the fingertips.

A Skill Matrix was developed during the year to allow TMILL to pursue a more systematic and organised approach to define its key Technical, Functional and Behavioural competencies that will contribute to TMILL's success.

While the Company's capability development needs were revisited in response to the new paradigms, TMILL's short-term and long-term workforce capability and capacity needs are derived from TMILL's Vision, Mission and Values, organisational priorities and Corporate Balanced Score Card through structured processes and then addressed through capability development initiatives that flow into a detailed capability calendar.

TMILL kicked-off an in-house IT Training Programme, **Bit-by-Bit** in September 2020. It is a series of awareness sessions around common technology concepts required for today, tomorrow and day after. The series is intended to develop a language shared by all employees from various backgrounds and areas of expertise, so they can work together effectively, productively, and with the necessary digital linguistic ability to propel the Company toward future success.

Resumption of Work after the first wave: Prior to resumption of work at all TMILL Group sites, SOPs were issued covering all stakeholder groups. Display and communication material brought awareness on the protocol and precautionary measures to be followed along with advisories being issued periodically by the management. In addition, PPEs were provided to employees, thermal screening and floor marking introduced, while the bio-metric attendance system was removed in favour of RFID cards. Daily Tool Box meetings were used to create awareness on Covid-19 and measures to prevent it. Sanitisation of premises was extensively used, including after every shift, and sanitisers and soap dispensers made available at office entrances, work spots along with wash points in plant areas.

Workforce Composition Changes

In line with its Business growth plans and trends in the Logistics sector, TMILL set in motion its plans to build a multi-skilled, technologically adept workforce. Several initiatives were launched during the year for job enrichment and empowerment, skill upgradation of the workforce in line with business needs especially digitalisation, which is a key trend in the Logistics sector, job rotation across levels and business verticals, manpower rationalisation and organisation re-design.

Workforce Profile

TMILL's officers are based in India, Germany, China and Dubai while the contract force primarily works in its Port Operations and Warehouse.

Segment	Strength	Educational Qualifications	Nature of Job
Officers	189	Engineering + MBA, MCA, Master Mariners,	Operations, Maintenance, Marketing, Sales, Chartering, Custom Clearance, Finance
		Engineering, CA, CS, ICWA, Post Graduates, Diplomas, ITI, FTA, SSC & Others	Finance & Accounts, Information Technology, HR & IR, Purchase, Internal Audit, Business Development, Safety, Ethics, CSR and Quality
Associates	134	Post Graduates, Graduates, Diplomas, ITI, FTA, SSC & Others	Operations, Maintenance, Stores, Custom Clearance, Documentation, Purchase, CSR and Safety
Contract Workforce	645	Graduates, Diplomas, ITI, FTA, SSC & Others	Maintenance, Security, Documentation, Equipment Operations, Gear Operations

In the past year, an FTC segment of the workforce was introduced.

Workforce Diversity

The manpower strength of the TMILL Group of Companies was 968 in 2020-21, including 205 persons on-roll across ports, warehouses, SFTO and offices in India, in addition to Dubai, Hamburg, Shanghai and Dusseldorf. During the year, Virtual Campus Hiring was conducted at NRTI for Railways and two new talent onboarded.

The Company continued to pursue Diversity & Inclusion and maintained a Diversity & Inclusion ratio of ~17 per cent of the workforce.

Segment	Total	Gender	Number	% of workforce	Attrition Rate
Officers	189	Male	165	87	Overall Attrition Rate 4% (Voluntary)
		Female	24	13	
Associates	134	Male	132	99	
		Female	2	1	
Contractual	645				

RELATIONSHIP CAPITAL

AGILE RESPONSE TO UNPRECEDENTED CHANGE

Customer care, a core value at TMILL, came to the fore in FY 2020-21. The Company responded with swiftness to manage supply chain requirements of its customers and create logistics solutions as it picked up early signals that an unprecedented disruption was imminent. After an initial drop in steel production, steel exports saw a surge with TMILL stepping in to support the logistics needs of its customers, especially TSL and the Group Companies, during the lockdown.

Business Continuity Plan

As an immediate response the Senior Leadership Team set in place processes to ensure Business Continuity. Daily morning meetings with all business and functional heads effected fact-based analysis that enabled them to take qualitative and quantitative decision-making.

Senior employees were empowered to prevent organisational paralysis, action plans developed and timely communication with internal and external stakeholders ensured via two-way communication channels.

Cross-functional teams were formed for more effective and efficient remote working, while minimising communication to prevent employees from being overwhelmed. A roster was created for all on roll employees to manage operations. All stakeholders, especially customers were apprised of the likelihood of *"Force Majeure"*. Communication on the settlement of payments, especially to vendors comprising small enterprises, was provided well in advance.

The capability of "Work from Home" was seamlessly implemented to support customers and ensure continuity of operations.

Part of the Covid-19 battle

Availability of personal protective equipment (PPE) for Covid was a critical concern for Tata Steel, both for all Company-owned hospitals and in its operations, which are continuous in nature. TMILL stepped in to procure, import and ensure domestic clearance of N95 masks both for its manufacturing units and Tata Main Hospital, Jamshedpur.

The Company also procured and distributed PPEs to Government bodies in Haldia and Paradip to ensure protection against Covid-19 for their frontline workers, health and security personnel.

Timely coordination by TMILL to arrange waivers of detention charges by shipping lines for 98 containers with PPEs and a penalty waiver of ~ ₹ 1 crore for the delay in filing of Bill of Entries by the customer led to a savings for the customer.

Smooth cargo movement

TMILL's decision to adopt an asset heavy model and enter into long-term contracts with both customers and vendors proved effective during the lockdown. Container cargo movement from Kolkata and Vizag to Jamshedpur was continuously maintained via rakes leveraging a special arrangement with CONCOR along with making the SFTO fleet available at the plants for smooth movement of export cargo through the lockdown.

Process consumables, noble metals and spares for sustained iron and steel at the production units of TSL were treated as critical delivery requirements, with TMILL coordinating to obtain necessary permissions from government authorities to maintain its operations through the lockdown.

TMILL also commissioned a Custom Bonded Warehouse at Jamshedpur for Tata Steel and the Tata Group companies in general, continuously coordinating with the District Administration (DM, SP), Chairman (Municipality) and Port Administration all through the lockdown.

Operational Excellence yields Customer Satisfaction

TMILL's broad objectives are to exceed customer expectations and enhance long-term customer engagement. Real time responses, support and coordination by TMILL and all group companies won appreciation from it customers. This included appreciation for the efforts of the CHA team to achieve zero demurrage/detention at Port/CFS for import of the METSO package for the pellet plant project at Tata Steel Kalinganagar (TSK), as well as smooth handling and execution of other project cargo during the year through seamless operations and coordination by various functional teams despite the challenges faced by the container shipping market.

Efforts to identify and gain new customers continued during FY21, with engagements to cement relationships with significant non-TSL customers. Services were provided to Power International Dubai, Bainbridge Navigation and Tata International. On the west coast, in addition to Tata International, TMILL acquired the cargo supervision job at Dahej for M/s Grasim Industries Ltd.

Listening and Learning Mechanisms

TMILL uses listening and learning methods to understand the needs of its customers and formulate Action Plans to improve its service levels and product offerings. All Strategic Business Units have listening posts for their customer groups. Use of social media and web-based tools increased significantly during the year. TMILL's customers are divided into two groups, Core and Spot based on the nature of TMILL's business with them. Based on identified needs in their supply chains, the Company customises service offerings for Tier I Core customers, including assetisation if required. Core work processes are continuously revisited for improvements, to eliminate gaps in service levels and improve satisfaction levels. A Customer Portal to make available reports, maintain a dashboard, knowledge sharing, online logging of Customer Complaints and integrated view of jobs is on the anvil.

Relationship Management at the fore

TMILL has, over the years, developed a customer-centric approach. Customer centricity was at the fore during the year with each team going the extra mile to meet expectations and enhance customer experience despite the challenges. The benefits of the past work done by the Company in mapping customer needs, integrating itself to their supply chains and providing reliable, cost effective solutions were evident in each of its Strategic Business Units.

TMILL's CHA team despatched the highest number of rakes ever for TSL from Dhamra. It also managed timely clearances of critical consignments despite multiple challenges. TMILL handled 3.14 lakh MT Billets for Tata Steel and 0.85 Lakh MT Billets for Tata Steel Long Products, Sponge Iron shipment for TSIL through the Paradip during the lockdown, urgently needed to keep the plant running.

The highest break bulk volumes and export volume were handled at the terminal, successfully catering to customers' export requirements especially during Q1 of FY21. This was made possible by arranging for prompt statutory approvals. As a result, 34.7 per cent of the rakes booked for Tata Steel comprised SFTO rakes of TMILL. The Maritime Logistics team also successfully handled the highest number of export vessel calls, with the team being strengthened at Dhamra, Paradip and Vizag to support customer requirements.

In line with the policy of the Indian Railways, TMILL became eligible to apply for its Long Term Tariff Contract (LTTC) agreement in early FY21, having recorded a volume of 1 Million MT in cargo volume in the previous twelve months. The LTTC agreement with Indian Railways was signed in July 2020 contributing to its efficiency in managing logistics for core customers.

Major milestones in Supply Chain Management were the commencement of a Custom Bonded WH for Tata Steel (MRO/Bulk Consumables/Refractory), commissioning of the Jorhat – Tea Auction Warehouse for M-Junction and improved delivery compliance at the Iron Making Section from 67 per cent to 98 per cent through an improvement project.

Future Outlook

Based on the inputs from Voice of Customer, TMILL is focusing on Vendor Managed Inventory (VMI) to minimise inventory costs of key customers as well as customise wagons through engagement with manufacturers, colour coding of SFTO Rakes and RR for empty rake movement to distinguish TMILL's rakes from those of the Indian Railways. It is also exploring the potential of enhancing its presence in the warehousing business over and above the current increase in capacity planned.

The Company will also strengthen its Field Offices at Vizag, Dhamra, Paradip and Haldia to cater to the ever increasing customer requirements, accelerate the digitisation of processes in line with those of its core customers and dedicate focus on acquiring non-TSL business.

MANUFACTURED CAPITAL

A RESILIENT FRAMEWORK

Tata Steel and Tata Steel Group companies use 3PL in principally three areas, ports, railways and warehouses, to move or store raw materials and finished goods. To offer them efficient and effective logistics, TMILL had adopted an asset heavy, capex light model in these lines of business, which proved providential in the last year. The demand from customers to move raw materials and finished goods due to a surge in export shipments led to an overall increase in railways and ports movement, along with a surge in total agency calls for MLS.

Business model mix

TMILL has four lines of business with a mix of asset and non-asset based models. The Lines of Business with an asset-heavy, capex-light model are Port Operations at Haldia Port Berth #13, Railways and the Warehouse & Supply Chain Management business. Assets for all these asset-heavy lines of business are on long-term lease. Port Operations at other berths in Haldia and Paradip, CHA & IL, MLS, Freight Forwarding have no assets. Shipping has a trading model with limited assets.

Asset focus based on strategic control

Based on the Strategic Opportunities identified, from offering services to Tata Steel and Tata Steel Group of companies, TMILL invests and augments its assets in these three business verticals to garner a larger Share of Business from them.

Strategic Opportunities	Initiatives in 2020-21
To operate privately owned trains for transport of Steel FG for TSG	• Expanded its fleet to include 15 SFTO rakes and 12 GPWIS rakes is 2021
Warehousing Business Development	• Commencement of Custom Bonded WH for TSL (MRO/Bulk Consumables/ Refractory) • Jorhat – Tea Auction Warehouse for mjunction
Increased mix of asset-based business	• ISL purchased a vessel and operated it profitably, shifting from pure chartering to an asset-mixed model • Additional Railway rakes being leased for five years
New equipment to improve productivity	• A parking area for equipment and a workshop was created at LL6 in Haldia and space is being created to lay railways tracks • Layout at Haldia being changed to create more working space

Asset Profile

Business	Asset Model	Capacity in 2020-21
Railways	Assets on lease	• 1,500 MTPA
Shipping	Trading model with limited assets	• ISL Star dry dock • 4X increase in tonnage in cargo movement in 2020 • 11 economically viable waterways identified
Warehousing & SCM	Assets on lease	• Jorhat Warehouse • Bonded Warehouse
Port Operations	Berth #13	• Achieved a total volume of 8.23 MMT with Berth #13 handling 1.87 MMT inclusive of 0.83 MT of Break Bulk Cargo • New equipment installed at Berth #13

Ports

Berth#13 handled the highest ever break-bulk volume [Steel Exports, Imports & Project Cargo] of 0.83 Million MT during the year. The previous highest break-bulk volume through the terminal was 0.66 Million MT in FY 2005-06. It also handled the highest ever export volume of 0.74 Million MT and 0.34 Million MT of non-Tata Steel cargo including export steel from Tata Steel Long Products, steel imports for Nepal customers, fertilizer raw materials for Indorama and raw material imports of various customers other than Tata Steel. The previous best in export volume was 0.43 Million MT in FY17.

The Port Operations handled a combined volume of 6.8 Million MT for Tata Steel, accounting for 5.7 Million MT of Raw Material imports, 1.09 Million MT of Steel exports and 32,486 MT of Steel imports. For group companies, Tata Metaliks and Tata Steel Long Products, Haldia handled 0.60 Million MT and Paradip 0.41 Million MT of raw materials.

The turnover of Berth#13 crossed Rs 100 Crores for the first time ever to touch Rs 102.26 Crores, while the total turnover of Port Operations crossed Rs 182 Crores.

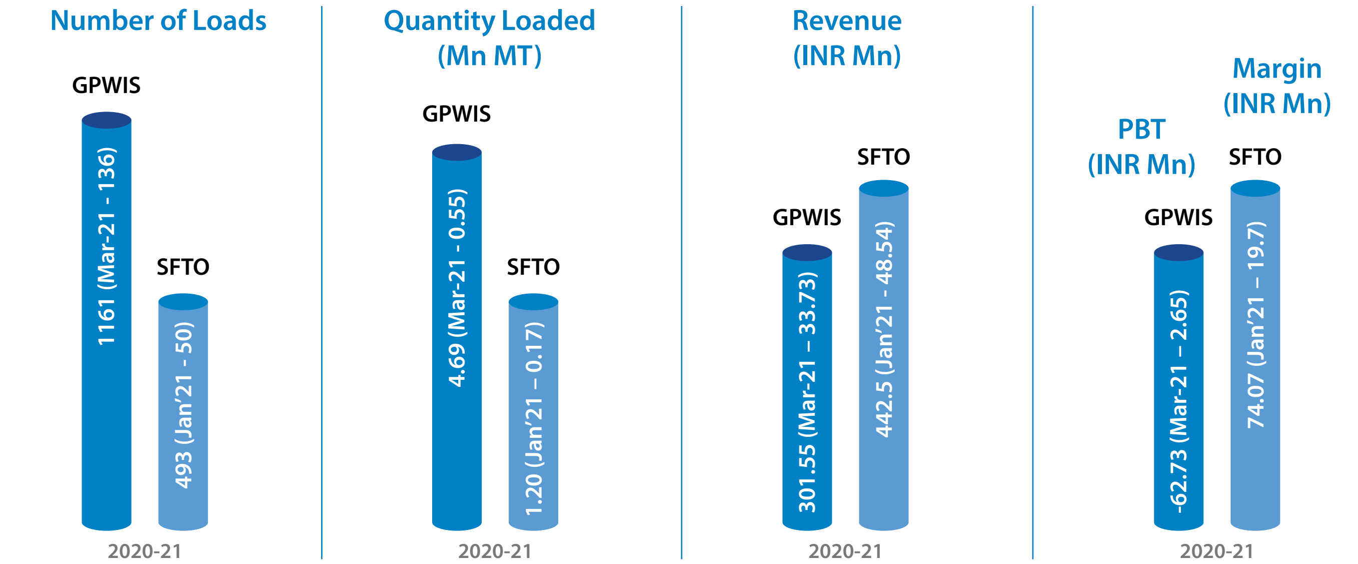
For the first time TMILL successfully handled the Metallics business of Tata International during the peak of the first wave of Covid-19. Paradip handled 20,905 MT of Sponge Iron and Berth #13 handled 15,008 MT of Pig Iron on account of Tata International on a door to door basis including transportation from Durgapur KIC Metalliks. Also, for the first time the Company handled 77,000 MT of Coking Coal (financing cargo of Tata International) meant for Electrosteel Steels Limited at Paradip.

TMILL recommenced supervision cargo at Vizag for Tata Steel as the steel major felt the need to improve the quality of handling available to it at the port.

Cargo Volumes	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21
Haldia – Berth #13 (MT)	1348188	1439171	1664855	2045625	2079032	1867056
Other Berths – Haldia (MT)	2513342	2458850	2538178	2673932	2278192	2706104
Paradip (MT)	2579311	3490798	3758764	3855311	3149585	3595594
Total Revenue (₹ Million)	1537.60	1422.34	1241.69	1656.07	1642.46	1872.91

Railways

Tata Steel uses Railways for almost all inbound raw materials movement and for a significant part of its outbound movement of finished steel products. TMILL intends to garner a larger share of rail movement by providing Tata Steel strategic control over its logistics. The vision of the top management of the Company in the last few years, in growing the Railway business of TMILL, will going forward be a significant revenue earner for the Company. In FY 2020-21, TMILL successfully catered to the export requirements of TSL in Q1 by arranging prompt statutory approvals. Of the 121 steel rakes booked for Haldia from TSL Jamshedpur, 42 rakes were SFTO rakes of TMILL (34.7 per cent share). Uninterrupted operations by TMILL's Railways business through the Covid-19 lockdown, enabled the TSL plant to despatch 3.14 Lakh tonnes of Billets and TSLP to despatch 0.85 Lakh tonnes of Billets. To meet this demand, for the first time TMILL transported steel billets via BFNS rakes, ensuring timely arrival of cargo at the ports and meeting export timelines.



Fleet size expanded

TMILL expanded it railway fleet size in FY 2020-21, inducting two new GPWIS rakes to take its total fleet size to 13 and three new SFTO rakes to take the total fleet size to 15 SFTO rakes. TMILL currently has a total fleet size of 28 with 13 rakes in GPWIS and 15 rakes in SFTO.

Benefits from Government Policy

TMILL became eligible to apply for a Long Term Tariff Contract (LTTC) agreement in 2020, by achieving 1 Million MT in cargo volumes in the previous twelve months, in line with the policy.

Volumes achieved

The Company achieved 1.20 MnMT in volume with 493 loads in the SFTO rakes and 4.69 MnMT with 1161 loads in GPWIS rakes in FY 2020-21. GPWIS business turned positive specially in the last quarter of the year, achieving it highest figures operationally and financially in FY21. In December 2020, TMILL commenced operations in a new circuit under the GPWIS policy to carry flux, slag and coal.

Growth ahead

TMILL is now creating additional space at LL6 to extend the railway track via a CAPEX project, which will create more working space at Berth #13 jetty. It is also working towards reducing its handling loss at Paradip to below 0.1 per cent.

The Ministry of Railways has rolled out a single policy covering all wagon types to encourage private investment as well as to bring in efficiencies, which TMILL intends to leverage for the future growth of its Railway business.

Policy to attract investments and bring efficiencies

- Development of new terminals/ PFTs/ ICDs and private sidings
- Upgradation of existing good sheds/ terminals
- New common user models

Rolling Stock Strategies

- A single policy to cover all wagon types
- Wagon ownership not to be linked to any license fee
- Consistent haulage to be considered
- Wagon ownership to be permitted to maintain their own rolling stock
- Haulage charge to not include cost of asset
- Streamlined automatic approval process

Warehousing & Supply Chain Management

The warehousing business in India is highly fragmented with most warehouses covering an area of less that 10,000 sq ft. TMILL intends to lead the shift from traditional manpower intensive warehouses to Smart (Modern) warehousing using mechanisation and modernisation to improve storage efficiency, safety and cost through an IT-enabled warehouse management system.

In the last year, TMILL's warehousing business saw a drop in volumes due to the impact of Covid-19, however given its potential to grow, the Company is on track with its growth plans, while ensuring that warehouse costs are in check. Process improvements have been identified to reduce the Invoice to Payment cycle time reduction and error free invoicing.

Future Growth Plans

Among other initiatives finalised in FY 2020-21 was an Integrated Service offering & SLA for TSL's Engineering & Projects Division and restructuring its five-year agreement with CJ-DARCL to reduce costs and address enormous customer dissatisfaction. The commercials for the Hyderabad warehousing were finalised and work is due to commence in Q1 of FY22. TMILL's Baddi Warehouse will commence operations in Q2 FY22.

The Company has engaged consultants to conduct a detailed study on the various opportunities existing in this sector.

IT Infrastructure

The progress made by TMILL in building a digital backbone in the past two years under Project Neev was leveraged to its fullest in the last year to safeguard business continuity, while significantly enhancing service levels for the customer, garnering more business with existing resources and also ensuring greater efficiency and effectiveness in services.

Under the Line of Business modules, applications for Railways, Supply Chain Management and Warehouse were developed and went live during the year.

Transfer of the HR and Payroll onto the SAP platform was also successfully completed, directly integrating it to Finance. This resulted in accuracy of data, along with savings in manpower and transaction time as well as costs. An employee portal was also launched to converge all functions associated with employees at one location.

For the Finance function, enhancements were effected for Lease Accounting, Treasury Operations, SD and MM integration in SAP and e-invoicing with all of them being transferred to SAP. Asset Accounting for TKM India and ISL were also rolled out onto the platform. All direct and indirect entries are now successfully being captured with relevant business areas on SAP, eliminating manual intervention and reducing reporting time.

After migrating 50 per cent of the Line of Business (LOB) Applications to SAP in FY21, the Company has targetted putting the balance 50 per cent also on SAP by FY22. Going forward, TMILL intends to have 100 per cent SAP migration to Cloud.

INTELLECTUAL CAPITAL

VALUE IN AGILITY AND INTEGRATION

Intellectual capital is a sustained source of value creation for the Company and its stakeholders, enabling them to derive value from triggering strategic opportunities that reinforce new knowledge and skills to ensure sustainable growth of the organisation.

Visibility and Measurability

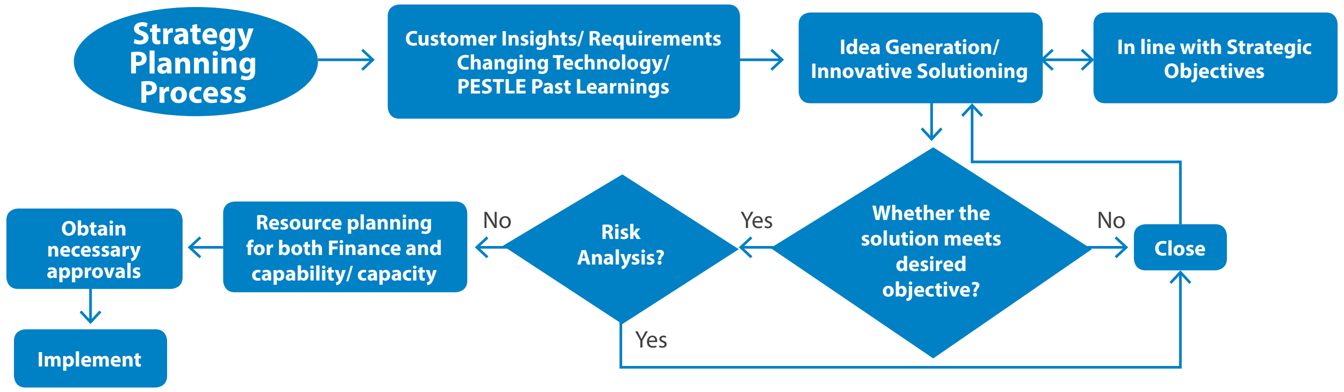
TMILL's IT implementation project, Project Neev is aiming at moving its businesses and functions to an integrated IT platform across the Company by H1 of FY22, a competence most logistics companies lack. Prior to it, various IT systems of the Company were standalone and independent of each other. Under Project Neev, SAP S4 HANA was implemented in TMILL and TKM India. It is being implemented in ISL, and subsequently will be rolled out in TKM-Germany and China.

The Business Process Reengineering exercise at TMILL was designed to identify and monitor major KPIs for all verticals in the group and align them, such that, they can be tracked and serve as a source of input to take informed business decisions.

Innovation Management

Innovation Management at TMILL is driven by customer insights, technology development, past learning gathered during the Strategy Planning Process and deployed via improvement projects. Innovation is targeted at creating value for customers.

Products and services vary for different verticals due to varying business requirements of customers. Key Work Process (KWP) are designed, reviewed periodically and accordingly changed to address ever dynamic customer needs.



Innovation Management Process

Innovation Management Drivers and Outcomes

Innovative Solutions linked to Strategic Opportunity	Driven by	Outcome
TMILL contributed to the design of BFNSM wagons that increased rake capacity by 40 per cent.	**Customer Insights:** Our understanding of TSL's outbound transportation.	Sustainable business model. This has helped TMILL to bag long-term contracts in its Rail business.
Actively worked with Tata Inno-Verse team to develop new technology for wagon-load measurement.	**Customer Insights/ Past Learning:** Sub optimal railway freight and TMILL's contractual obligation on loading limits.	Reduction in railway freight loss for customer. Decrease in financial loss for TMILL.
Development of customised GPS devices with three weeks of battery back-up installed on rakes.	**Past Learning/ Improvement Projects Business constraint:** Sub-optimal planning of loading/ unloading & TAT due to lack of real time rake update.	The tracking data has enabled TMILL to deploy resources at critical junctions and achieve better turnaround times.

Business Processes Re-engineering

A focused initiative, Project Manthan – for Business Process Re-engineering (BPR) – is aimed at capturing Intellectual Capital to create a scalable business model resulting in higher levels of productivity without any additional manual intervention.

Various inputs on technological changes, customers' environment, strategic objectives, internal integration requirements and the like, helped to realign & restructure the business processes in sync with new age technologies to create a more agile, integrated, and efficient ecosystem.

A detailed organisational-wide study of business processes of all verticals and support functions laid the roadmap for transforming TMILL into a future ready organisation.

Digitisation

Another focused initiative under Project Neev, enabled TMILL to address the critical customer expectations and to enhance value creation for the customer. From the current level of ~13 per cent of the workflow being IT enabled, TMILL is targeting a 70 per cent and further 85 per cent of the workflow being IT enabled.

IT initiative Themes

- Capability Development
- Standardised Business Processes – across LoB, companies, countries
- Minimize Manual Intervention, Capture Information at Source
- Real Time Status Monitoring
- Visibility & seamless experience – customer & other stakeholders
- Accurate (Single Source) & Timely Performance Monitoring

Service Integration: TMILL has implemented robust and standardised Business Processes across all business operations, companies and countries, customer-facing activities and support systems to improve service levels and operational efficiency.

Visibility & Enhanced Customer Experience: Minimal manual intervention and capturing of information at Source Real Time Status has been achieved.

Cost Effectiveness: Monitoring visibility, improved efficiency and cycle times, accurate (Single Source) and timely Performance Monitoring, contributed not only to greater cost effectiveness for TMILL but also a seamless experience for customers and other stakeholders.

Business improvements

System generated, paperless processes, with error free documentation and analytics via digitisation improved business decision-making, besides aiding export activity from multiple locations (Haldia, Paradip and Dhamra), reducing delays and loss of time.

Digital solutions for Logistics: Project Neev has effectively consolidated lower value transaction processing activities, created a single integrated view of the core and supporting processes, enabled accurate visibility and monitoring of equipment management, along with significantly optimising costs and integrating processes.

Integrated Operations: An integrated view of operations and services in each line of business across companies and countries is leading to standardisation and optimisation of technological investments and operational flexibility with a unified target operating structure. Operations have been integrated on a SAP model for ease and convenience across all business verticals.

Railways: Through a BPR project, a comprehensive study was conducted on common route diversion points in SFTO rakes to reduce the delay in TAT, along with introducing a Pre-alert system in the Railways application. Liasioning with the Indian Railways (IR) to reduce Routine Overhauling (ROH – Maintenance time) minimised the downtime loss and contributed to the bottom line. Post pandemic, a shift from physical documentation process to an online mode with all stakeholders wherever possible and applicable is planned.

IT Automation: Scaling up of IT usage and availability of better information management on core business drivers has opened opportunities for measuring, quantifying and improving customer/vendor processes to potentially enhance customer/vendor experience.

Support Growth Plans: TMILL is leveraging the power of IT as a strategic enabler to support group aspirations, plans to scale growth both organic and inorganic, and support future strategic initiatives.

SOCIAL CAPITAL

RELIABLE SOURCE OF SUPPORT

TMILL is committed to promoting sustainable and equitable development, to improve the quality of life of the people in the communities in and around the geographies where it operates. The last year was exceeding difficult for its communities as they were first impacted by Covid-19 and then were at the frontline of Cyclone Amphaan. Many lost homes and sources of livelihood in the first Quarter of the year.

Target Group: As part of the Tata Group, the spirit of giving back to the communities where it operates is embedded in the DNA of TMILL. Therefore for the Company its first priority is the social ecosystem at Haldia, Paradip or Jamshedpur. Each local unit identifies the need of the community in consultation with key stakeholders and beneficiaries. Programmes and initiatives are implemented directly or through NGO partners with relevant expertise and a strong presence in the area. TMILL actively encourages employees to volunteer and engage closely with the communities so as to enhance the impact of its activities.

Focus Areas: To improve outcomes from its limited CSR spend TMILL has opted to focus on areas that can yield greater short-term and long-term impacts by making the youth self-reliant via enhancing vocational skills and promoting education among the children.

TMILL also promotes environmental sustainability through protection of flora and fauna, conservation of natural resources and animal welfare, while its healthcare efforts are directed towards women and children.

Governance: In accordance with the Company's CSR Policy, a dedicated Corporate Social Responsibility (CSR) team, including local units, has been created to identify, plan, deploy and improve various CSR projects and programmes based on the guidance of the Board. A structured review process is in place to ensure effectiveness. The Apex CSR Steering Committee, chaired by the Managing Director and comprising the senior management team, continuously monitors and evaluates benefits flowing to community. The Company follows a structured process, based on triggers, to identify communities as well as execute and review projects.

Need Assessment: Needs are assessed through various mechanisms ranging from direct dialogue with the local bodies and elected representatives, interactions with well-reputed NGOs and the beneficiaries.

Area of Support	Action Taken	Impact
Environment	Use of Biodiesel in the equipment at Ports	Cleaner Environment
Social	Relocation of warehousing operations keeping in mind safety & environmental concerns.	Happy & Knowledgeable Community
Economic	Employment Opportunities in need based areas	

Emergency response against COVID -19

The immediate impact of the lockdown was closure of offices and restrictions on movement. But it was time for a Logistic Service Provider to embrace a new role, to help the wider community through prompt action.

For the health and safety of its employees, especially in Ports and Railways, TMILL ensured basic hygiene, encompassing everything under the 3 Ps it has articulated i.e. People, Process and Productivity.

The Company ensured that its orders for masks were placed on NGOs that provide employment to women. N95 masks were also imported from overseas and supplied to not only TMILL's employees at Haldia, Paradip and Kolkata but also to the local administration.

The Kolkata team arranged meals for 100+ children during the lockdown.

Lending a helping hand

Cyclone Amphan ravaged eastern India and Bangladesh on May 20, 2020 as it raged through the vast mangrove forest and saltwater swamp of the Sundarban delta, a UNESCO world heritage site. Of the 102 islands in the Sundarbans, 54 are inhabited. The lives of an estimated 4.5 Million people in this region are inextricably linked to the fragile ecosystem. Farming, fishing, collecting honey and tourism are the limited employment opportunities available in the delta region.

As the seawater gushed inland, driven by the force of the winds, it broke embankments along the rivers of the Padma-Ganga delta inundating farmlands and inflicting the harshest impact on the livelihoods of the poor. Saline water can kill freshwater fish in a pond within a day as well as can damage the most important source of drinking water in these villages and leave land unfit for cultivation for up to five years. Though the region is no stranger to disaster, but the combination of the cyclone and the pandemic made the situation doubly difficult.

TMILL immediately rushed help to the villagers in Sunderbans, most of who can only be reached via boats. It also supplied equipment to local authorities to clear the debris left by Amphan, which included thousands of trees and civic structures.

In collaboration with the NGOs, Afflatus Foundation and Tepaantar, TMILL organised a relief supply programme aptly named, **"SUNDARBAN KE BHALOBASHI"** on June 28, 2020, to support cyclone-affected villagers. After taking a long adventurous trip from Kolkata to a small village called '8 Number Adibashi Para', TMILL's relief team distributed food items, other essentials, facemasks and tarpaulins to 75 families, bringing a smile to the "not so smiling" faces of the villagers.

NATURAL CAPITAL

SUSTAINABLE VALUE CHAINS

Green logistics is now a priority in the supply chain evolution in India. Sustainable practices are a norm amongst international logistics and supply chain players as large businesses have made the environment impact of their logistics partners a key criterion in their selection. This requirement will see greater demand in India as well.

Environment Management Systems certified

TMILL's culture of continuous improvement received a shot in the arm during the year as it became an "Integrated Management System" certified company. The Company was audited and certified to the ISO 9001 (Quality), ISO 45001 (Occupational Health & Safety Management System) and ISO 14001 (Environment Management System) standards, giving it the confidence to serve its customers better.

At its external IMS audit, an area identified for improvement was measuring and ameliorating the impact of TMILL's activities on the environment. As a forward-thinking company, TMILL had already begun emphasising on thinking beyond operations to create sustainable business models by embedding the selection of these models as part of the Company's annual and long-term business planning process.

Policy Direction

TMILL's Environment Policy provides direction and guidance to it on reducing its impact on the environment and improving its environmental performance through initiatives such as waste management practices, promoting the conservation of nature and the use of non-renewable energy resources to limit its carbon footprint.

Digitisation supports a green transformation

Digitisation of processes, with greater visibility on efficiencies, energy consumption and environmental impacts, is enabling TMILL to identify areas of improvement. Among those implemented in the last year was the use of bio-fuels in port equipment.

Change in modal mix

TMILL's thrust on business growth via Railways is a step forward in helping customers such as Tata Steel in their initiative of greening their supply chains. TMILL is driving the substitution of road transportation to rail by operating Special Freight Train Operations (SFTO) rakes, which yield substantial benefits through a lower carbon footprint to Tata Steel and Tata Steel Group companies. The Company increased its fleet of SFTO rakes last year to 15 from 12 in FY 2019-20. The GHG emission for freight movement by rail is significantly lower than road transportation.

Environment friendly initiatives in shipping

The next time you sit down to eat, consider what is on your plate. Many of the ingredients that make up your meal may have travelled by ship to get there. The global shipping industry accounts for 90 per cent of world trade by volume and ~2 per cent and 3 per cent of global greenhouse gas emissions. Emissions by the shipping industry are predicted to rise between 50 per cent and 250 per cent by 2050, if left unchecked.

Pollution by ships includes toxic compounds and particles. Commercial ships are built to last as replacing them is expensive. Hence, typically engines of ships are older and less efficient than in many other industries. But immediate solutions to be adopted are improving fuel quality, treating engine emissions, and adopting other energy-conservation measures so that ships burn less fuel. Initiatives taken by TMILL included overall energy use, installing exhaust scrubbers that convert nitrous oxide gases into harmless nitrogen and water.

AWARDS

Global HR Excellence Award, 2020

Team TMILL won the Case Study Challenge on Digital Initiatives in HR during the 10th T-HR Meet organised by Tata Steel. The team members included Shabana Khan, Ashwani Jaiswal, Chaitali Debnath and Arindam Banerjee.

Recognised with the 11th CII National HR Excellence Award 2020

TM International Logistics Limited
Standalone Financial Statement

CORPORATE INFORMATION

(As on 1st April, 2021)

Board of Directors

Mr. Dibyendu Bose **(Chairman)**
Mr. Dinesh Shastri **(Managing Director)**
Mr. Virendra Sinha **(Independent Director)**

Non-Executive Directors

Mr. Guenther Hahn
Ms. Stephanie Sabrina Hahn
Mr. Nobuaki Sumida
Capt. Amit Wason
Mr. Rajiv Mukerji
Mr. Amitabh Panda
Mr. Sandeep Bhattacharya

Committee of Directors

Audit Committee

Mr. Virendra Sinha (Chairman)
Mr. Sandeep Bhattacharya (Member)
Mr. Guenther Hahn (Member)

Nomination and Remuneration Committee

Mr. Virendra Sinha (Chairman)
Mr. Dibyendu Bose (Member)
Mr. Guenther Hahn (Member)

Corporate Social Responsibility Committee

Mr. Virendra Sinha (Chairman)
Mr. Sandeep Bhattacharya (Member)
Mr. Dinesh Shastri (Member)

Management Team

Mr. Dinesh Shastri- Managing Director
Mr. Anand Chand- Chief Financial Officer & GM- Corporate Services
Mr. Anurag Garg- VP (Logistics)
Mr. Devdipta Samanta- GM- Port Operations & MLS
Mr. K.L.Bhowmick- GM -Project & Support Services
Ms. Shabana Khan- Chief - HR & IR
Ms. Jyoti Purohit- Company Secretary & Ethics Counsellor

Auditors

Price Waterhouse & Co. Chartered Accountants LLP
Plot No. 56 & 57, Block –DN, Sector V,
Saltlake, Kolkata- 700091

Bankers

State Bank of India
HDFC Bank
ICICI Bank
Kotak Mahindra Bank
Axis Bank

Registered Office

Tata Centre
43, Jawaharlal Nehru Road
Kolkata- 700071
Tel: 91-33-22887051 / 22248485

Corporate Office

7th Floor, Infinity IT Lagoon,
Plot E 2-2/1, Block EP & GP,
Sector – V, Salt Lake,
Kolkata – 700 091

Corporate Identification Number (CIN)

U63090WB2002PLC094134

TM INTERNATIONAL LOGISTICS LIMITED

DIRECTORS' REPORT

CIN – U63090WB2002PLC094134

TO THE MEMBERS,

The Directors present the Nineteenth Annual Report of TM International Logistics Limited on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2021.

A. FINANCIAL HIGHLIGHTS

(₹ in millions)

Sl. No.	Particulars	2020-21	2019-20
(a)	Total Income	6,094.85	5,121.34
(b)	Less: Operating and Administrative Expenses	5,016.34	4,221.10
(c)	Profit before interest, depreciation and taxes	1,078.51	900.24
(d)	Less: Depreciation	653.25	415.29
(e)	Less: Interest	182.40	124.29
(f)	Less: Exceptional Items	-	-
(g)	**Profit before taxes (PBT)**	**242.86**	**360.66**
(h)	Less: Taxes (including deferred taxes)	61.25	75.84
(i)	**Profit after taxes (PAT)**	**181.61**	**284.82**
(j)	Other Comprehensive Income	-1.25	-6.02
	Net Profit carried to Balance Sheet	**180.36**	**278.79**

1. DIVIDEND

The Board of Directors in their meeting held on 28th April, 2021, had recommended a dividend @94.44% i.e. ₹9.444/- per equity share on the 1,80,00,000 equity shares of ₹ 10/- each amounting to ₹ 17,00,00,000/-(Rupees Seventeen crores only), for the year ended 31st March, 2021.

The dividend on equity shares is subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

2. TRANSFER TO RESERVES

The Company has not transferred any amount to Reserves for the year ended 31st March, 2021.

B. OPERATIONS AND PERFORMANCE

Financial year 2021 was an unprecedented one and a testing time for TMILL towards it's laid down processes, customer centricity and the most important aspect – "People Support"; and it is heartening to inform that the company has displayed agility, and resilience to emerge stronger in FY'21. We closed the year with a Revenue/PBT (₹ Million) 12245/ 422 over ABP of Revenue/ PBT (₹ Million): 11141/366.

Our swiftness and ability to create logistics solutions for customers, enabled us to manage the supply chain requirements for customers during the lock down period. Our IT team enabled a seamless "Work from Home" capability to support our customers and ensure continuity of operations.

TMILL's culture of continuous improvement got a boost up during the year and we are now an "Integrated Management System" Certified company in ISO 9001 (Quality) / ISO 45001 (Occupational Health & Safety Management System) / ISO 14001 (Environment Management System) and this gives us the confidence to serve our customers better. During the year, TMILL registered zero fatality while the number of Lost Time Injuries (LTI) were three (3) and the number of Restricted Work Cases was one (1).

We believe that TMILL has laid a strong foundation for future growth. For a sustainable, profitable future we have invested in a smarter tomorrow through our ongoing IT initiatives, which we intend to complete in Q1-FY'22. Currently, three lines of business applications, Employee Portal (Intranet), SAP HR, E-Invoicing, and 20 odd other features in Finance track have been made "go-live".

We are continuously focussing on the well-being of our employees, as sanitation and mental health emerge as workplace issues to be managed. TMILL Group India has been conferred with the CII National HR Excellence Award for its strong commitment to HR Excellence and also has been awarded by Global HR Excellence Award for managing health at work by the World HRD Congress.

Key business highlights for FY'21 entails ISL handling 7.94 MMT cargo over ABP of 5.5 MMT including coastal volume of 4MMT, that is, a 64% increase over last year making ISL one of the major operators of coal on the Indian Coast. ISL also ventured into new trade lanes (Russia to India) and new cargo handling - Scrap from Brazil to Bangladesh.

In Railways through SFTO, we transported 1.67 MMT from three plants to 24 destinations with a fleet size of 15 rakes (three rakes inducted in FY'21) and in GPWIS, we transported 4.67 MMT of raw materials with 12 rakes (two rakes inducted in FY'21) TMILL also commenced operations in a new circuit under GPWIS policy for carrying flux, slag and coal from the month of December 2020. TMILL has signed a LTTC (Long Term Tariff Concession) agreement with Indian Railways with effect from 1st August 2020 for three years. Signing of this concession agreement with Indian Railways puts TMILL into the category of few important players committing substantial traffic to Indian Railways as its customer.

Port Operations handled a total volume of 8.23 MMT with Berth #13 handling 1.87 MMT inclusive of 0.83 Million MT of Break Bulk Cargo (previous best 0.66 Million MT in year 2005-06). Notably, for the first time TMILL successfully arranged and handled the Metallics business of Tata International during the peak of the pandemic and 20,905 MT of Sponge Iron was handled through Paradip. 15,008 MT of Pig Iron was handled through Berth # 13 on a door-to-door basis including transportation from Durgapur KIC Metalliks. MLS Division handled 541 vessel calls against ABP of 540 calls. MLS division successfully added non TSL customers- M/s Rashmi Metaliks and Tata NYK (OPA) at ECI Ports. At West coast other than Tata International we have added M/s Grasim Industries Ltd for cargo supervision job at Dahej.

Our warehousing & SCM vertical got impacted due to the pandemic and closed with marginal negative numbers. New initiatives in Warehousing are operations for a Custom Bonded Warehouse that commenced in June'20. The bonded warehouse services renders duty deferment benefits to its customers. During the year, the Division also commenced operations of Tea Auction Centre warehouse for Metal Junction at Jorhat, Assam.

Freight Forwarding & CHAIL Dept, maintained continuity in operations and rendered logistic support for the transportation of medical kits and Personal Protective Equipment (PPE) for Tata Medical Hospital during the COVID-19 pandemic situation without any disruption as per plant requirement from various locations. CHAIL Division has taken special initiatives that includes, movement of Full Container Load (FCL) containers to Jamshedpur by rail when interstate road movement was totally stopped, obtaining special permissions from Police for inter-state road movement during complete Lockdown, handling clearance and transportation from various airports. The Container detention payment by the customers has reduced drastically in second half of the year with three months of zero detention.

As new methods of working emerge and digitisation gets accelerated, we would need a renewed focus on skill upgradation at all levels of the organisation and strengthening the culture of continuous improvement and agility. As we struggle with another possible wave of pandemic, we will continue to look for new opportunities for growth and profitability.

Key operational highlights and achievements of each business vertical along with the details on information technology has been included as an annexure. ***(Refer Annexure 1- Report on Operations & Information Technology)***

C. KEY DEVELOPMENTS & SUSTAINABILITY

1. Corporate Social Responsibility

The Corporate Social Responsibility ('CSR') initiatives of the Company is embodied in its value chain and aligned with the core purpose of the Tata Group. The Company is committed to improving the quality of life of the communities in its focus areas through long-term value creation for all its Stakeholders. The Company has in place a Board approved CSR policy which provides guidelines to conduct CSR activities of the Company. The Policy is available on the website of the Company at http://www.tmilltd.com/finance-policies/company-policies.aspx

In FY 20-21, TMILL, in partnership with IIT, Kharagpur, operationalised a clean drinking water project in Village Dakshini Arshani, wherein at-least 100 families will benefit and the facility will be operated by villagers on a self-sustaining basis. In addition to clean drinking water, long term benefits include improved health and hygiene, reduction in absenteeism, inter alia. Further TMILL moved quickly to provide relief to victims of the Covid-19 induced lockdown including feeding poor children in Kolkata and supplying face masks and sanitisers across various locations. TMILL also acted quickly to distribute relief to victims of cyclone Amphan including to villagers in Sundarbans cut off from the mainland.

During the year under review, the Company spent an amount of ₹ 9.78 million as against the requirement of ₹ 8.20 million (i.e. ₹1.58 million over and above the mandatory spend) on CSR activities. The Annual Report on CSR activities, in terms of Section 135 of the Companies Act, and the Rules framed thereunder, is annexed to this report. ***(Refer Annexure 2- Annual Report on CSR)***

2. Environment, Health and Safety

The Company is consistently moving towards building a strong safety management system that encompasses the ecosystem of its operations. The Company took due diligence towards safety at office and operations throughout the pandemic. The 'work from home' policy was implemented for FY'21 and is still in effect.

Details of Safety results, awareness & training and other initiatives towards Environment, Health and Safety is included as an Annexure to this report. ***(Refer Annexure 3- Key Developments & Sustainability)***

3. Human Resource Management & Industrial Relations

The Company had a diverse and an inclusive workforce with a diversity and inclusion (D&I) ratio of 17% (India). TMILL Group had a total strength of 220+ on-roll employees (Globally), 140 Off-Rolls (Associate) and 650+ contractual employees across various locations and business verticals in the year 2020-21. During the year, the Company continued its focus on building workforce capability through project Skill Matrix Ver.01. The Company's capability development agenda focused on building skill gaps and leadership skills. The Company maintained cordial industrial relations with the representatives of employee unions at the Ports and at Kolkata. Employee well-being was the focus area due to Covid-19. Employee Engagement Survey (EES) score jumped to 75% in the Happiness Survey with a Hope Index of 83%. Apart from the above activities, the HR department continued to focus on strengthening Policies, Processes and the Performance Management System for the TMILL Group, working towards a competitive Reward and Compensation structure, as well as activities around comprehensive Employee Wellness. The Company extended the Doctor Online facility – Visitapp and Employee Assistance Program (EAP) – one-to-one help (Utsah). Utsah was recognised as a HR Best practice in TBEM '20. TMILL Group India has been conferred by CII National HR Excellence Award for its Strong Commitment to HR Excellence. TMILL Group India has also been awarded the Global HR Excellence Award for Managing Health at Work by the World HRD Congress.

4. Project & Quality Initiatives

Details of Project & Quality Initiatives undertaken during the year under review is included as an Annexure to this report. ***(Refer Annexure 3- Key Developments & Sustainability)***

D. CORPORATE GOVERNANCE

As a part of the Tata Group, TMILL places strong emphasis on Corporate Governance. Good corporate governance is truly the need of the hour as Covid-19 pandemic impacted the business on different levels. The Board, under the guidance and leadership of the Chair, set the tone in relation to the Company's response to a crisis and acted to protect the Company's overall health/performance.

The Company has adopted and implemented various policies such as Nomination & Remuneration Policy, Whistle Blower Policy for employees & vendors, Risk Management Policy, Corporate Social Responsibility Policy, POSH, as required under the Companies Act 2013 thereby setting the foundation for good corporate governance at the core of all its business transactions and processes. Adoption and adherence to the Tata Code of Conduct further strengthens the Company's philosophy on Corporate Governance.

The Company considers its inherent responsibility to disclose timely and accurate information regarding the operations and performance, leadership, and governance of the Company.

A detailed report on the matters of Corporate Governance is annexed. ***(Refer Annexure 4- Corporate Governance Report)***

1. Board of Directors

As on 31st March, 2021, the Board comprised 10 (ten) Directors, out of which 1 (one) is Independent, 8 (eight) are Non-Executive and 1 (one) is Executive.

None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013.

Details of appointment/ cessation of Directors and re-appointment of Directors retiring by rotation during the period under review, till the preparation of Director's Report, and declaration of independent director in accordance with Section 149(7) has been included in the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report)***

2. Meetings of the Board and Committees of the Board

The Board met 6 (six) times during the year under review. The intervening gap between the meetings was within the period prescribed under the Act and notifications provided therein by the Ministry of Corporate Affairs in light of the unprecedented times faced by the companies in India due to Covid-19.

The Committees constituted by the Board of Directors viz., Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee have functioned effectively during the year under review.

Audit Committee

The Audit Committee is duly constituted as per the provisions of the Companies Act. The primary objective of the Committee is monitoring and supervising the Management's financial reporting process to ensure accurate and timely disclosures with highest levels of transparency, integrity and quality of financial reporting. The Committee met 4 (four) times during the year under review.

During the financial year, there has been no instance where the Board has not accepted any recommendation of the Committee.

Details of composition of the Board, its Committees and their meetings held during the year under review are given in the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report).***

3. Nomination and Remuneration Policy

The Company has a well-defined Nomination and Remuneration Policy (NRC Policy) as recommended by the Nomination and Remuneration Committee (NRC) and approved by the Board of Directors on March 31, 2015. The NRC Policy includes Policy on appointment and removal of directors and Remuneration Policy of directors, KMPS and other employees. During the year under review, there have been no changes to the Policy. The Policy can accessed at http://www.tmilltd.com/finance-policies/company-policies.aspx

Selection of new Directors and Board Membership Criteria

The NRC functions in consultation with the Board and follows the guidelines of Policy on appointment and removal of directors in letter and spirit while selecting candidates for appointment of Directors. The NRC recommends to the Board suitable candidates, based on their qualifications, positive attributes and experiences for Board Membership. The salient features of the aforesaid Policy are:

- It acts as a guideline for matters relating to appointment and re-appointment of directors.
- It contains guidelines for determining qualifications, positive attributes for directors, and independence of a Director.
- It lays down the criteria for Board Membership.
- It sets out the approach of the Company on board diversity.
- It lays down the criteria for determining independence of a director, in case of appointment of an Independent Director.

Remuneration Policy for the Board and Senior Management

The remuneration paid to the Directors, Key Managerial Personnel and Senior Management is in accordance with the Remuneration policy of directors, KMPS and other employees formulated in compliance with Section 178 of the Act. As part of the policy, the Company strives to ensure that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship between remuneration and performance is clear and meets appropriate performance benchmarks; and
- Remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay, reflecting short, medium and long term performance objectives appropriate to the working of the Company and its goals.

The salient features of the Policy are:

- It lays down the parameters based on which payment of remuneration (including sitting fees and commission) should be made to Independent Directors (IDs) and Non-Executive Directors (NEDs).
- It lays down the parameters based on which remuneration (including fixed salary, benefits and perquisites, bonus/ performance linked incentive, commission, retirement benefits) should be given to whole-time directors, KMPs and rest of the employees.
- It lays down the parameters for remuneration payable to Director for services rendered in other capacity.

4. Board Evaluation

During the year under review, the evaluation process was carried out for the Board, its various Committees and individual Directors, in accordance with the Nomination and Remuneration Policy adopted by the Company. The details of evaluation process has been included in the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report)***

5. Key Managerial Personnel

Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on March 31, 2021 are – Mr. Dinesh Shastri, Managing Director, Mr. Anand Chand, Chief Financial Officer & GM- Corporate Services and Ms. Jyoti Purohit, Head – Company Secretary & Legal, and Ethics Counsellor.

During the year under review, till the preparation of Director's Report, the following changes in the Key Managerial Personnel were made:

- Mr. Dinesh Shastri was appointed as an Executive Director w.e.f 1st November, 2020 and subsequently as a Managing Director of the Company w.e.f 16th November, 2020 in place of Mr. Ashish Kumar Gupta who resigned from Board w.e.f 15th November, 2020.

The remuneration and other details of KMPs for FY 2020-21 are duly disclosed in Form MGT-9 forming part of this report. ***(Refer Annexure 6- Annual Return)***

6. Particulars of Employees

The Company declares that apart from Managing Director of the Company, there is no employee/officer whose details are required to be given in the statement of particulars of employees as required under the provisions of Section 197 of the Companies Act read with Rule 5(2) of Companies (Appointment & Remuneration) of Managerial Personnel, Rules 2014.

7. Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory auditors and external consultant(s), including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2020-21.

Accordingly, pursuant to Section 134(3) (c) & 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm having:

- Followed in the preparation of the Annual Accounts, the applicable accounting standards and that there are no material departures;
- Selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period;
- Taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- Prepared the Annual Accounts on a going concern basis; and
- Devised proper systems to ensure compliance with the provisions of all applicable laws and the same are adequate and operating effectively.

8. Auditors

(i) Statutory Auditors & Audit Report

In terms of the provisions of Section 139 of the Companies Act 2013 read with Companies (Audit and Auditors) Rules 2014 M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, has been appointed as Statutory Auditors of the Company and shall hold office for a period of 5 years commencing 15th AGM held in 2017, at a remuneration fixed by the Board of Directors of the Company in consultation with the Auditors.

No qualification, reservation or adverse remark or disclaimer have been made by the Auditor's in their report.

(ii) Secretarial Auditors and Secretarial Audit Report

Section 204 of the Companies Act, 2013 provides for mandatory secretarial audit for every company having a turnover of ₹ 250 crores or more in any financial year.

Accordingly, pursuant to the provisions of Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has re-appointed M/s. D. Dutt & Co., Practising Company Secretaries to undertake Secretarial Audit for the financial year ended 31st March, 2021. The Secretarial Audit Report as placed for review and noting of the Board, is enclosed as an annexure. ***(Refer Annexure 5- Secretarial Audit Report)***

No qualification, reservation or adverse remark or disclaimer have been made by the Secretarial Auditor in their report.

(iii) Cost Auditors and Cost Audit Report

Pursuant to the provisions of Section 148 of the Act and the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain its cost records and get the same audited by a Cost Accountant in practice. Accordingly, the cost records are made and maintained by the Company as required under Section 148(1) of the Act. The Board of Directors of the Company has, on the recommendation of the Audit Committee, approved the appointment of M/s Mani & Co. as the cost auditors of the Company (Firm Registration No. 000004) for the year ending 31st March, 2021.

The cost audit report of the Company for the year ended 31st March, 2020 has been filed on 21st August, 2020.

9. Particulars of Loans, Guarantees or Investments

The particulars of loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the financial statement.

10. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Details of energy conservation, technology absorption and foreign exchange earnings and outgo are part of the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report).***

11. Public Deposits

The Company has not accepted any deposits from the public/ members under Section 73 of the Act read with Companies (Acceptance of Deposits) Rules, 2014 during the financial year. Further, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

12. Related Party Transactions

During the year under review, the Company did not have any contracts or arrangements with related parties in terms of Section 188(1) of the Companies Act, 2013.

Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 along with the justification for entering into such contracts or arrangements in Form AOC-2 has not been included in the report, as the same is not applicable.

13. Compliance Management Software

The Compliance Management framework of the Company is managed by a third party compliance management system, Legatrix. The system tracks all the compliances across the organisation and follows a maker checker concept. The Company has been successfully using Legatrix for over one and half year now. As on 31st March, 2021, there are nil non-compliance reported in the system.

Compliances certificates along with detailed reports are generated on a quarterly basis by all the Function Heads and presented to the Managing Director for review and reporting to the Audit Committee of the Company. Compliance certificates from Managing Director and Chief Financial Officer are also placed before Board of the Company. Details on Compliance Management System has been included in the Corporate

Governance Report. ***(Refer Annexure 4- Corporate Governance Report)***

14. Significant and Material Orders passed by the Regulators or Courts

There have been no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's future operations. However, Members' attention is drawn to the statement on contingent liabilities, commitments in the Notes forming part of the Financial Statements.

15. Annual Return

The Extract of the Annual Return under cover of Form MGT 9, as per the provisions of Section 92(3) & Section 134 (3) of the Companies Act 2013 read with Rule 12 of Companies (Management & Administration) Rules, 2014, has been attached as an Annexure to this report. ***(Refer Annexure 6- Annual Return)***

16. Ethics

The Company has adopted the Tata Code of Conduct 2013 approved by the Board of Directors on 1st February, 2014. In line with the same, various policies has also been implemented such as the Whistle Blower Policy for employees and vendors, Gift & Hospitality Policy, Conflict of Interest Policy and POSH. During the year under review, all employees, directors and contractors/ vendors have acknowledged their adherence to Tata Code of Conduct and the related policies.

During the year under review, the Company undertook initiatives to create awareness amongst internal stakeholders and external stakeholders on the Tata Code of Conduct, its related polices and other ethical practices of the Company. Details of initiatives, awareness programmes and trainings conducted during the year has been included in the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report)***

The Code along with the abovementioned policies is available on our website at http://www.tmilltd.com/finance-policies/company-policies.aspx

17. Vigil Mechanism

The Company has in place a vigil mechanism comprising of a Whistle Blower Policy for Directors & Employees and Whistle Blower Policy for Vendors. This provides a formal channel for the Directors, employees and vendors to approach the Ethics Counsellor/Chairman of the Audit Committee and make protective disclosures on the unethical behaviour, actual or suspected fraud or violation of the Tata Code of Conduct ('TCoC'). Any incidents that are reported are investigated in an impartial manner and suitable action is taken in line with the Whistle Blower Policy to ensure that the requisite standards of professional and ethical conduct are always upheld. During the year under review, the Company did not receive any whistle-blower complaints. The abovementioned Policy is available on our website at http://www.tmilltd.com/finance-policies/company-policies.aspx

18. Disclosure as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at the workplace. The Company has adopted a Policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder and in line with the POSH policy for Tata Steel Group Companies, on 9th December 2014. The internal complaints committee was reconstituted during the year to take care of the members who had resigned from the services of the Company. No case of sexual harassment was reported during the year.

The committee members periodically create awareness amongst the employees based on the awareness packs sent by Chief HR. Periodic awareness programmes were conducted by the Chief HR for male and female employees to sensitize them on the provisions of the Act as well as the POSH policy in place. POSH Work Shops and online training was organised for the ICC members and selected employee groups.

19. Subsidiaries

The statement pursuant to Section 129 of the Companies Act, 2013 and the relevant rules in respect of the subsidiaries of the Company viz. International Shipping and Logistics FZE, Dubai and TKM Group, (i.e. TKM Global Logistics Limited, TKM Global GmbH, Germany, TKM Global China Ltd., China), has been included as an Annexure to the report in Form AOC-1. ***(Refer Annexure 7- AOC 1)***

Also, separate Directors' Report on each of the above mentioned subsidiaries, forms part of the Annual Report.

20. Secretarial Standards

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

21. Risk Management Policy

TMILL follows Enterprise Risk Management (ERM) framework for management of Risks which is guided by the ERM manual. Of the 22 risks identified for various line of business i.e. Ports, MLS, Railways, CHA&IL and Warehouse & SCM, following four risks need to be focused on at the enterprise level:

- Diversion of Dry Bulk Flux Volume from B#13 a/c Tata Steel due to commitment of MGT at other berths of Haldia as well as MGT for HMC plant.
- Policy changes by Government making CHA job non-existent.
- Adverse impact due to revisions in Indian Railway's policy.
- Effect on Rail Business due to Force Majeure condition i.e. COVID-19 pandemic.

Details of aforesaid risks has been covered in the Corporate Governance Report. ***(Refer Annexure 4- Corporate Governance Report)***

22. Internal Financial Control & Internal Audit

As required under Section 134(3) (q) of the Companies Act 2013 read with Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 and the guidance note issued by the Institute of Chartered Accountant of India, the Company has adopted and implemented Internal Control over Financial Reporting (ICOFR) which are commensurate with the size, scale and complexity of the Company's business. The Company confirms having the following in place:

- an Internal Audit System whose reports are reviewed by the Audit Committee;
- orderly and efficient conduct of Company's Business, including adherence to Company's policies;
- procedures to safeguard Company's assets;
- procedures to prevent and detect frauds and errors,
- accuracy and completeness of the accounting records.

E. ACKNOWLEDGEMENT

The Company maintained cordial relationships with Port Officials at Haldia and Paradip, Customs Authorities, Banks and other government agencies including various tax authorities. The Directors acknowledge with gratitude the support extended by Tata Steel Limited, IQ Martrade Holding And Management GmbH and NYK Holding (Europe) B.V. The Directors are also thankful to the Government of India, Board of Trustees of Kolkata and Paradip Port and other State and Central Government Agencies, Reserve Bank of India, State Bank of India, HDFC Bank, ICICI Bank, Axis Bank, Kotak Mahindra Bank, the union, the employees of the Company, and other business associates for their continued support.

For and on behalf of the Board of Directors

Dibyendu Bose
Chairman
DIN: 00282821

Kolkata
Date: 28th April, 2021

Dinesh Shastri
Managing Director
DIN: 02069346

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

This is to confirm that the Company has adopted the Tata Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted the Tata Code of Conduct for the Non Executive Directors and Independent Director. The Code is available on the Company's website www.tmilltd.com

I confirm that the Company has in respect of the Financial Year ended March 31, 2021, received from Senior Management team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Members of the Management one level below the Managing Director as on March 31, 2021.

Dinesh Shastri
Managing Director
DIN: 02069346

Kolkata
28th April 2021

Annexure 1

REPORT ON OPERATIONS & INFORMATION TECHNOLOGY

A. KEY OPERATIONAL HIGHLIGHTS AND ACHIEVEMENTS OF ALL THE BUSINESS VERTICALS:

i. Port Operations

The Major Ports under Ministry of Shipping handled a volume of 672.60 Million MT of cargo during 2020-21 as compared to 704.82 MT during 2019-20, volume decreased by 4.57%. The cargo handled would have been higher but was heavily impacted by the COVID 19 pandemic in 2020-21. The cargo handled by Paradip Port Trust, Kolkata Port Trust including Haldia Dock Complex and Dhamra Port Company Limited are as given below:

Port	2018-19 (Million MT)	2019-20 (Million MT)	2020-21 (Million MT)
Paradip Port Trust	109.275	112.689	114.55
Haldia Dock Complex	45.212	46.680	45.47
Kolkata Dock System	18.551	17.303	15.86
Kolkata Port Trust Total	63.763	63.983	61.32
Dhamra Port Company Limited	22.10	29.70	28.97

Haldia Dock Complex handled 7 no Cape size vessels during 2020-21 which is the highest ever handling of Cape size vessels over 6 vessels handled in 2018-19.

- The most notable achievement of TMILL was that TMILL Terminal Berth Number 13 (previously known as Berth 12) at Haldia Dock Complex handled its highest ever break bulk volume of 0.83 Million MT during 2020-21 compared to the previous highest of 0.66 Million MT during 2005-06. The break bulk volume includes 0.79 Million MT of steel exports surpassing previous best of 0.43 Million MT FY 2016-17.

Other achievements were as follows:

- Berth # 13 handled 0.34 Million MT of non-Tata Steel cargo during the year including steel exports of Tata Steel Long Products, steel imports of Nepal customers, fertilizer raw materials a/c Indorama and raw material imports of various customers other than Tata Steel.
- The turnover of Berth # 13 crossed ₹100 Crores for the first time ever and touched ₹102.26 Crores. The total turnover of Port Operations crossed ₹182 Crores.
- At Haldia & Paradip combined, a total volume of 6.8 Million MT was handled account Tata Steel Limited, comprising 5.7 Million MT Raw Material Imports, 1.09 Million MT of Steel Exports and 32,486 MT of Steel Imports.
- At Haldia 0.60 Million MT of raw materials was handled through Haldia Port Berths for various group companies like Tata Metaliks & Tata Steel Long Products.
- At Paradip 0.41 Million MT of raw materials was handled for various group companies like Tata Steel Long Products & Tata International Limited.
- For the first time time, successfully arranged and handled the Metallics business of Tata International. During the peak of COVID, 20,905 MT of Sponge Iron was handled through Paradip. 15,008 MT of Pig Iron was handled through Berth # 13 on account of Tata International on a door-to-door basis including transportation from Durgapur KIC Metalliks.
- For the first time TMILL handled 77,000 MT of Coking Coal [Financing cargo of Tata International] meant for Electrosteel Steels Limited at Paradip.
- Recommenced supervision cargo at Vizag as Tata Steel felt the need to improve the quality of handling and TMILL regained the job.

ii. Railways

Despite the challenges posed due to Covid pandemic, TMILL's Railway Logistics division has performed well in the FY 20-21. Two more high capacity BFNSM rake was added under the Special Freight Train Operator (SFTO) scheme taking the fleet size up to 14 rakes till March 2021. These rakes are operated from all 3 plants to 24 destinations spread pan-India.

Similarly, TMILL has also inducted two more BOXNHL rakes under the "General Purpose Wagon Investment Scheme (GPWIS)" taking the GPWIS fleet size to 12 rakes operating under 4 circuits serving TSL, TSBSL at Jamshedpur, Kalinganagar, Angul and Byree along with Ports and Iron ore mines.

Highlights of Railway division:

- TMILL has signed a LTTC (Long Term Tariff Concession) agreement with Indian Railways with effect from 1st August 2020 for 3 years. Signing of this concession agreement with Indian Railways puts TMILL into the category of few important players committing substantial traffic to Indian Railways as its customer.
- TMILL supported Tata Steel in fulfilling its export commitment by despatching 0.22 Mn MT of tonnage to ECI Ports during Q1 FY21.
- To fulfil critical supply of raw materials to production units of TSBSL and its customers, TMILL has added a new circuit for movement of GPWIS rakes.
- Till March 2021 TMILL has already moved 6.34 Million MT cargo during FY'20-21 putting SFTO & GPWIS together.
- Achieved highest number of loads in March 2021 both in SFTO (49 loads) and GPWIS (136 loads) in a single month with a combined volume of 0.72 Mn MT.
- GPWIS business turned into positive contributor from November 2021 and continued to be profitable till March.

iii. CHA & Inland Logistics

During the year under review, the Company maintained continuity in operations for all the custom clearance and inland logistic activities and also rendered logistic support for the transportation of medical kits and Personal Protective Equipment (PPE) for Tata Medical Hospital during the COVID-19 Pandemic situation without any disruption as per plant requirement from various locations.

The Company has taken special initiatives which includes, movement of Full Container Load (FCL) containers to Jamshedpur by rail when interstate road movement was totally stopped, obtaining special permissions from Police for inter-state road movement during complete Lockdown, handling clearance and transportation form various airports.

The Company arranged for a waiver of ₹4.05 Crore penalty from customs which was levied for late filing during the lockdown Customs duty refund of ₹1.89 Crores and successfully defended bank guarantee invocation of ₹21.96 crores by Customs. The Container detention payment by the customers reduced drastically in the second half of the year with three months of zero detention.

iv. Maritime Logistics Services (MLS)

MLS division has handled 541 ship calls across 15 Indian ports as on 31st March, 2021. Majority of the vessels were attended at Haldia, Paradip, Dhamra and Kandla Ports. The division has generated an annual revenue of ₹124.3 million, with a Contribution of ₹ 92.4 million and a PBT (before allocation) of ₹75.8 million.

Major breakthroughs were made in the following areas in FY 21:

- TATA NYK OPA nomination for SAIL & other receivers' cargo in East Coast.
- Nominations for TSL CFR cargo which earlier were given to other agents.
- Nominations in Dhamra for Odisha Metaliks Private Limited cargo [OMPL].
- Nominations in Dhamra & Haldia for vessels account Power International Dubai.
- Cargo Supervision for GRASIM industries in West Coast.

The below is a summary of MLS performance in FY 21:

Business Segment	FY 20 No. of Calls	FY 21 ABP No. of Calls	FY 21 (Actuals till Mar 21) No. of Calls	Remarks
TSL/TSBSL FOB ECI Raw Materials	330	360	315	↓
TSL/TSBSL CFR ECI Raw Materials	3	-	14	↑ New Business
TSL/TSBSL Steel Exports	96	84	140	↑
TSL/TSBSL Steel Coastal to WCI	63	48	16	↓
TIL WCI Coal	16	15	11	↓

Business Segment	FY 20 No. of Calls	FY 21 ABP No. of Calls	FY 21 (Actuals till Mar 21) No. of Calls	Remarks
ECI Non-Tata	47	15	35	↑ New Business
ECI OPA Tata NYK	Nil	-	6	↑ New Business
Husbandry (₹Crores)	1.60	0.75	1.69	↑
Steel Handling WCI (Lakh MT)	1.80	1.60	0.13	↓
Cargo Supervision WCI (Lakh MT)	10.40	10.00	6.50	↓

v. Warehouse & Supply Chain

The operations for Custom Bonded Warehouse commenced in June'20. The bonded warehouse services renders duty deferment benefits to its customers.

During the year, division commenced operations of a Tea Auction Centre warehouse for Metal Junction at Jorhat, Assam.

The business unit also successfully shipped / transported 54,874 Pravesh Brand Doors & Windows. The value addition to the current contract is in process through a warehousing solution for Pravesh Products at Hyderabad, Telangana & Baddi, Himachal Pradesh. The expected commencement of operations at these warehouses are in the months of June'21 (Hyderabad) & July'21 (Baddi).

The business expansion plans are in areas of integrated services proposal to Engineering & Project Division of Tata Steel for management of project material handling facility at all locations. The current service offering is limited to material handling & partial documentation at Tata Steel Jamshedpur and Tata Steel Kalinganagar. The new proposal covers the existing locations with addition of Raw Material Locations.

The division is also studying the technical feasibility of offering stock yard management services to TSBSL in Pilkhuwa, Uttar Pradesh.

The division generated a revenue of ₹162.5 million with a contribution of ₹ 47.5 million. The ABP target for contribution was ₹ 67.9 million. The major impact is due to drop in volumes of TCIL (70% reduction) as a result of pandemic. The volumes are also low in comparison to the ABP for Maintenance Repair & Operations (MRO) TSL due to Vendor Management Inventory (VMI) of refractories and metals.

B. DETAILS ON INFORMATION TECHNOLOGY:

In the TMILL group, different business units manage the operational and customer requirement using the line of business application which caters to the specific part of the logistic chain. Main ERP chosen for the company is SAP, which is being used in TMILL and TKM India. As SAP is at core of IT systems, it has been continuously upgraded in last few years to make it cutting edge. FY'19, SAP was migrated to Microsoft Cloud (Azure) from on premise infrastructure and was upgraded to S/4HANA. In FY'20, SAP was upgraded to its latest 1909 version and in FY'21 new functional modules like HR, Lease Accounting, Treasury, GRC were added to make optimum utilisation of the same.

Regular preventive maintenance of hardware, monitoring of application and strict SLA with service providers has helped the Company maintain healthy uptime in all its applications and network. The IT system of the Company allows interfacing with the IT application of key customers on real time sharing of information and communication, for example the Tata Steel SAP is connected with TMILL- IT system and information transmission is done through the IT interface which is reviewed and expanded as per the requirement.

To make the IT infrastructure and application landscape of TMILL sustainable and compatible to the growth plan of the organisation, IT implementation based on Information Technology strategy and recommendation of business process reengineering (BPR) exercise has been initiated to capture all transactional data and integrate across various lines of businesses. This will help achieve one integrated IT system for the group to enhance cross functional synergies and efficiency. Also, modernisation of applications, to make them compatible to the cloud and integrated with SAP is under progress and will help eliminate manual transactions and capture all data which is necessary to move towards completely data driven organisation.

Annexure 2

Annual Report on CSR Activities to be Included in the Board's Report
For Financial Year Commencing on or After 1st Day of April, 2021

1. **Brief outline on CSR Policy of the Company-** TMILL's CSR activities are designed to promote sustainable and equitable development to improve the quality of life of people in the communities in and around the geographies we operate. The focus has been on improving the quality of life amongst socially and economically backward communities, making available safe drinking water, providing preventive health care and sanitation including providing relief to victims of Covid-19 induced lockdown by feeding poor children and supplying face masks and sanitisers, providing relief to victims of cyclone Amphan and promoting education.

2. Composition of CSR Committee as on 31st March, 2021:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Virendra Sinha	Independent Director	3	**3**
2	Mr. Sandeep Bhattacharya	Non-Executive Director	3	**3**
3	Mr. Dinesh Shastri (appointed w.e.f 16th November, 2020)	Executive Director	3	**1**

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company- **http://www.tmilltd.com/finance-policies/company-policies.aspx**

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1	FY 20-21	15.76 lakhs	Nil
	Total		

6. Average net profit of the company as per Section 135(5). ₹ **40,99,58,120/-**

7. (a) Two percent of average net profit of the company as per Section 135(5)- ₹ **82 lakhs**

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.-**NIL**

   (c) Amount required to be set off for the financial year, if any- **NIL**

   (d) Total CSR obligation for the financial year (7a+7b-7c)- ₹ **82 lakhs**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
97.76 lakhs	NIL	NIL	NIL	NIL	NIL

b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No).	Location of the project.		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implemen-tation – Direct (Yes/ No)	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration no.
1.	**NIL**	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in ₹)	Mode of implemen-tation - Direct (Yes/ No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR Registration no.
1.	Various projects on Education and enhancing vocational skills:	Education and enhancing vocational skills					No		**Not applicable for FY 20-21**
	- **Khelaghar Badu-** Installation of rooftop solar panels		Yes	Badu district, West Bengal		0.90		Khelaghar Badu	
	- **Rotary Club-** Distribution of bench sets to support education of underprivileged students		Yes	Kolkata, West Bengal		8.50		Rotary Club	
	- **SICW-** Education of underprivileged children		Yes	Kolkata, West Bengal		0.50		SICW	
	- **AAS Vidyalaya-** Setting up of education cafe (Mobile based education)		Yes	Paradip, Odisha		2.44		AAS Vidyalaya	
	- **AAS Vidyalaya-** Miscellaneous expense to buy additional Tablets		Yes	Paradip, Odisha		0.15		AAS Vidyalaya-	
2.	Various projects on Infrastructure:	Infrastructure							
	- **Garmya Seva Samiti-** Construction of New School Building for Backward Village		No	Chennai, Tamil Nadu		2.00	No	Garmya Seva Samiti	
	- **Raepara Balika Vidalaya-** Construction of New School Building		Yes	Haldia, West Bengal		15.82	Yes	Direct	
	- **Haldia Development Authority-** Fencing of garden at Haldia- Amphan Cyclone		Yes	Haldia, West Bengal		1.75	Yes	Direct	
3.	Various projects on Community	Community							
	- **Tata Steel Zoological Park** -Adoption of animal (neel gai) and taking care of the same		Yes	Jamshedpur, Jharkhand		2.00	No	Tata Steel Zoological Park	
	- **Relief distribution** to local community- Amphan Cyclone		Yes	Haldia, West Bengal		7.00	Yes	Direct	
	- **Child Rights and You (CRY)** -Feeding 2200 children in the pandemic crisis- Covid 19		Yes	Jamshedpur, Jharkhand		3.50	No	Child Rights and You (CRY) -	
4.	Various projects on Health and hygiene	Health and hygiene							
	- **Child In Need institute (CINI)-** Adopt a Mother and child Programme		Yes	Kolkata, West Bengal		5.00	No	Child In Need institute (CINI)	
	- **Child Rights and You (CRY)-** Distribution of facemask- Covid 19		Yes	Kolkata, West Bengal		1.65	No	Child Rights and You (C.R.Y)	
	- **Distribution of facemask** at various locations (Expense booked under Corporate office, Kolkata) - Covid 19		Yes	Kolkata, West Bengal		22.79	Yes	Direct	
	- Distribution of facemask- Covid 19		Yes	Kolkata, West Bengal		5.22	Yes	Direct	
	- Distribution of sanitizer and other items		Yes	Paradip, Odisha		1.12	Yes	Direct	
	- Distribution of face masks and sanitizer- Covid 19		Yes	Paradip, Odisha & Kolkata, West Bengal		9.73	Yes	Direct	
	- Distribution of Covid-19 items and Ex-Gratia Amount to Outsourced Employees		Yes	Kolkata, West Bengal		0.07	Yes	Direct	
	- Ex- Gratia Payment to Outsourced Employees- Covid 19		Yes	Kolkata, West Bengal & Paradip Orissa		0.33	Yes	Direct	
	- Providing Tarpaulin, Water tanks, Honda Spray Machine Haldia Municipality- Amphan cyclone		Yes	Haldia, West Bengal		5.64	Yes	Direct	
	- IIT Kharagpur- Payment for Safe drinking water project (Residual payment for the project undertaken in FY 2019-20)		Yes	Kharagpur, West Bengal		1.65	No	IIT Kharagpur	
	Total					**97.76**			

(d) Amount spent in Administrative Overheads- **Not Applicable**

(e) Amount spent on Impact Assessment, if applicable- **Not Applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- ₹ **97.76 lakhs**

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	**₹ 82.00 lakhs**
(ii)	Total amount spent for the Financial Year	**₹ 97.76 lakhs**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**₹ 15.76 lakhs**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	**NIL**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**₹ 15.76 lakhs**

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details).**

(a) Date of creation or acquisition of the capital asset(s) - **Not Applicable**

(b) Amount of CSR spent for creation or acquisition of capital asset - **Not Applicable**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.- **Not Applicable**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) - **Not Applicable**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) - **Not Applicable**

On behalf of the Board

Kolkata, 28th April, 2021

Dibyendu Bose
Chairman

Dinesh Shastri
Managing Director

Annexure 3

KEY DEVELOPMENTS & SUSTAINABILITY

A. ENVIRONMENT, HEALTH & SAFETY

Details of Safety results, awareness & training and other initiatives towards Environment, Health and Safety are as follows:

- There has been **Zero Fatality** while the number of Lost Time Injuries (LTI) was three (3) and the number of Restricted Work Cases were two (2). Constant emphasis was given on regular online safety training and awareness in field operations. A total of 22,949 (28,047 in FY 20-21) man hours of safety training was imparted during the year. Special emphasis was given through TSL Group Safety campaigns across all operational locations. Tata Group guidelines for recording and reporting of occupational injuries and illness were circulated and implemented across the locations. The number of Near Miss cases dropped from seven (7) in FY 2019-20 to two (2) in FY 2020-21. The cases were investigated and corrective action and preventive actions (CAPA) were implemented.
- Safety measures were stringently followed for all employees working in all operational areas.
- Apart from physical health, mental health has also been a prime consideration. The employees were facilitated with an online platform (UTSAH) for raising their individual concerns and option to talk to experts.
- The Company was awarded with ISO certifications in areas of environment & occupational health and safety through ISO standards 14001:2015 (Environment Management system) & 45001:2015 (Occupational Health & Safety Management System) in FY'21. These systems provide the Company with a framework for managing compliance and improving environmental performance, making it future ready to address stakeholder requirements.
- The Company is also working towards creating a single platform for accessing and managing safety data across the organisation as part of BPR project. The platform will make it easier for all employees ito report safety observations & incidents. The objective is to create a standard system for safety reports and MIS across the company.

B. PROJECT INITIATIVES

Project Initiatives undertaken during the year under review are as follows:

- TMILL continued with induction of new rakes, two (2) BOXNHL wagons under GPWIS scheme and three (3) BFNSM rakes under SFTO scheme taking the total GPWIS rakes to thirteen and SFTO to fourteen (14).
- TMILL commissioned a tea warehouse in Jorhat, Assam, venturing for the first time into non-steel warehousing.
- TMILL finalised the contract with TSL for warehousing of Pravesh doors in Hyderabad. Till now TMILL was only transporting doors from production centres to various locations pan India.

C. QUALITY INITIATIVES

TMILL's Business Excellence maturity score has improved from 521 points to 541, which is a 20 point jump over the last assessment in the year 2019.

The following practices in TMILL were recognised as "Promising Practices" by the TBEM assessing team–

- Online Emotional Wellness Platform 'UTSAH' which provides employees and their families an opportunity to consultations on any of their issues related to professional and personal challenges.
- Usage of Quality portal for Performance tracking, reviewing of improvement projects.

TMILL, in its journey of continuous improvement has also been successful in achieving the Integrated Management System (IMS) certification in 2020 assimilating aspects and standards of quality, environment, occupation, health and safety. Additionally, TMILL has also developed a digital platform in the form of a quality portal which not only encapsulates requirements under IMS but also enabled digitisation of process documents facilitating seamless data management and real-time access for users across the organisation.

Annexure 4 CORPORATE GOVERNANCE REPORT

1. Board of Directors

During the year under review, till the preparation of Director's Report, the following changes in the Board of Directors were made:

(i) Inductions to Board

- On recommendation of Nomination and Remuneration Committee, Mr. Nobuaki Sumida (nominee of NYK Holding (Europe) B.V.) was appointed as Additional Non-Executive Director of the Board w.e.f 23rd July, 2020.
- On recommendation of Nomination and Remuneration Committee, Captain Amit Wason (nominee of NYK Holding (Europe) B.V.) was appointed as Additional Non-Executive Director w.e.f 19th October, 2020.
- On recommendation of Nomination and Remuneration Committee, Mr. Dinesh Shastri (nominee of Tata Steel Ltd.) was appointed as Additional Executive Director w.e.f 1st November, 2020 and subsequently as a Managing Director w.e.f 16th November, 2020.

(ii) Cessations

- Mr. Shinichi Yanagisawa- Non-Executive Director resigned from Board w.e.f 23rd July, 2020.
- Captain Vivek Singh Anand- Non-Executive Director resigned from the Board w.e.f 19th October, 2020.
- Mr. Ashish Kumar Gupta- Managing Director resigned from Board w.e.f 15th November, 2020.

(iii) Re-appointment of Director retiring by rotation

In terms of the provisions of the Act, and the Articles of Association of the Company, Ms. Stephanie Hahn (DIN-08423233), Non-Executive Director & Mr. Sandeep Bhattacharya (DIN-07071894), Non-Executive Director, retire at the ensuing Annual General Meeting (AGM) and being eligible, seek re-appointment.

The necessary resolution for re-appointment of Ms. Stephanie Hahn & Mr. Sandeep Bhattacharya forms part of the Notice convening the ensuing AGM scheduled to be held on June 22, 2021.

2. Meetings of the Board and Committees of the Board

During the financial year ended 31st March, 2021, 6 (six) Board Meetings were held on: 23rd April 2020, 20th May 2020, 23rd July 2020, 19th October 2020, 19th January 2021 and 17th March, 2021. The composition of the Board of Directors as on 31st March 2021, along with the details of the meetings held during the year under review are as below:

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dibyendu Bose	Non-Executive (Chairman)	6	6
Mr. Guenther Hahn	Non-Executive	6	6
Ms. Stephanie Sabrina Hahn	Non-Executive	6	6
Mr. Shinichi Yanagisawa*	Non-Executive	6	3
Mr. Nobuaki Sumida**	Non-Executive	6	4
Captain Vivek Singh Anand*	Non-Executive	6	4
Captain Amit Wason**	Non-Executive	6	3
Mr. Virendra Sinha	Independent	6	6
Mr. Rajiv Mukerji	Non-Executive	6	5
Mr. Amitabh Panda	Non-Executive	6	6
Mr. Sandeep Bhattacharya	Non-Executive	6	6
Mr. Ashish Kumar Gupta*	Managing Director	6	4
Mr. Dinesh Shastri**	Managing Director	6	3

* *Resigned from directorship during the year.*
** *Appointed in Board during the year.*

Committees of the Board of Directors

The details of the Committees, as required to be formed as per the provisions of the Companies Act, 2013 are as follows:

i. Audit Committee

The Audit Committee constituted by the Board of Directors in accordance with the provisions of Section 177 of the Companies Act 2013, comprises of 3 (three) Non-Executive Directors. The Chairman of the Committee is an Independent Director.

During the year under review, there has been no change in the Committee. Details of number of meetings held and attendance of Members during the year are as below:

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	4	4
Mr. Guenther Hahn	Non- Executive	4	4
Mr. Sandeep Bhattacharya	Non- Executive	4	4

ii. Nomination & Remuneration Committee

The Nomination & Remuneration Committee constituted by the Board of Directors in accordance with the provisions of Section 178 of the Companies Act 2013, comprises of 3 (three) Non-Executive Directors.

During the year under review, there has been no change in the Committee. Details of number of meetings held and attendance of Members during the year are as below:

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	4	4
Mr. Guenther Hahn	Non- Executive	4	4
Mr. Dibyendu Bose	Non- Executive	4	4

iii. Corporate Social Responsibility Committee

The Company has a Corporate Social Responsibility (CSR) Committee as mandated in the provisions of Section 135 of the Companies Act 2013. During the year under review, till the preparation of Director's Report, the following changes in the Committee were made:

- Mr. Dinesh Shastri- Managing Director was appointed as a Member of the Committee w.e.f 16th November, 2020 in place of Mr. Ashish Kumar Gupta who resigned from Board and consequently from all its Committee w.e.f 15th November, 2020.

Details of number of meetings held and attendance of Members during the year are provided below:

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	3	3
Mr. Sandeep Bhattacharya	Non-Executive	3	3
Mr. Ashish Kumar Gupta*	Managing Director	3	1
Mr. Dinesh Shastri**	Managing Director	3	1

**Resigned from directorship during the year.*
*** Appointed in Committee during the year.*

3. Independent Director

As per the Amendment to the rules of Companies (Appointment and Qualification of Director) vide notification dated 5th July, 2017, issued by Ministry of Corporate Affairs, TMILL is exempted from mandatorily appointing an Independent Director in its Board. However, as a good Corporate Governance practice, the Company has 1 Independent Director on its Board.

Declaration by Independent Director

The Company has received the necessary declaration from Independent Director in accordance with Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence as laid out in Section 149(6) of the Companies Act, 2013.

4. Board Evaluation

The evaluation process as carried out by the Board in accordance with the Nomination and Remuneration Policy adopted by the Company has been detailed hereunder:

- Board evaluated its performance after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.
- The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.
- The above evaluations along with the performance of the Board, its Committees, and individual directors were then discussed in the meeting of NRC that followed the board meeting.
- Performance evaluation of independent director was done by the entire board, excluding the independent director being evaluated.

The evaluation process endorsed the Board Members' confidence in the ethical standards of the Company, cohesiveness amongst the Board Members, constructive relationship between the Board and the Management and the openness of the Management in sharing strategic information to enable Board Members to discharge their responsibilities.

5. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as below:

A. Conservation of Energy: The Company is not a major consumer of energy.

B. Technology Absorption: Nil

C. Foreign exchange earnings & outgo: The foreign exchange earnings in terms of inflows during the year was ₹ 66,705,510 on account of freight agency fees and others and the foreign exchange outgo during the year in terms of outflows was ₹ 59,636,042 on account of freight and foreign travels.

6. Compliance Management Software

Details on Compliance Management System are as follows:

- The compliances in the system are divided in two broad categories i.e. Statutory Compliances (regulated by statutes) and Internal Compliances (monitoring of routine matters).
- The system has a mechanism in place by which triggers are sent to users well in advance of due date, for them to complete the compliances.
- 81 users are mapped in the system across locations under various roles from Performer to Compliance Head.
- Regular training is being imparted to the users at all locations by the representatives from Legatrix.

7. Ethics

Details of Company's initiatives, awareness programmes, and trainings to create awareness about TCoC and other policies of the Company are as follows:

- Awareness was created among employees including contractors and vendors via emails regarding the Third party helpline number managed by KPMG.
- The month of July was celebrated as "Ethics Month" to commemorate the birth anniversary of J.R.D Tata which falls on 29th July, on the theme **"Responsible 'ME' Responsible 'WE' ".**
- Various theme-based departmental events/competitions such as Inter-Departmental Quiz, Movie Competition and Photography & Art Contest were conducted.
- 'Neeti Katha' i.e. story-telling through snippet series on scenarios of 'Conflict of Interest' and 'Gift and Hospitality Policy' were prepared in-house and circulated to employees.
- TMILL bagged the second position in the movie making contest "Sandhi" of Tata Steel Limited.

8. Risk Management Policy

TMILL has created a diverse portfolio through organic and inorganic growth over the years. This helps to tide over market fluctuation by identifying risks and charting out mitigation strategies through new business opportunities. Dip in sales for one vertical gets compensated by new orders in other division as the Company manage the entire supply chain.

TMILL follows a Enterprise Risk Management (ERM) framework for managing Risks which is guided by the ERM manual. A comprehensive Risk Profile for TMILL Group was developed in 2017-18. The same was revisited in H2-FY'20 considering the change of profile and external environment. Risk profile for TMILL (Standalone) has been already finalized. 22 Risks has been identified for various lines of business i.e. Ports, MLS, Railways, CHA&IL and Warehouse & SCM. Out of these, 4 risks were identified to be focused at an enterprise level. Brief detail of these 4 risks are given below:

Sl. no.	Risk Title	Period	V	L	I	S
1	Diversion of Dry Bulk Flux Volume from B#13 a/c Tata Steel due to commitment of MGT at other berths of Haldia as well as MGT for HMC plant.	ABP	3	4	5	20
2	Policy changes by Government making CHA job non existent	LTP	2	2	5	10
3	Adverse impact due to revision in Indian Railway's policy	LTP	2	1	5	5
4	Effect on Rail Business due to Force Majeure condition i.e. COVID-19 pandemic	ABP/LTP	3	3	5	15

(V- Velocity of Risk, L-Likelihood of Risk, I-Impact of Risk, S-Score which determines the Class of Risk)

(ABP=Annual Business Plan, LTP=Long Term Plan)

(Class A>=15, Class B 4 & <15, Class C <4)

The Company has also developed mitigation strategies for all the Risks. These are reviewed by top management on a periodic basis and shared with the Board of Directors.

Similar Risk Profile has been also developed for TKM-Germany. ISL has developed a Risk matrix which is reviewed on a periodic basis.

Annexure 5

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

TM International Logistics Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TM International Logistics Limited (hereinafter called 'the Company') having CIN: U63090WB2002PLC094134. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of TM International Logistics Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

(ii) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under relating Foreign Direct Investment. The company did not have any External Commercial Borrowings or Overseas Direct Investment during the financial year.

(iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

(iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.

The Laws mentioned at no. (iii) and (iv) above were applicable to the extent of obtaining ISIN for dematerialisation of shares and tripartite agreement by the Company with the Depository and Registrar & Share Transfer Agent for admitting the equity shares for dematerialisation only. Other rules, regulations and bye-laws were not applicable.

(v) Following other law, as identified and confirmed by the management, as specifically applicable to the Company:

- The Contract Labour (Regulation & Abolition) Act, 1970;

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Council of the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

The management has made written representation and we have also checked that the Company being an unlisted Public Limited Company the following Acts, Regulations, Guidelines, Agreements etc. as specified in the prescribed MR-3 Form were not applicable to the Company:

(i) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

(ii) Listing Agreements with Stock Exchanges read with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines etc. mentioned above and has generally adhered to the secretarial standards.

We further report that:

(a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

With effect from 05th July, 2017 pursuant to the provisions of Rule 4(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 the company being an unlisted public company having joint venture agreement, is not required to have any independent director. However, as on the financial year end date, the company is having only one Independent Director. Since the Company was not covered by Rule 4 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 it was not required to constitute an 'Audit Committee' and a 'Nomination and Remuneration Committee' pursuant to the provisions of Sections 177/178 of the Act. *The year-end composition of 'Audit Committee' and a 'Nomination and Remuneration Committee' were not in accordance with Sections 177(1)/178(1) of the Act. Since there was only one Independent Director, separate meeting of Independent Director without the attendance of non-independent directors and members of management was not possible and as such the Company and the independent director did not abide by the provisions specified in Para VII of Schedule IV read with Section 149(8) of the Act.*

(b) Adequate notice was given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except where meetings were called at shorter notices, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the financial year the Company has implemented the DESS Digital Meetings Application through which notice, agenda with detailed notes on agenda were also uploaded. Access to such application were provided to all the Directors and invitees for Board Meetings.

(c) Majority decision is carried through while the dissenting members views are captured and recorded as part of the Minutes. There has not been any dissent among the directors on any matter dealt with by the Board during the financial year.

We further report that based on review of compliance mechanism established by the Company and on the basis of the quarterly statutory compliance reports of Managing Director and declarations / certifications by CFO and other operational heads as circulated amongst the Directors and taken on record by the Board of Directors at their meeting(s), *and subject to our observations above,* there are adequate systems and processes in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We have been informed that the Company has appropriately responded to notices for demands, claims, dues, fines, penalties etc. received from various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

We further report that there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

For D. DUTT & CO.
Company Secretaries
UNIQUE CODE NUMBER: I2001WB209400

Place: Kolkata
Dated: 28th April, 2021

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
UDIN No. F005401C000199100

This report is to be read with our letter of even date which is annexed as **Annexure – A** and forms an integral part of this report.

Annexure – A

To
The Members,
TM International Logistics Limited

Our Secretarial Audit Report for the financial year ended 31st March, 2021 of even date is to be read along with this letter.

Management's Responsibility:

1. It is the responsibility of the management of the Company to maintain proper secretarial records, devise proper systems to endure compliance with the provisions of all Corporate and other applicable laws, rules, regulations, standards and also to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility:

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances based on our audit.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records.
4. We believe that the audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide us a basis of our opinion.

Disclaimer:

5. We have not verified the correctness and appropriateness of financial records, books of accounts, compliances of applicable direct and indirect tax laws of the Company.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules, regulations, guidelines, standards and happening of events etc.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
8. This Report has been prepared upon receipt / exchange of requisite information / documents through electronic mail and other online verification / examination process of secretarial records as facilitated by the Company.
9. In view of difficulties arising due to resurgence of Covid-19 infections in the State of West Bengal and resulting increased safety protocols including restricted entry, staggered office hours, work from home etc. being followed by the Company; physical verification of documents were dispensed with.

For D. DUTT & CO.
Company Secretaries
UNIQUE CODE NUMBER: I2001WB209400

Place: Kolkata
Dated: 28th April, 2021

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
UDIN No. F005401C000199100

Annexure 6

MGT -9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2021
[Pursuant to section 92(3) of the Companies Act, 2013 and rule12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	Corporate Identity Number (CIN)	:	**U63090WB2002PLC094134**
ii)	Registration Date	:	**18th January 2002**
iii)	Name of the Company	:	**TM International Logistics Ltd.**
iv)	Category/Sub-Category of the Company	:	**Logistics**
v)	Address of the registered office & contact details	:	**Tata Centre, 43, Jawaharlal Nehru Road, Kolkata- 700071. Tel: 91-33-22887051/22248485**
vi)	Whether listed company (Y/N)	:	**No**
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	**TSR Darashaw Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400083. Contact Person- Mr. Shehnaz Billimoria Email ID- Sr.Billimoria@tsrdarashaw.com**

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl No.	Name & Description of main Services	NIC Code of the Product/ service	% of total turnover of the company
1	Port Operations	5222	39.81%
2.	Railways	49120	60.19%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Tata Steel Limited	L27100MH1907PLC000260	Holding	51	2(46)
2.	TKM Global Logistics Limited	U51109WB1991PLC051941	Subsidiary	100	2(87)
3.	International Shipping Logistics FZE	-NA-	Subsidiary	100	2(87)
4.	TKM Global China Ltd.	-NA-	Subsidiary	100	2(87)
5.	TKM Global GMBH, Germany	-NA-	Subsidiary	100	2(87)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2019)				No. of Shares held at the end of the year (31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF		Yes	10	0.00		Yes	10	0.00	NIL
b) Central Govt.									
c) State Govt. (s)									
d) Bodies Corp.	Yes		9179990	51	Yes		9179990	51	NIL
e) Banks/FI									
f) Any Other									
Sub-Total(A)(1):			**9180000**	**51**			**9180000**	**51**	**NIL**
(2) Foreign									
a) NRIs- Individuals									
b) Other– Individuals									
c) Bodies Corp.	—	Yes	8820000	49	—	Yes	8820000	49	NIL
d) Banks/FI									
e) Any Other									
Sub-Total (A)(2):			**8820000**	**49**			**8820000**	49	**NIL**
Total shareholding of Promoter (A)= (A)(1)+(A)(2)			**18000000**	**100**			**18000000**	**100**	**NIL**
B. Public Shareholding			NIL				NIL		
1.Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt.									
d) State Govt.(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-Total(B)(1):			**NIL**				**NIL**		
2.Non- Institutions			**NIL**				**NIL**		
a) BodiesCorp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh									
ii)Individual shareholders holding nominal share capital in excess of ₹1 lakh									
c) Others(specify)									
Sub-Total(B)(2):			**NIL**				**NIL**		
Total Public Shareholding(B)=(B)(1)+ (B)(2)			**NIL**				**NIL**		
C. Shares held by Custodian for GDRs &ADRs			NIL				NIL		
Grand Total(A+B+C)			**18000000**				**18000000**		

(ii) Shareholding of Promoter

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1.	Tata Steel Ltd.	9179990	51	NIL	9179990	51	NIL	NIL
2.	IQ Martrade Holding And Management, GmbH	4140000	23	NIL	4140000	23	NIL	NIL
3.	NYK Holding(Europe) BV	4680000	26	NIL	4680000	26	NIL	NIL
4.	Mr. Dibyendu Bose (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
5.	Mr. Jayanta Chakraborty (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
6.	Mr. Chacko Joseph (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
7.	Mr. Sumit Shubhdarshan (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
8.	Mr. Dharmendra Kumar (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
9.	Mr. R. Ranganath (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
10.	Mr. N. S. Raghu (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
11.	Mr. Peeyush Gupta (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
12.	Mr. Surendra Goenka (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
13.	Mr. Manas Bandyopadhyay- (Jointly with Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
	Total	**18000000**			**18000000**			

(iii) Change in Promoters' Shareholding (please specify, if there Is no change)- No Change

Sl. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**18000000**	**100**	**18000000**	**100**
	Date-wise Increase/ Decrease in Promoters share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	—	—	—	—
	At the end of the year	**18000000**	**100**	**18000000**	**100**

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

Sl. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Top10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	—	—	—	—
	Date-wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	—	—	—	—
	At the end of the year (or on the date of separation, if separated during the year)	—	—	—	—

(v)Shareholding of Directors and Key Managerial Personnel:-

Sl. No	Particulars	Shareholding at the Beginning of the year		Cumulative Shareholding During the year	
	For Each of the Directors and KMP	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1	0	1	0
	Date-wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity, etc)	0	0	0	0
	At the end of the year	1	0	1	0

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans (In ₹)	Deposits (In ₹)	Total Indebtedness (In ₹)
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not	NIL	NIL	NIL	NIL
Total (i+ii+iii)				
Change in Indebtedness during the financial year • Addition • Reduction	NIL	NIL	NIL	NIL
Net Change				
Indebtedness at the end of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of Managing Director /Executive Director	
		Mr. Ashish Kumar Gupta upto 15th November, 2020	Mr. Dinesh Shastri* ED w.e.f. 1st November, 2020 MD w.e.f. 16th November, 2020
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	1,42,96,821/- 42,698/-	84,13,886/-
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify…		
5.	Others, please specify -PF, SAF, LTA -Performance Bonus (Paid in FY 19-20)	11,78,462/- 42,30,000/-	
	Total (A)	**1,97,47,981/-**	**84,13,886/-**

**Mr. Dinesh Shastri, Managing Director is on deputation from Tata Steel Limited (TSL) w.e.f 1st November, 2020. His remuneration in the form of deputation cost is reimbursed by the Company to Tata Steel Limited.*

B. Remuneration to other directors (paid during FY 2020-21): **(Amount in ₹)**

Particulars of Remuneration	Mr. Guenther Hahn	Ms. Stephanie Sabrina Hahn	Mr. Virendra Sinha	Mr. Shinichi Yanagisawa*	Mr. Nobuaki Sumida	Captain Vivek Singh Anand*	Captain Amit Wason	Total
1. Independent Directors • Fee for attending board / committee meetings/ Independent Director Meeting			3,40,000					3,40,000
• Commission			6,56,300					6,56,300
Total (1)			**9,96,300**					**9,96,300**
2. Other Non-Executive Directors • Fee for attending board / committee meetings	2,80,000	1,20,000		60,000	80,000	80,000	60,000	6,80,000
• Commission	3,63,300	1,40,600		70,300	93,800	93,800	70,300	8,32,100
Total (2)	**6,43,300**	**2,60,600**		**1,30,300**	**1,73,800**	**1,73,800**	**1,30,300**	**15,12,100**
Total (B)=(1+2)	**6,43,300**	**2,60,600**	**9,96,300**	**1,30,300**	**1,73,800**	**1,73,800**	**1,30,300**	**25,08,400**
Total Managerial Remuneration								
Overall Ceiling as per the Act								

** Resigned during the year.*

*** In line with the guidelines of the Company, no payment is made towards sitting fees and commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata Company.*

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Amount in ₹)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Mr. Anand Chand, CFO)	Key Managerial Personnel (Ms. Jyoti Purohit, CS)
		Total	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	45,40,490/- 2,40,264/-	21,11,860/- 3,000/-
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify.		
5.	Others, please specify -PF, SAF, LTA -Performance bonus (Paid in FY 20-21)	5,32,332/- 18,00,000/-	1,41,936/- 3,38,000/-
	Total	**71,13,086/-**	**25,94,796/-**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no Penalties/punishments/compounding of offences for the year ended 31st March, 2021.

Annexure 7

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹ in Million)

	Particulars	1	2	3	4
1	Name of the subsidiary	**TKM Global Logistics Limited**	**International Shipping &Logistics, FZE**	**TKM Global GmbH, Germany**	**TKM Global China Limited**
2	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period.	**N.A.**	**NA**	**N.A.**	**N.A.**
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign Subsidiaries.	**N.A.**	**1USD = INR 73.5047**	**1 EUR = INR 86.0990**	**1 RMB = INR 10.1656**
4	Share capital	**36**	**12.38**	**2.71**	**43.88**
5	Reserves & surplus	**256.06**	**2,714.56**	**1,959.28**	**1.53**
6	Total assets	**378.59**	**3,286.05**	**2,293.74**	**78.23**
7	Total Liabilities(including share capital & reserve)	**378.59**	**3,286.05**	**2,293.74**	**78.23**
8	Investments	**54.94**	**-**	**-**	**-**
9	Turnover	**482.44**	**5356.84**	**510.22**	**221.91**
10	(Loss)/Profit before taxation	**8.11**	**151.04**	**53.53**	**(1.17)**
11	Provision for taxation	**5.45**	**26.41**	**15.76**	**0.07**
12	(Loss)/Profit after taxation	**2.66**	**124.62**	**37.77**	**(1.23)**
13	Proposed Dividend	**-**	**-**	**-**	**-**
14	% of shareholding	**100%**	**100%**	**100% Shareholding of TKM Global Logistics Limited.**	**100% Shareholding of TKM Global Logistics Limited.**

PART "B": Associates and Joint Ventures: The Company does not have any associates/Joint Ventures as on 31st March, 2021. Hence, there is nothing to Report.

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of TM International Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and total comprehensive income (comprising of profit and other comprehensive income), its changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the financial statements and our auditor's report thereon.
5. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
6. In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained 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 this 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 Standalone Financial Statements

7. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

9. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.
10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
    - Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
    - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
    - Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
11. 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.
12. 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.

Report on Other Legal and Regulatory Requirements

13. 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 B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
14. As required by Section 143(3) of the Act, we report that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
    (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
    (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
    (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
    (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 as on March 31, 2021 on its financial position in its Standalone Financial Statements – Refer Note 34 to the Standalone Financial Statements.
        ii. The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2021.
        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2021.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021.

15. 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 Act.

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E/E300009

Chartered Accountants

Dhiraj Kumar

Place: Hyderabad

Partner

Date: April 28, 2021

Membership Number: 060466

UDIN: 21060466AAAAAX2742

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 14(f) of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements as of and for the year ended March 31, 2021

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to Standalone Financial Statements of TM International Logistics Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, 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 Standalone Financial Statements, whether due to fraud or error.

5. 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 with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2021, 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 Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants

Dhiraj Kumar

Place: Hyderabad
Partner

Date: April 28, 2021
Membership Number: 060466

UDIN: 21060466AAAAAX2742

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 13 of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements as of and for the year ended March 31, 2021

i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

(b) The fixed assets of the Company have been physically `verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of immovable properties, as disclosed in Note 4 on Property, Plant and Equipment to the Standalone Financial Statements, are held in the name of the Company.

ii. The physical verification of inventory have been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.

iii. The Company has granted unsecured loans, to one company covered in the register maintained under Section 189 of the Act.

(a) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.

(b) In respect of the aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

(c) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.

iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.

v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its operations. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of income tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other material statutory dues, as applicable, with the appropriate authorities. Further, for the period April 1, 2020 to April 30, 2020, the Company has paid Goods and Services Tax and filed Form GSTR-3B after the due date but within the timelines allowed by Central Board of Indirect Taxes and Customs under the Notification No. 31/2020 dated April 3, 2020 on fulfilment of conditions specified therein.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales tax, duty of excise, value added tax and goods and services tax as at March 31, 2021, as applicable, which have not been deposited on account of any dispute. The particulars of dues of income tax, service tax and duty of customs as at March 31, 2021 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	705.96	FY 2001-02 to FY 2005-06	High Court of Odisha
		85.28	FY 2004-05 to FY 2007-08	Customs, Excise & Service Tax Appellate Tribunal
		156.86	FY 2011-12	Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	21.55	FY 2009-10	Commissioner of Income Tax (Appeals)
		14.48	FY 2015-16	Commissioner of Income Tax (Appeals)
		35.10	FY2016-17	Commissioner of Income Tax (Appeals)
Customs Act, 1962	Customs Duty	23.13	FY 2005-06	Customs, Excise & Service Tax Appellate Tribunal

TM INTERNATIONAL LOGISTICS LIMITED
ANNEXURE B TO INDEPENDENT AUDITORS' REPORT
Referred to in paragraph 13 of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements as of and for the year ended March 31, 2021

viii. As the Company does not have any loans or borrowings from any financial institution or bank or Government, nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the Company.

ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

x. 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 explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. 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 Act. Also refer paragraph 15 of our main audit report.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Standalone Financial Statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAAX2742

Place: Hyderabad
Date: April 28, 2021

Standalone **Balance Sheet** as at 31 March, 2021

₹ in Lakhs

Particulars		Note	As at 31st March 2021	As at 31st March 2020
I	**ASSETS**			
(1)	**Non-current Assets**			
	(a) Property, Plant and Equipment	4	3,159.44	2,172.58
	(b) Intangible Assets	5	3,831.28	3,982.10
	(c) Right-of-use Assets	6	22,794.10	22,263.61
	(d) Capital Work-in-Progress		-	136.40
	(e) Intangible Assets under Development		230.06	121.50
	(f) Financial assets			
	(i) Investments	7	639.57	639.57
	(ii) Loans	8	377.12	453.38
	(iii) Other Financial Assets	9	27.77	367.70
	(g) Non-current Tax Asset (Net)	10	2,080.25	1,295.19
	(h) Deferred Tax Assets (Net)	45	1,207.57	1,144.32
	(i) Other Non-current Assets	11	64.05	92.36
	Total Non-current Assets		**34,411.20**	**32,668.71**
(2)	**Current Assets**			
	(a) Inventories	12	150.17	145.37
	(b) Financial Assets			
	(i) Investments	13	3,000.43	-
	(ii) Trade Receivables	14	15,041.48	14,413.51
	(iii) Cash and Cash Equivalents	15	1,554.45	933.12
	(iv) Other Bank Balances	16	4,404.29	8,240.88
	(v) Loans	17	32.76	384.09
	(vi) Other Financial Assets	18	2,995.55	297.96
	(c) Other Current Assets	19	8,582.28	6,949.95
	Total Current Assets		**35,761.41**	**31,364.88**
	Total Assets		**70,172.62**	**64,033.59**
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	20	1,800.00	1,800.00
	(b) Other Equity	21	20,403.37	19,599.75
	Total Equity		**22,203.37**	**21,399.75**
	LIABILITIES			
	(1) Non-Current Liabilities			
	(a) Financial Liabilities			
	Other Financial Liabilities	22	15,801.48	16,087.52
	(b) Provisions	23	2,920.40	2,933.10
	Total Non-current Liabilities		**18,721.88**	**19,020.62**
	(2) Current Liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	24		
	(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		223.24	-
	(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		7,939.78	7,870.62
	(ii) Other Financial Liabilities	25	10,476.04	6,521.87
	(b) Provisions	26	346.04	555.57
	(c) Other Current Liabilities	27	10,262.27	8,665.16
	Total Current Liabilities		**29,247.37**	**23,613.22**
	Total Liabilities		**47,969.25**	**42,633.84**
	Total Equity and Liabilities		**70,172.62**	**64,033.59**

The accompanying Notes form an integral part of the Standalone Balance Sheet.

This is the Standalone Balance Sheet referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Profit and Loss** for the year ended 31 March, 2021

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
I.	**Revenue from Operations**	**28**	**60,121.33**	**48,463.02**
II.	**Other Income**	29	827.18	2,750.39
III.	**Total Income (I +II)**		60,948.51	51,213.41
IV.	**Expenses**			
	Operational Expenses	30	42,678.74	34,482.28
	Employee Benefits Expense	31	3,486.80	3,673.93
	Finance Costs	32	1,824.03	1,242.88
	Depreciation and Amortisation Expense	4, 5 & 6	6,532.48	4,152.89
	Other Expenses	33	3,997.91	4,054.83
	Total Expenses		**58,519.96**	**47,606.81**
V.	**Profit Before Tax (III-IV)**		2,428.55	3,606.60
VI.	**Income Tax Expense**		612.45	758.44
	(1) Current Tax		712.67	736.75
	(2) Tax Relating to Earlier Years		(36.97)	(15.18)
	(3) Deferred tax	45	(63.25)	36.87
VII.	**Profit for the Year (V-VI)**		**1,816.10**	**2,848.16**
VIII	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		(16.68)	(80.49)
	(2) Income Tax on Above		4.20	20.26
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**1,803.62**	**2,787.93**
X.	**Earning per Equity Share**	40		
	(1) Basic		10.09	15.82
	(2) Diluted		10.09	15.82

The accompanying Notes form an integral part of the Statement of Profit and Loss

This is the Standalone Statement of Profit and Loss referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Changes in Equity** for the year ended 31 March, 2021

₹ in Lakhs

A. Equity Share Capital (Refer Note 20)	₹ in Lakhs
Balance as at 1st April 2019	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2020	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	1,800.00

₹ in Lakhs

B. Other Equity (Refer Note 21)	Other Equity		
	General Reserves	Retained Earnings	Total
Balance as at 1st April 2019	7,716.76	10,355.06	18,071.82
Profit for the Year	-	2,848.16	2,848.16
Other Comprehensive Income for the Year	-	(60.23)	(60.23)
Final Dividend on Equity Shares for FY 18-19	-	(1,260.00)	(1,260.00)
Balance as at 31st March 2020	**7,716.76**	**11,882.99**	**19,599.75**
Balance as at 1st April 2020	**7,716.76**	**11,882.99**	**19,599.75**
Profit for the Year	-	1,816.10	1,816.10
Other Comprehensive Income for the Year	-	(12.48)	(12.48)
Final Dividend on Equity Shares for FY 19-20	-	(1,000.00)	(1,000.00)
Balance as at 31st March 2021	**7,716.76**	**12,686.61**	**20,403.37**

The accompanying Notes form an integral part of the Standalone Statement of Changes in Equity

This is the Standalone Statement of Changes in Equity referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Cash Flows** for the year ended 31 March, 2021

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		2,428.55	3,606.60
	Adjustments for:			
	Depreciation / Amortisation Expenses		6,532.48	4,152.89
	Profit on Revaluation of Investments	29	(0.43)	-
	Gain on Modification of Lease Arrangement		(11.35)	-
	Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	32	1,738.98	1,205.89
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	29	3.49	(1.53)
	Profit on Sale of Investments	29	(9.39)	(52.43)
	Interest Income	29	(319.95)	(733.06)
	Dividend Income from Mutual Funds	29	-	(9.33)
	Dividend Income from Subsidiary	29	-	(1,260.00)
	Operating Profit before Changes in Operating Assets and Liabilities		**10,362.38**	**6,909.03**
	Changes in Operating Assets and Liabilities		-	-
	(Increase)/ Decrease in Trade Receivables		(627.97)	1,403.55
	(Increase)/ Decrease in Financial Assets		(2,770.30)	(106.37)
	(Increase)/ Decrease in Loans		39.59	(45.27)
	(Increase)/ Decrease in Other Assets		(1,603.97)	1,322.36
	(Increase)/ Decrease in Inventories		(4.80)	(24.21)
	Increase/ (Decrease) in Trade Payables		282.00	856.11
	Increase/ (Decrease) in Financial Liabilities		2,563.14	(7.57)
	Increase/ (Decrease) in Other Liabilities		1,597.11	(5,820.94)
	Increase/ (Decrease) in Provisions		(238.93)	325.45
	Cash Generated from Operations		9,598.25	4,812.14
	Direct Taxes Paid (Net of Refund)		(1,456.55)	(1,440.42)
	Net Cash from/Operating Activities		**8,141.70**	**3,371.72**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment & Intangible Assets		(1,534.95)	(900.36)
	Proceeds from Disposal of Property, Plant & Equipment		3.37	942.62
	Proceeds from Maturity of Deposits with Banks		74,348.08	38,046.44
	Payments for Placing of Deposits with Banks		(70,181.36)	(37,966.23)
	Loan to Subsidiary- TKM Global Logistics Limited		(100.00)	(370.00)
	Repayment of Loan by Subsidiary- TKM Global Logistics Limited		488.00	488.00
	Sale of Investments in Mutual Funds		10,459.39	25,311.92
	Purchase of Investments In Mutual Funds		(13,450.00)	(25,150.05)
	Dividend from Subsidiary		-	1,260.00
	Interest Received		402.46	767.90
	Net Cash from/ (used in) Investing Activities		**434.99**	**2,430.24**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(5,226.78)	(3,042.70)
	Interest Elements of Lease Payments		(1,728.58)	(1,205.89)
	Dividend Paid		(1,000.00)	(1,260.00)
	Net Cash used in Financing Activities		**(7,955.36)**	**(5,508.59)**
	Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C)		621.33	293.37
	Cash and Cash Equivalents at the Beginning of the Year	15	933.12	639.75
	Cash and Cash Equivalents at the End of the Year	15	1,554.45	933.12

Note
The above Standalone Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS-7 'Statement of Cash Flows'.
The accompanying Notes form an integral part of the Condensed Standalone Statement of Cash Flows.

This is the Condensed Standalone Cash Flows referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April, 2021

Place: Kolkata
Date: 28th April, 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

1 COMPANY BACKGROUND

TM International Logistics Limited ('TMILL' or 'the Company') is a public limited company incorporated in India with its registered office in Kolkata, West Bengal, India. TMILL is a Joint Venture between Tata Steel Limited (51%), IQ Martrade of Germany (23%), and Nippon Yusen Kaisha- NYK (26%). TMILL is in the business of Port Operation, material transportation through railways and related services. The Company offers a broad range of services in Port handling and storing Bulk, Break Bulk, Project Cargo with related services of Agency business, Custom Clearance, Warehousing operations, etc.

The Standalone Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 28, 2021.

2 SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these Standalone Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated. These Standalone Financial Statements are the separate financial statements of the Company.

2.1 Basis of Preparation

(i) Compliance with Ind AS

The Standalone Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical Cost Convention

The Standalone Financial Statements have been prepared on a historical cost basis, except for the following:

a) certain financial assets and liabilities which are measured at fair value;
b) defined benefit plans - plan assets measured at fair value.

(iii) Current versus Non-current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- expected to be realised or intended to be sold or consumed in normal operating cycle,
- held primarily for the purpose of trading,
- expected to be realised within twelve months after the reporting period, or
- cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it is expected to be settled in the normal operating cycle,
- it is held primarily for the purpose of trading,
- it is due to be settled within twelve months after the reporting period, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

2.2 Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised as an expense in the Statement of Profit and Loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

Gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation Method and Estimated Useful lives

Depreciation is calculated on a pro-rata basis using the straight-line method to allocate their cost, over their estimated useful values in accordance with Schedule II to the Act, except in respect of Vehicles, Buildings constructed on the Leased Land and certain Plant and Equipments, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

The estimated useful lives for the main categories of property, plant and equipment are:

Type of Asset	Estimated Useful life
Buildings Constructed on the Leased Land	Upto 30 years
Non-Factory Building	60 years
Plant and Equipments	7 -15 years
Vehicles	5 years
Office Equipment	5 years
Furniture and Fixtures	10 years
Computers-Desktop, Laptops etc.	3 years
Computers-Servers	6 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains or losses on disposals are determined as difference between sale proceeds and carrying value of such items and are recognised in the Statement of Profit and Loss within 'Other Income'/'Other Expenses'. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances'.

2.3 Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as difference between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss.

The estimated useful lives for the main categories of intangible assets are:

Type of Asset	Estimated Useful life
Operational Rights under Service Concession Agreement Berth#13- Haldia Port	30 years
Special Freight Train Operator License	20 years

2.4 Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows, which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying amount does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss immediately.

2.5 Leases

As a Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Company is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Company under residual value guarantees
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing and make adjustments specific to the lease e.g. term, country, etc.

The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straightline basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of building are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

As a Lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

2.6 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

A. Investment in Subsidiaries

Investments in subsidiaries are stated at cost less provision for impairment loss, if any. Investments are tested for impairment wherever event or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of investments exceeds its recoverable amount.

B. Investments (Other than Investments in Subsidiaries) and Other Financial Assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

For assets measured at fair value, gains or losses is recorded in either the profit or loss or other comprehensive income. For investments in debt instruments, this depends on the business model in which the investment is held. For investments in equity instruments, this depends on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies the debt investments when and only when the business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at fair value through profit or loss are recognised as expense in the Statement of Profit and Loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instrument as amortised cost measurement categories. Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired.

Equity Instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Changes in the fair value of financial assets at fair value through profit or loss are recognised within 'Other Income' in the Statement of Profit and Loss.

(iii) Impairment of Financial Assets

The Company assesses on a forward-looking basis the expected credit losses associated with its assets which are not fair valued through profit or loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109, 'Financial Instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Derecognition of Financial Assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity neither has transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Fair Value of Financial Instruments

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

(vi) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2.7 Trade Receivables

Trade receivables are amounts due from customers for services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.8 Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.9 Trade Payables

Trade Payables represent liabilities for goods and services provided to the Company prior to the end of financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and are subsequently measured at amortised cost using the effective interest method where the time value of money is significant.

2.10 Employee Benefits

A. Short-term Employee Benefits

Liabilities for short-term employee benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service, are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented under 'Trade Payables - Current' in the Balance Sheet.

B. Post-Employment Benefits

i) Defined Benefit Plans

The liability or asset recognised in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in 'Employee Benefits Expense' in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the year in which they occur, directly in Other Comprehensive Income. These are included in 'Retained Earnings' in the Statement of Changes in Equity.

ii) Defined Contribution Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the year in which the employee has rendered the service.

C. Other Long-term Employee Benefits

The liabilities for compensated absences which are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are considered as other long-term employee benefits. They are therefore measured by actuaries as the present value of expected future benefits in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented under 'Provision for Employee Benefits' within 'Provisions' in the Balance Sheet and portion of such provisions is presented as current if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

D. Termination Benefits

Termination benefits obligation arise from either Company's decision to terminate the employment or an employee's decision to accept Company's offer of benefits in exchange for termination of employment. The net present value of the obligation for amounts payable to employees, who have opted for retirement under the Employees' Early Separation Scheme of the Company, is charged to the Statement of Profit and Loss.

2.11 Income Tax

The income tax expense for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax credits and unused tax losses.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Standalone Financial Statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill.

Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction impacts neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences, tax credits and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax are recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, if any. In this case, the tax is also recognised in Other Comprehensive Income or directly in equity, respectively.

2.12 Provisions and Contingencies

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.13 Revenue Recognition

Revenue from contracts with customers are recognised when services promised in the contract are transferred to the customer. The amount of revenue recognised depicts the transfer of promised services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the services rendered.

Sale of Services and Other Operating Revenue

Revenue from sale of services and other operating revenue are recognised when services are transferred to the customer i.e. when the Company satisfies the performance obligation with respect to the services being rendered, risk of loss have been transferred to the customer and either the customer has accepted the services in accordance with the contract or the acceptance provisions have elapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from sale of services are recognised based on the price specified in the contract, which is fixed. No element of financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period, which is consistent with the market practices. A receivable is recognised when the services are transferred, as this is the point in time that the consideration is unconditional because only passage of time is required before payment is due.

The Company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

Interest Income

Interest income is recognised on time proportion basis, by reference to the principal outstanding and the interest rate applicable.

Dividend Income

Dividend is recognised as other income in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

2.14 Foreign Currency Transactions and Translation

Functional and Presentation Currency

Items included in the Standalone Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Standalone Financial Statements are presented in Indian Rupee (₹), which is the Company's functional and presentation currency.

Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. At the year-end, monetary assets and liabilities denominated in foreign currencies are restated at the yearend exchange rates. Exchange differences arising from settlement of foreign currency transactions and from year-end restatement are recognised in the Statement of Profit and Loss on a net basis within 'Other Income'/ 'Other Expenses'.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates prevailing at the date when the fair value was determined. Non-monetary items

that are measured in terms of historical cost in a foreign currency are not translated. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.15 Earnings per Share

Basic Earnings per Share

Basic earnings per equity share is computed by dividing profit or loss attributable to owners of the Company by the weighted average number of equity shares outstanding during year end.

Diluted Earnings per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.16 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Board of Directors is collectively the Company's CODM. Based on the synergies, risks and returns associated with business operations and in terms of Ind AS 108, the CODM of the Company has assessed that the Company is predominantly engaged in the business of a single reportable segment of Logistics Service Provider during the year.

3 USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGMENTS

The preparation of Standalone Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Standalone Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised and future years impacted.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each impacted line item in the Standalone Financial Statements.

The areas involving critical estimates or judgements are:

A. Employee Benefits (Estimation of Defined Benefit Obligation)

Post-employment benefits represent obligation that will be settled in the future and require assumptions to project benefit obligations. Post-employment benefit accounting is intended to reflect the recognition of future benefit cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made. The accounting requires the company to make assumptions regarding variables such as discount rate, rate of compensation increase and future mortality rates. Changes in these key assumptions can have a significant impact on the defined benefit obligations funding requirements and benefit costs incurred.

B. Estimation of Expected Useful Lives and Residual Values of Property, Plant and Equipment

Management reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment.

C. Impairment of Trade Receivables

Impairment of trade receivables is primarily estimated based on prior experience with and the past due status of receivables based on factors that include ability to pay and payment history. The assumptions and estimates applied for determining the provision for impairment are reviewed periodically.

D. Contingencies

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Company consults with legal counsel and certain other experts on matters related to litigations. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

E. Deferred Taxes

Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax bases that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimizing measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

NOTE 4 AND 5: PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

₹ in Lakhs

	As at 31st March 2021	As at 31st March 2020
Net Carrying Amount of :		
Note 4- Property, Plant and Equipment		
Buildings	344.85	358.13
Leasehold Improvements	785.80	-
Plant and Equipments	1,471.55	1,486.19
Furniture and Fixtures	168.99	106.08
Vehicles	97.75	148.62
Office Equipments	290.50	73.56
Total Property, Plant and Equipment	**3,159.44**	**2,172.58**
Note 5- Intangible Assets		
Softwares	277.34	121.10
Special Freight Train Operator License	802.47	852.47
Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	2,751.47	3,008.53
Total Intangible Assets	**3,831.28**	**3,982.10**

	Note 4							Note 5			
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment	Softwares	Special Freight Train Operator License	Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April, 2020	386.07	-	2,040.57	137.67	262.11	215.14	3,041.56	257.98	1,000.00	4,097.80	5,355.78
Additions	-	804.61	201.15	82.57	-	262.43	1,350.76	212.00	-	-	212.00
Disposals	-	-	0.73	15.78	7.70	47.52	71.73	0.77	-	-	0.77
Gross Carrying Amount as at 31st March, 2021	-	-	-	-	-	-	-	-	-	-	-
Accumulated Depreciation/Amortisation as at 1st April, 2020	**386.07**	**804.61**	**2,240.99**	**204.46**	**254.41**	**430.05**	**4,320.59**	**469.21**	**1,000.00**	**4,097.80**	**5,567.01**
Charge for the Period	27.94	-	554.38	31.59	113.49	141.58	868.98	136.88	147.53	1,089.27	1,373.68
Disposals	13.28	18.81	215.79	15.28	50.87	43.01	357.04	55.76	50.00	257.06	362.82
Transfer*	-	-	0.73	11.40	7.70	45.04	64.87	0.77	-	-	0.77
Accumulated Depreciation/Amortisation as at 31st March, 2021	**41.22**	**18.81**	**769.44**	**35.47**	**156.66**	**139.55**	**1,161.15**	**191.87**	**197.53**	**1,346.33**	**1,735.73**
Net Carrying Amount at the Beginning of the Period	**358.13**	**-**	**1,486.19**	**106.08**	**148.62**	**73.56**	**2,172.58**	**121.10**	**852.47**	**3,008.53**	**3,982.10**
Net Carrying Amount at the End of the Period	**344.85**	**785.80**	**1,471.55**	**168.99**	**97.75**	**290.50**	**3,159.44**	**277.34**	**802.47**	**2,751.47**	**3,831.28**

	Note 4							Note 5			
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment	Softwares	Special Freight Train Operator License	Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April, 2019	1,301.94	-	1,687.09	202.75	252.25	218.83	3,662.86	239.58	1,000.00	3,649.26	4,888.84
Additions	11.31	-	353.48	88.38	78.78	33.66	565.61	18.40	-	448.54	466.94
Disposals	927.18	-	-	153.46	68.92	37.35	1,186.91	-	-	-	-
Gross Carrying Amount as at 31st March, 2020	**386.07**	**-**	**2,040.57**	**137.67**	**262.11**	**215.14**	**3,041.56**	**257.98**	**1,000.00**	**4,097.80**	**5,355.78**
Accumulated Depreciation/Amortisation as at 1st April, 2019	75.41	-	377.99	78.41	123.53	135.23	790.57	95.84	97.53	866.94	1,060.31
Charge for the Year	28.18	-	176.39	28.21	49.37	42.07	324.22	41.04	50.00	222.33	313.37
Disposals	75.65	-	-	75.03	59.41	35.72	245.81	-	-	-	-
Accumulated Depreciation/Amortisation as at 31st March, 2020	**27.94**	**-**	**554.38**	**31.59**	**113.49**	**141.58**	**868.98**	**136.88**	**147.53**	**1,089.27**	**1,373.68**
Net Carrying Amount at the Beginning of the Year	**1,226.53**	**-**	**1,309.10**	**124.34**	**128.72**	**83.60**	**2,872.29**	**143.74**	**902.47**	**2,782.32**	**3,828.53**
Net Carrying Amount at the End of the Year	**358.13**	**-**	**1,486.19**	**106.08**	**148.62**	**73.56**	**2,172.58**	**121.10**	**852.47**	**3,008.53**	**3,982.10**

Note 1 : Aggregate amount of depreciation and amortisation expense has been included under "Depreciation and Amortisation Expenses" in the Standalone Statement of Profit and Loss.

Note 2 : Title deeds of immovable property held in the name of the Company

₹ in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2021	As at 31st March 2020
Net Carrying Amount of :		
Note 6- Right of Use Assets		
Land & Buildings	1,431.97	1,952.62
Railway Rakes	21,362.13	20,310.99
Total Right of Use Assets	**22,794.10**	**22,263.61**

₹ in Lakhs

	Land & Buildings	Railway Rakes	Total Right of Use Assets
Gross Carrying Amount as at 1st April, 2020	2,334.80	23,444.11	25,778.91
Additions	3.49	6,445.59	6,449.08
Adjustment on account of Modification of Lease	184.65	-	184.65
Gross Carrying Amount as at 31st March, 2021	**2,153.64**	**29,889.70**	**32,043.34**
Accumulated Depreciation as at 1st April, 2020	382.18	3,133.12	3,515.30
Charge for the Year	418.17	5,394.45	5,812.62
Adjustment on account of Modification of Lease	78.68	-	78.68
Accumulated Depreciation as at 31st March, 2021	**721.67**	**8,527.57**	**9,249.24**
Net Carrying Amount at the Beginning of the Year	**1,952.62**	**20,310.99**	**22,263.61**
Net Carrying Amount at the End of the Year	**1,431.97**	**21,362.13**	**22,794.10**

₹ in Lakhs

	Land & Buildings	Railway Rakes	Total Right of Use Assets
Gross Carrying Amount as at 1st April, 2019 (On account of adoption of Ind AS 116)	1,070.32	6,106.64	7,176.96
Additions	1,264.48	17,337.47	18,601.95
Disposals	-	-	-
Gross Carrying Amount as at 31st March, 2020	**2,334.80**	**23,444.11**	**25,778.91**
Accumulated Depreciation as at 1st April, 2019	-	-	-
Charge for the Year	382.18	3,133.12	3,515.30
Disposals	-	-	-
Accumulated Depreciation as at 31st March, 2020	**382.18**	**3,133.12**	**3,515.30**
Net Carrying Amount at the Beginning of the Year	**1,070.32**	**6,106.64**	**7,176.96**
Net Carrying Amount at the End of the Year	**1,952.62**	**20,310.99**	**22,263.61**

₹ in Lakhs

7. INVESTMENTS - NON CURRENT	As at 31st March 2021	As at 31st March 2020
Investment Carried at Cost		
Investments in Equity Instruments of Subsidiary Companies (Unquoted)		
International Shipping Logistics FZE, Dubai	123.82	123.82
1 Share of 10,00,000 AED each, fully paid up		
[31st March 2020: 1 Share of 10,00,000 AED each, fully paid up]		
TKM Global Logistics Limited	515.75	515.75
36,00,000 Shares of ₹10 each, fully paid up		
[31st March 2020: 36,00,000 Shares of ₹10 each, fully paid up]		
	639.57	639.57
Aggregate value of Unquoted Investments	**639.57**	**639.57**

₹ in Lakhs

8. LOANS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Loan to Related Party		
- Subsidiary -TKM Global Logistics Limited	-	40.00
Security Deposits #	325.42	342.61
Loan to Employees	51.70	70.77
	377.12	453.38
# Includes Dues from Related Parties (Refer Note 50)	**35.56**	**57.43**

₹ in Lakhs

9. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Fixed Deposits with Banks (with Maturity of More Than 12 Months) * #	23.88	354.01
Interest Accrued on Deposits #	3.89	13.69
	27.77	**367.70**
* Earmarked Amount	23.88	354.01
# Financial Assets carried at Amortised Cost		

₹ in Lakhs

10. NON CURRENT TAX ASSETS (NET)	As at 31st March 2021	As at 31st March 2020
Advance Payment of Taxes	2,080.25	1,295.19
[Net of Provision for Tax: ₹9,039.67 Lakhs (31st March 2020: ₹8,331.20 Lakhs)]		
	2,080.25	**1,295.19**

₹ in Lakhs

11. OTHER NON CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Prepaid Expenses#	64.05	92.36
	64.05	**92.36**
# Include Dues from Related Parties (Refer Note 50)	1.00	6.46

₹ in Lakhs

12. INVENTORIES- CURRENT	As at 31st March 2021	As at 31st March 2020
At Lower of Cost and Net Realisable Value		
Stores and Spares	150.17	145.37
[Net of Provision : ₹28.60 Lakhs (31st March 2020: ₹24.87 Lakhs)]		
	150.17	**145.37**

₹ in Lakhs

13. INVESTMENTS- CURRENT	As at 31st March 2021	As at 31st March 2020
Investments Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Unquoted)		
In units of ₹ 1,000/- each		
IDFC Liquid Fund-Direct Plan-Growth	1,000.19	-
40,232.917 (31st March 2020 : Nil) Units		
UTI Liquid Cash Fund-Direct Plan-Growth	1,100.07	-
32,638.416 (31st March 2020 : Nil) Units		
In units of ₹ 1,000/- each		
Aditya Birla Sunlife Liquid Fund-Direct Plan-Growth	900.17	-
2,71,516.578 (31st March 2020 : Nil) Units		
	3,000.43	-
Aggregate Value of Unquoted Investments	**3,000.43**	**-**

₹ in Lakhs

14. TRADE RECEIVABLES- CURRENT	As at 31st March 2021	As at 31st March 2020
Trade Receivable Considered Good - Unsecured #	15,041.48	14,413.51
Trade Receivables Credit Impaired	7.00	-
	15,048.48	14,413.51
Less : Loss Allowance	7.00	-
	15,041.48	**14,413.51**
# Include Dues from Related Parties (Refer Note 50)	**14,041.15**	**13,259.63**

₹ in Lakhs

15. CASH AND CASH EQUIVALENTS	As at 31st March 2021	As at 31st March 2020
Cash on Hand	-	0.65
Cheques, Drafts on Hand	-	59.35
Balances with Banks		
In Current Account	1,554.45	873.12
	1,554.45	**933.12**

₹ in Lakhs

16. OTHER BANK BALANCES	As at 31st March 2021	As at 31st March 2020
Fixed Deposits with Banks*	4,404.29	8,240.88
	4,404.29	**8,240.88**
* Earmarked Amount	**2,404.29**	**1,819.68**

₹ in Lakhs

17. LOANS- CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Loan to Related Party		
- Subsidiary - TKM Global Logistics Limited	-	348.00
Security Deposits	16.39	15.30
Loan to Employees	16.37	20.79
	32.76	**384.09**

₹ in Lakhs

18. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Accrued Interest on Deposits	96.55	169.26
Contract Assets	193.74	128.70
Rebate Receivable	2,705.26	-
	2,995.55	**297.96**

₹ in Lakhs

19. OTHER CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Balance with Government Authorities @	49.95	207.10
Prepaid Expenses #	318.66	312.46
Advance to Employees	3.51	6.32
Advance to Supplier/Service Providers #	8,210.16	6,424.07
	8,582.28	**6,949.95**
# Includes Dues from Related Parties (Refer Note 50)	**6.28**	**24.70**

@ Balances with Government Authorities primarily include input credits of unutilised goods and service tax on purchase of services, etc. These are regularly utilised to offset the goods and service tax liability on services rendered by the Company. Accordingly, these balances have been classified as current assets.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2021

₹ in Lakhs

20: EQUITY SHARE CAPITAL	As at 31st March 2021	As at 31st March 2020
Authorised		
1,90,00,000 Equity Shares of ₹10 each	1,900.00	1,900.00
[31st March 2020: 1,90,00,000 shares of ₹10 each]		
Issued, Subscribed and Paid-up	**1,800.00**	**1,800.00**
1,80,00,000 Equity Shares of ₹10 each, fully paid up		
[31st March 2020: 1,80,00,000 shares of ₹10 each, fully paid up]		
	1,800.00	**1,800.00**

i. Reconciliation of Shares

Reconciliation of Shares	As at 31st March 2021		As at 31st March 2020	
Equity Shares of 10/- each	No. of shares (in Lakhs)	%	No. of shares (in Lakhs)	%
Balance at the beginning of Year	180.00	1,800.00	180.00	1,800.00
Balance at end of the Year	180.00	1,800.00	180.00	1,800.00

ii. Terms and Rights attached to Equity Shares
The Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

iii. Details of Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

	As at 31st March 2021		As at 31st March 2020	
	No. of shares (in Lakhs)	%	No. of shares (in Lakhs)	%
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

₹ in Lakhs

21: OTHER EQUITY	As at 31st March 2021	As at 31st March 2020
General Reserves		
Balance at the Beginning of the Year	7,716.76	7,716.76
Balance at the End of the Year	7,716.76	7,716.76
Retained Earnings		
Balance at the Beginning of the Year	11,882.99	10,355.06
Profit for the Year	1,816.10	2,848.16
Other Comprehensive Income for the Year - Remeasurement of Post Employment Defined Benefit Obligation, Net of Tax	(12.48)	(60.23)
Final Dividend on Equity Shares	(1,000.00)	(1,260.00)
Balance at the End of the Year	12,686.61	11,882.99
	20,403.37	**19,599.75**

₹ in Lakhs

22: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Liability for Employee's Family Benefit Scheme	70.44	38.90
Lease Liabilities	15,731.04	16,048.62
	15,801.48	**16,087.52**

₹ in Lakhs

23. PROVISIONS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
-Employee Seperation Scheme	690.68	850.97
-Post Retirement Medical Benefit Payable	28.95	31.24
-Director Pension Scheme Payable	185.01	195.39
-Provision for Compensated Absences	**623.00**	**625.64**
Replacement Obligation for Berth# 13 at Haldia Port	1,392.76	1,229.86
	2,920.40	**2,933.10**

₹ in Lakhs

24. TRADE PAYABLES- CURRENT	As at 31st March 2021	As at 31st March 2020
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises (Refer Note 37)	223.24	-
Creditors for Supplies and Services - Others #	7,313.27	7,277.47
Creditors for Accrued Wages and Salaries	626.51	593.15
	8,163.02	**7,870.62**
# Includes Dues to Related Parties (Refer Note 50)	**105.37**	**136.78**

₹ in Lakhs

25. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2021	As at 31st March 2020
Liability for Employee's Family Benefit Scheme	21.25	8.57
Lease Liabilities	7,935.87	6,513.30
Other Liabilities #	2,518.92	-
	10,476.04	**6,521.87**
# Includes Dues to Related Parties (Refer Note 50)	**2,518.92**	**-**

₹ in Lakhs

26. PROVISIONS- CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
-Employee Seperation Scheme	206.42	205.68
-Provision for Gratuity	88.41	103.02
-Post Retirement Medical Benefit Payable	2.79	2.86
-Director Pension Scheme Payable	17.83	17.91
-Provision for Compensated Absences	30.59	17.10
Replacement Obligation for Berth# 13 at Haldia Port	-	209.00
	346.04	**555.57**

₹ in Lakhs

27. OTHER CURRENT LIABILITIES	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Contract Liabilities #	9,962.83	8,397.51
Dues Payable to Goverment Authorities @	299.44	267.65
	10,262.27	8,665.16
# Includes Dues to Related Parties (Refer Note 50)	**6,582.17**	**5,825.86**

@ Dues Payable to Government Authorities comprise goods and service tax, withholding taxes, payroll taxes and other taxes payable.

₹ in Lakhs

28. REVENUE FROM OPERATIONS	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Income from Port Related Services	23,933.94	24,583.64
Income from Railway Services	36,187.39	23,879.38
	60,121.33	**48,463.02**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2021 will be recognised as revenue during the next reporting period - ₹263.40 Lakhs (31st March 2020 : ₹62.78 Lakhs)

₹ in Lakhs

29. OTHER INCOME	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Dividend Income from Mutual Funds	-	9.33
Interest on Income Tax Refund	66.38	27.98
Interest Income from Financial Assets carried at Amortised Cost		
- Deposits	238.19	682.23
- Loan to Subsidiary	15.38	22.85
Dividend from Subsidiary	-	1,260.00
Profit on Sale of Investments	9.39	52.43
Profit on sale of Property, Plant and Equipments (Net)	-	1.53
Other Non Operating Income	110.38	68.66
Income from Rental Services	3.58	29.33
Profit on Revaluation of Investments	0.43	-
Liabilities no Longer Required Written Back	381.77	596.05
Gain on Foreign Currency Transactions (Net)	1.68	-
	827.18	**2,750.39**

₹ in Lakhs

30. OPERATING EXPENSES	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Intraport Transportation including On Shore handling	1,691.90	3,291.44
Custom Clearance Charges	129.22	178.45
Stevedoring & Other Related Expenses	10,821.86	10,305.90
Equipment Assistance Charges	119.88	146.99
Railway Freight Charges	28,788.60	19,548.65
Royalty to Kolkata Port Trust - Haldia Dock Complex	1,127.28	1,010.85
	42,678.74	**34,482.28**

₹ in Lakhs

31. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Salaries and Wages, including Bonus	3,045.67	3,198.74
Contribution to Provident and Other Funds	306.98	233.20
Staff Welfare Expenses	134.15	241.99
	3,486.80	**3,673.93**

₹ in Lakhs

32. FINANCE COST	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Unwinding of Discount	85.05	36.99
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,738.98	1,205.89
	1,824.03	**1,242.88**

₹ in Lakhs

33. OTHER EXPENSES	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Consumption of Stores and Spares	553.08	595.05
Power & Fuel	112.11	137.82
Rent (including Plot Rent)	651.32	689.27
Repairs to Buildings	138.70	149.90
Repairs to Machinery	639.83	494.04
Repairs- Others	220.65	204.07
Insurance Charges	148.86	138.56
Rates and Taxes	134.67	49.98
Travelling Expenses	158.87	352.13
Provision for Dead Stock	3.73	-
Corporate Social Responsibility Expenditure (Refer Note 33.2)	97.76	97.62
Replacement Obligation under SCA at Berth# 13, Haldia	100.45	141.68
Security Charges	312.81	288.78
Loss on Sale of Property, Plant and Equipments (Net)	3.49	-
Provision for Loss Allowances	7.00	-
Bad Debts Written off (Net of Adjustment of Provision for Doubtful Debts - Nil) (31.03.2019: 1.83 lakhs)	1.75	4.77
Professional & Consultancy charges	189.29	219.43
Payment to Auditors (Refer Note 33.1)	26.71	18.36
Miscellaneous Expenses	496.83	473.37
	3,997.91	**4,054.83**

33.1 Payment to Auditors

₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
As Auditors		
- Audit Fee	15.50	8.44
- Tax Audit	4.00	2.84
- Other Matters (including Certification)	7.00	6.00
- Out of Pocket Expenses	0.21	1.08

33.2 Disclosures in relation to Corporate Social Responsibility expenditure

₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Contribution towards promoting health care including preventive health care and sanitation	**44.11**	3.50
Contribution towards rural development projects	**19.47**	32.94
Contribution towards disaster management	**14.39**	-
Contribution towards promoting education	**12.79**	54.18
Others	**7.00**	7.00
Total	**97.76**	**97.62**
Amount required to be spent as per Section 135 of the Act	**81.99**	**93.02**
Amount spent during the year on		
(i)Construction/Acquisition of an asset	20.47	21.02
(ii)On purposes other than above	77.29	76.60
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent as at 1st April 2020	-	
Amount required to be spent during the year	81.99	
Amount spent during the year	97.76	
Balance excess spent as at 31st March 2021	**15.77**	

34. CONTINGENCIES:

a. Contingent Liability

₹ in Lakhs

Particulars	31st March 2021	31st March 2020
Claims against the Company not acknowledged as Debts		
Service Tax	**970.82**	970.82
Income Tax	**23.66**	75.55
Syama Prasad Mookerjee Port Trust	**1,729.88**	1,717.68
Tariff Authority of Major Ports	**13,336.20**	11,985.34
Custom Duty	**25.00**	25.00

The details of material litigations are as described below:

Taxes and Other Claims

(a) Service Tax: **₹705.96 Lakhs** (31st March 2020: ₹705.96 Lakhs). The Service Tax Department has raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 and the Company has filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa. The matter is pending with Hon'ble High Court of Orissa.

(b) Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) has claimed an amount of **₹1,280.02 Lakhs** (31st March 2020: ₹1,280.02 Lakhs) in December, 2007 for cargo shifting charges. An appeal has been filed with Hon'ble Calcutta High Court. The Hearing has not been concluded and the suit is pending for disposal at Hon'ble Calcutta High Court.

(c) In accordance with the provisions of the Major Port Trust Act, Tariff Authority of Major Ports (TAMP) issued tariff order directing the Company to refund the alleged excess charge of **₹2,359.55 Lakhs** to the customers alongwith compound interest totalling to **₹11,655.04 Lakhs** (31st March 2020: ₹10,406.28 Lakhs) relating to the period from 1st April 2002 to 30th September 2007. The matter is pending to be heard by Hon'ble Calcutta High Court.

(d) Tariff Authority of Major Ports (TAMP) vide order dated 25.05.2011 has notified the revised rates of various port charges of Berth# 13, Haldia Dock Complex, to be effective from 24th June 2011, against which the Company has filed writ petition with Hon'ble Calcutta High Court. As per Hon'ble Calcutta High Court order dated 5th July 2011, the Company had made the monthly deposit of differential amount between revised and earlier rates amounting to **₹1,681.16 Lakhs** (31st March 2020: ₹1,579.06 Lakhs) with a scheduled bank till April, 2014.

35. COMMITMENTS

(a) In terms of the Licence Agreement dated 29th January 2002 with Board of Trustees for the Port of Kolkata, the Company is required to invest in equipments and infrastructure in Berth #13 (Haldia Dock Complex) as follows:

Sl. No	Purpose of Investment	Phasing of Investment from Licence Agreement dated 29th January 2002 (₹ in Lakhs)			
		Within 18 months (Lapsed on 28th July 2003)	Within 24 months (Lapsed on 28th January 2004)	Within 36 months (Lapsed on 28th January 2005)	Total
1	For Procurement of Equipment for Ship to Shore Handling & vice versa and Horizontal Transfer of Cargo	2,306.00	285.00	-	2,591.00
2	Storage of Cargo	-	174.00	120.00	294.00
3	Office Building, Workshop etc.	-	75.00	25.00	100.00
4	Utility Services	-	22.00	-	22.00
	Total	**2,306.00**	**556.00**	**145.00**	**3,007.00**

As at 31st March, 2021, Company's investments in equipments and infrastructure aggregate to **₹2,580.00 Lakhs** (31st March 2020: ₹2,580.00 Lakhs).

The Management has requested the Port Trust Authorities for suitable modification to the investment obligation in view of the changes in the business and economic scenario. The Port Trust Authorities have, subject to sanction of the Government of India, approved the changes proposed by the Company in the specifications of the equipments and other required infrastructure.

(b) Estimated amount of contracts remaining to be executed on capital account and not provided for: **₹404.30 Lakhs** (31st March 2020: ₹1,199.78 Lakhs).

36. LEASES

(a) Company as a leasee

This note provides information for leases where the Company is a lessee. For leases where the Company is a lessor, see Note 36(b). The Company leases various offices, warehouses, and railway rakes. Rental contracts are typically made for fixed periods of 1 year to 9 years, but may have extension options as described below.

Amounts recognised in the Statement of Profit and Loss ₹ in Lakhs

Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Interest expense (included in finance costs)	32	1,728.58	1,205.89
Expense relating to short-term leases (included in other expenses)	33	355.09	400.55

Total Cash Outflow for Leases for the year ended 31st March, 2021 was **₹6,955.36 Lakhs** (31st March, 2020 : ₹4,248.59 Lakhs).

Extension and Termination options

Extension and Termination options are included in a number of buildings and railway rakes leases across the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable on mutual consent between the Company and the respective lessor.

Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of Warehouses, Offices and Railway Rakes, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Company is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Company is typically reasonably certain to extend (or not terminate).
- Otherwise, the Company considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset

As at 31st March, 2021, potential future cash outflows of **₹132.30 Lakhs** (31st March 2020: ₹132.30 Lakhs) (undiscounted) have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated). The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. During the current period, no extension or termination options in lease agreements were exercised.

(b) Company as a Lessor

The Company has leased out an office premise on operating lease. Lease payments received during the period ended 31st March, 2021 (recognised as Income from Rental Services in Note 29) is **₹3.58 lakhs** (31st March, 2020: ₹29.33 lakhs).

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2021

37. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES (MSES)

₹ in Lakhs

	Particulars	As at 31st March, 2021	As at 31st March, 2020
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**223.24**	-
	- Interest due thereon	**0.09**	-
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year		
	- Principal amount	**-**	-
	- Interest due thereon	**-**	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		
	- Principal amount	**666.90**	-
	- Interest due thereon	**10.31**	-
4	The amount of interest accrued and remaining unpaid at the end of the accounting year	**10.40**	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the micro and small enterprises for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**10.40**	-
	The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of the information available with the Company.		

38. SEGMENT REPORTING

Based on the synergies, risks and returns associated with business operations and in terms of Ind AS - 108, the Company is predominantly engaged in the business of a single reportable segment of Logistics during the year.

Entity-wide Disclosures

(i) Disaggregation of revenue from contracts with customers

The Company derives revenue from sale of services from following major service lines and geographical regions:

₹ in Lakhs

For the Year ended 31st March 2021	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	23,266.88	23,266.88	-
- Outside India	667.06	667.06	-
Railway Operations			
- Within India	36,187.39	-	36,187.39
- Outside India	-	-	-
	60,121.33	**23,933.94**	**36,187.39**

₹ in Lakhs

For the Year ended 31st March 2020	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	23,938.19	23,938.19	-
- Outside India	645.45	645.45	-
Railway Operations			
- Within India	23,879.38	-	23,879.38
- Outside India	-	-	-
	48,463.02	**24,583.64**	**23,879.38**

(ii) All non-current assets of the Company (excluding Financial Assets) are located in India.

(iii) ₹ in Lakhs

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Tata Steel Limited	51,438.13	39,495.85

39 IMPACT OF COVID 19

The Company is in the logistics business comprising Port Operations, Railways, Warehouse, Maritime Logistics, Customs House Agent, etc. The operations of the Company, qualifying as essential services, have continued during the lockdown period during the year and gradually the operations picked momentum. Major customers of the Company are Tata Steel and other Tata Steel group companies and the Company believes that its receivable carries lower credit risk. The Company has made detailed assessment of its liquidity position including its cash flows, business outlook and of the recoverability and carrying value/ amount of its assets, including but not limited to Property, Plant and Equipment, Intangible Assets, Right-of-Use Assets, Trade Receivables and Investments as at the Balance Sheet date, and has concluded that there are no material adjustments required in these standalone financial statements.

₹ in Lakhs

40. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2021	For the Year ended 31st March 2020
(A) Basic		
(i) Number of Equity Shares at the Beginning of the year (In Lakhs)	180.00	180.00
(ii) Number of Equity Shares at the End of the year (In Lakhs)	180.00	180.00
(iii) Weighted Average Number of Equity Shares		
Outstanding during the year (In Lakhs)	180.00	180.00
(iv) Face Value of Each Equity Share (₹)	10.00	10.00
(v) Profit Attributable to the Equity Shareholders		
Profit for the year (₹in Lakhs)	1,816.10	2,848.16
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	10.09	15.82
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**10.09**	**15.82**

41. The Board of Directors have recommended a final dividend of ₹9.45 per share (31st March 2020: ₹5.56 per share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

43. EMPLOYEE BENEFITS

(a) Defined Contribution Plans

The Company provides Superannuation Benefit to its employees. The contribution towards Superannuation is paid to a separate trust administered by the Company. The Company has no legal or constructive obligation to pay further contributions if the funds do not hold sufficient assets to pay employee benefits. The contributions are recognised as expenses in the statement of profit and loss based on the amount of contribution required to be made and when services are rendered by the employees.

The Company has recognised expenses under defined benefit contributions in Statement of Profit and Loss, as below.

₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Superannuation Fund	**49.66**	**56.30**
Tata Employees' Pension Scheme	7.96	6.12
Total	**57.62**	**62.42**

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded

a. Director Pension Scheme

b. Post Retirement Medical Benefit Scheme

Provident Fund

The Company provides Provident Fund benefit to its employees. The contributions towards Provident fund upto May, 2009 were paid to the trust administered by the Government. The Company has got exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Company has been contributing Provident Fund dues from June, 2009 onwards to the Trust fund created under the name and style as 'TM International Logistics Limited Employees' Provident Fund'.

Both the employees and the Company make monthly contributions to the Funds at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Company.

In view of the Company's obligation to meet shortfall, if any, on account of interest, Provident Fund Trust set up by the Company is treated as defined benefit plan. The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, an amount of ₹37.51 lakhs (31st March 2020 - NIL) has been provided towards future anticipated shortfall with regard to interest rate obligation of the Company as at the Balance Sheet date.

₹ in Lakhs

Principal Actuarial Assumptions	31st March 2021	31st March 2020
Discount Rate	**6.70%**	**6.70%**
Expected Return on Exempted Fund	8.50%	8.50%
Expected Guranteed Interest Rate	**8.50%**	**8.65%**

The Company has recognised expenses under defined benefit plan in Statement of Profit and Loss, as below: ₹ in Lakhs

Nature of Benefits	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Provident Fund	180.72	110.82

Post Retirement Gratuity

The Company provides Gratuity Benefits to its employees. Gratuity liabilities are funded through a separate trust managed by Tata Steel Limited. The present value of these defined benefit obligations are ascertained by an independent actuarial valuation as per the requirement of Indian Accounting Standards 19 - Employee Benefits. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date less the fair value of the plan assets (for funded plans), together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in Statement of Profit and Loss in full in the year in which they occur.

These plans typically expose the Company to acturial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Discount Rate Risk	The Company is exposed to the risk of falling discount rate.A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.
Demographic Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality and attrition rates of plan participants.An increase in life expectancy or service term of the plan participants will increase the plan's liability.
Salary Growth Risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following table sets forth the particulars in respect of the Gratuity Plan (Funded) of the Company:

₹ in Lakhs

Description	31st March 2021	31st March 2020
1. Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation:		
a. Present Value of Obligation at the Beginning of the Year	985.02	898.06
b. Current Service Cost	63.84	55.61
c. Interest Expenses	61.71	64.29
d. Remeasurement Losses		
Actuarial (Gain)/ Loss arising from Changes in Experience Adjustments	25.87	(14.59)
Actuarial Loss arising from Changes in Financial Assumptions	-	63.37
e. Benefits Paid	(128.03)	(81.72)
f. Present Value of Obligation at the End of the Year	1,008.41	985.02

Description	31st March 2021	31st March 2020
2. Reconciliation of Opening and Closing balances of the Fair Value of Plan Assets:		
a. Fair Value of Plan Assets at the Beginning of the Year	882.00	871.68
b. Interest Income	58.26	63.30
c. Contributions from Employer	103.02	26.40
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	4.75	2.35
e. Benefits Paid	(128.03)	(81.73)
f. Fair Value of Plan Assets at the End of the Year	920.00	882.00
3. Reconciliation of Present Value of the Defined Benefit Obligation and the Fair Value of Plan Assets:		
a. Present Value of Obligation at the End of the Year	1,008.41	985.02
b. Fair Value of Plan Assets at the End of the Year	920.00	882.00
c. Liabilities Recognised in the Balance Sheet	88.41	103.02
Provision for Employee Benefit - Current (Refer Note 26)	88.41	103.02
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	63.84	55.61
b. Net Interest Cost	3.45	0.99
Total Expense Recognised during the Year in the Statement of Profit and Loss	67.29	56.60
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	25.87	(14.59)
b. Actuarial Loss due to DBO Assumption Changes	-	63.37
c. Actuarial (Gain)/ Loss arising during the Year (a + b)	25.87	48.78
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	(4.75)	(2.35)
Total (Income)/ Expense Recognised in Other Comprehensive Income (c + d)	21.12	46.43
6. Category of Plan Assets:		
Funded Managed by Tata Steel Limited	920.00	882.00
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	52.65	54.80
b. 1-5 Years	332.44	329.61
c. More than 5 Years	880.02	773.27
8. Assumptions		
a. Discount Rate (per annum)	6.70%	6.70%
b. Rate of Escalation in Salary (per annum)	9.00%	9.00%
Assumption regarding future mortality experience are based on mortality tables of Indian Assured Lives Mortality (2006-2008) published by the Institute of Actuaries of India		

₹ in Lakhs

	31st March 2021 Amount invested in %	31st March 2020 Amount invested in %
9. Investment Details		
a. Government of India Securities	9.10%	9.61%
b. Public Sector unit Bonds	0.85%	1.09%
c. State / Central Government Guarenteed Securities	6.13%	6.43%
d. Schemes of Insurance	73.68%	71.63%
e. Private Sector unit Bonds	5.78%	6.07%
f. Others (including bank balances)	4.46%	5.17%

10. Actuarial assumptions for the determination of the defined obligation are discount rate and expected salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of change in	Year ended 31st March, 2021		Year ended 31st March, 2020	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(76.02)	84.11	(78.19)	86.74
(ii) Closing Balance of Obligation	932.40	1,092.52	906.83	1,071.76
Decrease by 1%				
(i) Aggregate Service and Interest Cost	86.84	(75.20)	89.56	(77.35)
(ii) Closing Balance of Obligation	1,095.25	933.22	1,074.58	907.67

The sensitivity analyses presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

11. The Company expects to contribute **₹88.41 Lakhs** (31st March 2020 - ₹103.02 Lakhs) to the funded gratuity plans during the next financial year.

12. The weighted average duration of the defined benefit obligation as at 31st March 2021 is 9 years (31st March 2020 – 9 years).

Details of Unfunded Post Retirement Defined Benefit Obligations (Other than Provident Fund and Gratuity) are as follows:

₹ in Lakhs

	For the year ended 31st March 2021		For the year ended 31st March 2020	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	34.10	213.30	33.78	211.26
b. Interest Cost	2.27	13.65	2.52	15.13
c. Remeasurement (Gain)/Loss:				
(i) Actuarial (Gain)/ Loss Arising from Changes in Financial Assumptions	-	-	1.90	11.84
(ii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	(3.50)	(4.95)	(3.60)	(5.76)
d. Benefits Paid	(1.13)	(19.16)	(0.50)	(19.17)
Closing Defined Benefit Obligation	**31.74**	**202.84**	**34.10**	**213.30**
2. Reconciliation of Fair Value of Assets and Obligations				
a. Fair Value of Plan Assets as at the End of the Year	-	-	-	-
b. Present Value of Obligation as at the End of the Year	31.74	202.84	34.10	213.30
c. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	2.79	17.83	2.86	17.91
(ii) Retirement Benefit Liability - Non Current	28.95	185.01	31.24	195.39
3. Amounts Recognised in the Statement of Profit and Loss in respect of these Defined Benefit Plans are as follows:				
a. Service Cost	-	-	-	-
b. Net Interest Expenses	2.27	13.65	2.52	15.13
Components of Defined Benefit Costs Recognised in Statement of Profit and Loss	2.27	13.65	2.52	15.13
c. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial (Gain)/ Loss Arising from Changes in Financial Assumptions	-	-	1.90	11.84
(ii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	(3.50)	(4.95)	(3.60)	(5.76)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	(3.50)	(4.95)	(1.70)	6.08
Total	**(1.23)**	**8.70**	**0.82**	**21.21**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	6.70%	6.70%	6.70%	6.70%
b. Medical Inflation (Per Annum)	6.00%	NA	6.00%	NA
c. Salary Escalation (Per Annum)	NA	6.00%	NA	6.00%

	For the year ended 31st March 2021		For the year ended 31st March 2020	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
5. Experience on Acturial Gain/Loss for Benefit Obligations:				
Present Value of Defined Benefit Obligations	31.74	202.84	34.10	213.30
Fair Value of Plan Assets	-	-	-	-
Present Value of Defined Benefit Obligations	31.74	202.84	34.10	213.30
Experience Loss Adjustments on Plan Liabilities	(3.50)	(4.95)	(3.60)	(5.76)

6. Actuarial assumptions for the determination of the defined obligation (post retirement medical benefit scheme) are discount rate and expected medical inflation. Actuarial assumptions for the determination of the defined obligation - Ex-MD Pension are discount rate and salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Effect of Change in Post Retirement Medical Benefit Scheme	31st March 2021		31st March 2020	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(2.13)	2.40	(2.34)	2.64
(ii) Closing Balance of Obligation	29.61	34.14	31.76	36.74
Decrease by 1%				
(i) Aggregate Service and Interest Cost	2.41	(2.17)	2.64	(2.36)
(ii) Closing Balance of Obligation	34.15	29.57	36.74	31.74

Effect of Change in Ex- MD Pension	31st March 2021		31st March 2020	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(13.39)	15.08	(14.62)	16.52
(ii) Closing Balance of Obligation	189.45	217.92	198.68	229.82
Decrease by 1%				
(i) Aggregate Service and Interest Cost	15.13	(13.60)	16.57	(14.84)
(ii) Closing Balance of Obligation	217.97	189.24	229.87	198.46

The sensitivity analyses presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(c) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Company's policy. The Company records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹653.59 Lakhs and ₹642.74 Lakhs as at 31st March 2021 and 31st March 2020 respectively. Some portion of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

43 (a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) (KoPT/Licensor) on 29th January 2002 for allotment of multipurpose berth along with its back up area at Haldia Dock Complex. TMILL has taken a berth (Berth# 13) at Haldia Port on lease from the Kolkata Port Trust – Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in Dec 2006 and Sep 2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meter and 9,000 square meter respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth# 13. Said plots have been taken on lease for a period ending on 28th January 2032 (i.e. end date of lease period of the original Service Concession Agreement).

(b) (i) The rates of the Company is governed by Tariff Authority for Major Ports (TAMP) and is as per the "Guidelines for Regulation of Tariff at Major Ports, 2004".

The actual physical and financial performance will be reviewed at the end of the prescribed tariff validity period with reference to the projections relied upon at time of fixing the prevailing tariff. If performance variation of more than + or – 20% is observed as compared to the projections, tariff will be adjusted prospectively. While doing so, 50 % of the benefit / loss already accrued will be set off while revising the tariff.

TAMP will prescribe a timetable specifying when each port should submit tariff proposal for review/revision. Till such a timetable is prescribed, proposals for revision of existing tariff shall be forwarded at least 3 months before these are due for revision. Major Port Trusts, including Private Terminal Operators will be duty bound to send proposal for fixation of tariff within the prescribed time frame. In case of failure on their part to do so, TAMP may for good and sufficient reasons to believe that interests of users are to be protected and / or to rationalise tariff arrangements commonly at ports, *suo motu,* initiate proceedings in any tariff matter, review and, if necessary, revise the tariffs. In such proceedings, opportunity of hearing will be given to the concerned ports.

The Major Port Trusts, including Private Terminal Operators at such ports shall initiate tariff proposal and forward the same to TAMP at least three months before these are due for revision. The Private Operators can submit their tariff proposals directly to TAMP with a copy to the landlord port trust for information.

Tariff once fixed shall be in force for three years unless a different period is explicitly prescribed in any individual case by TAMP or in the past concession agreement. For good and sufficient reasons, ports may propose revision ahead-of-schedule. After the specified validity period is over, the approval accorded will lapse automatically unless specifically extended by TAMP.

(ii) The Licensee shall pay to the Licensor royalty per month at the percentage level set out in the License Agreement.

(c) (i) KoPT has granted to TMILL the exclusive right to enter upon, occupy and use the KoPT's assets for the purpose of providing the services at Berth# 13 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth# 13 and during the operation phase shall manage, operate, maintain, repair and replace the Project facilities and Services, entirely at its cost, charges, expenses, risk in accordance with the provision of the License agreement. TMILL has to provide Services on a common user basis and may offer preferential or priority berthing to the customers to optimise the use of Berth# 13 in accordance with License Agreement.

(iii) TMILL shall at its own cost make development and improvements in the Licensor's Assets and shall install/provide cargo handling equipment's as may be necessary or appropriate as per the License Agreement.

(iv) At the end of the concession period, TMILL shall handover Licensor's Assets to the Licensor free of cost and also transfer all its rights, titles and interest in or over the tangible assets at Berth# 13. On the transfer date, the Licensor shall pay to the licensee the compensation/ terminal value, as the case may be, in accordance with the license agreement.

(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement. As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

(d) There had been no changes in the arrangement during the year.

(e) The service concession agreement have been classified as Intangibles Assets.

(f) Intangible Assets include Upfront Fees paid to Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) – Haldia Dock Complex towards securing the right to operate Berth No. 13 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period (Refer Note 5).

44. INCOME TAX RECONCILIATION

₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
A. Tax Expense Recognised in Profit or Loss		
Current Tax on Profits for the Year	712.67	736.75
Adjustment for Current Tax of Earlier Years	(36.97)	(15.18)
	675.70	**721.57**
Deferred Tax		
Origination and Reversal of Timing Differences	(63.25)	36.87
Income Tax Expense	**(63.25)**	**36.87**

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	(4.20)	(20.26)
	(4.20)	**(20.26)**

The Income Tax Expense for the Year can be Reconciled to the Accounting Profit as follows: ₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Profit Before Tax for the Year	2,428.55	3,606.60
Income Tax Expense Calculated at 25.168% (2019-20: 25.168 %)	611.22	907.71
Effect of Income Exempt from Income Taxes	-	(319.47)
Effect of Expenses that are not Deductible in Determining Taxable Profit	33.16	26.96
Effect on Deferred Tax Balances due to Change in Income Tax Rate	-	160.31
Effect of Other Items	5.03	(1.89)
	649.42	**773.62**
Adjustment for Current Tax of Earlier Years	(36.97)	(15.18)
Income Tax Expense for the Year	**612.45**	**758.44**

The tax rate used for the year ended 31st March 2021 and 31st March 2020 in the reconciliations above is the applicable corporate tax rate plus cess and surcharge payable by corporate entities in India on taxable profits under the Indian tax law.

45.

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2019	(Charge)/ Credit for the Year	As at 1st April 2020	(Charge)/ Credit for the Year	As at 31st March 2020
Deferred Tax Liabilities					
Right-of-use Assets	(2,039.18)	(3,521.78)	(5,560.96)	(135.03)	(5,695.99)
	(2,039.18)	**(3,521.78)**	**(5,560.96)**	**(135.03)**	**(5,695.99)**
Deferred Tax Assets					
Property Plant & Equipment and Intangible Assets	297.33	(148.55)	148.78	(56.90)	91.88
Items Allowable for Tax Purpose on Payment/ Adjustment	171.06	(9.29)	161.77	2.73	164.50
Replacement Obligation for Berth# 13 at Haldia Port	361.09	1.04	362.13	(11.60)	350.53
Employees' Early Separation Scheme (ESS)	338.15	4.20	342.35	(16.75)	325.60
Lease Liabilities	2,039.18	3,639.20	5,678.38	278.10	5,956.48
Others	13.56	(1.69)	11.87	2.70	14.57
	3,220.37	**3,484.91**	**6,705.28**	**198.28**	**6,903.56**
Deferred Tax (Charge)/ Credit		**(36.87)**		**63.25**	
Deferred Tax (Liability)/ Asset (Net)	**1,181.19**	**-**	**1,144.32**	**-**	**1,207.57**

46. FAIR VALUE MEASUREMENTS

(a) Instruments by Category

The following table presents carrying amount and fair value of each category of financial assets and liabilities as at the year end:

₹ in Lakhs

	Note No.	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Security Deposit	8	110.83	126.58
Investments in Mutual Fund	13	3,000.43	-

	Note No.	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Assets Carried at Amortised Cost			
Loans (other than Security Deposits carried at FVTPL)	8, 17	299.05	710.89
Other Financial Assets	9, 18	3,023.32	665.66
Trade Receivables	14	15,041.48	14,413.51
Cash and Cash Equivalents	15	1,554.45	933.12
Other Bank Balances	16	4,404.29	8,240.88
Total Financial Assets		**27,433.85**	**25,090.64**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	24	8,163.02	7,870.62
Lease Liabilities	22, 25	23,666.91	22,561.92
Other Financial Liabilities (other than Lease Liabilities)	22, 25	2,610.61	47.47
Total Financial Liabilities		**34,440.54**	**30,480.01**

(b) Fair Value Measurement

The fair values of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31st March 2020.

The following methods and assumptions were used to estimate the fair values:

(i) In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

(ii) In respect of security deposit given which are non-interest bearing, the Company has used discounted cash flows to arrive at the fair value as at Balance Sheet date.

(iii) The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

Further, management also assessed the carrying amount of certain loans given at fixed rate which are a reasonable approximation of their fair values and the difference between the carrying amounts and the fair value is not expected to be significant.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classifed its fnancial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

₹ in Lakhs

	As at 31st March 2021	As at 31st March 2021	As at 31st March 2020	As at 31st March 2020
	Level 1	Level 3	Level 1	Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds	3,000.43	-	-	-
Security Deposits	-	110.83	-	126.58
	3,000.43	**110.83**	**-**	**126.58**

47 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Company's senior management that the Company's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and the Company's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Term Deposits with Banks and Investments in Mutual Funds)

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Company's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience with customers. Total revenue from Tata Steel Limited is **₹51,438.13 Lakhs** (31st March 2020: ₹39,495.85 Lakhs) which comprise more than 10% of the total revenue of the Company.

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements. The Company's maximum exposure to credit risk for the components of the Balance Sheet as at 31st March 2021 and 31st March 2020 is the carrying amounts as disclosed in Note 46.

Financial Assets that are Neither Past Due Nor Impaired

None of the Company's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2021 and 31st March 2020. Of the total trade receivables, ₹8,480.89 Lakhs as at 31st March 2021 and ₹9,197.26 Lakhs as at 31st March 2020 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Company's credit period for customers generally ranges from 0 - 45 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

₹ in Lakhs

Period (in days)	31st March 2021	31st March 2020
1-90	5,331.87	4,747.97
91-180	531.85	160.29
More than 180	696.87	307.99
	6,560.59	**5,216.25**

Receivables are deemed to be past due or impaired with reference to the Company's policy on provisioning of receivables. Further, case to case basis are analysed with reference to the customer's credit quality and prevailing market conditions. Receivables that are classified as 'past due' in the above tables are those that have not been settled within the terms and conditions that have been agreed with that customer.

Other than trade receivables, the Company has no significant class of financial assets that is past due but not impaired.

₹ in Lakhs

Reconciliation of Loss Allowance Provision - Trade receivables	As at 31st March 2021	As at 31st March 2020
Opening Balance	-	-
Loss Allowance made during the Year	7.00	-
Closing Balance	**7.00**	**-**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2021

(b) Liquidity Risk:

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and maintains adequate sources of financing.

Maturities of Financial Liabilities

The table below analyse Company's financial liabilities into relavant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flows.

₹ in Lakhs

	As at 31st March 2021				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	8,163.02	-	-	-	8,163.02
Lease Liabilities	7,935.87	13,596.50	5,173.60	524.32	27,230.29
Other Financial Liabilities (other than Lease Liabilities)	2,540.17	33.17	4.37	32.90	2,610.61
	18,639.06	**13,629.67**	**5,177.97**	**557.22**	**38,003.92**

₹ in Lakhs

	As at 31st March 2020				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	7,870.62	-	-	-	7,870.62
Lease Liabilities	6,513.30	12,157.60	7,450.80	739.26	26,860.96
Other Financial Liabilities (other than Lease Liabilities)	8.57	7.78	3.12	30.05	49.52
	14,392.49	**12,165.38**	**7,453.92**	**769.31**	**34,781.10**

(c) Market Risk

i) Foreign Currency Exchange Rate Risk:

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company transacts business in local currency. Accordingly, the Company does not have any exposure to Foreign Currency Risk at the end of the reporting period.

ii) Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company do not have any interest bearing financial liabilities. The Company's interest earning financial assets are loan given to subsidiary and term deposits with banks, which are fixed rate interest bearing investments and accordingly, the Company is not significantly exposed to interest rate risk.

(d) Securities Price Risk

Securities price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded prices. The Company invests its surplus funds in various debt instruments, which mainly comprises liquid schemes of mutual funds. Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.

Securities Price Risk Exposure

The Company's exposure to securities price risk arises from investments in mutual funds held by the Company and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 46.

48 CAPITAL MANAGEMENT

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The Company determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

49. LIST OF RELATED PARTIES AND RELATIONSHIP

(a) Entities with Joint Control of or Significant influence over the Company:

Name	Type	Place of Incorporation
Tata Steel Limited	Joint Venturer	India
IQ Martrade Holding and Management GmbH	Joint Venturer	Germany
NYK Holding (Europe) B.V.	Joint Venturer	Netherlands

(b) The Company has following Subsidiaries and Step-down Subsidiary Companies:-

Name	Type	Place of Incorporation
International Shipping Logistics FZE	Wholly Owned Subsidiary	UAE
TKM Global Logistics Limited	Wholly Owned Subsidiary	India
TKM Global GmbH	Wholly Owned Subsidiary of TKM Global Logistics Limited	Germany
TKM Global China Limited	Wholly Owned Subsidiary of TKM Global Logistics Limited	China

(c) Joint Venture of Entities with Joint Control of or Significant influence over the Company:

Tata NYK Shipping Pte Ltd.
Mjunction Services Limited

(d) The Company has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Year

The Indian Steel and Wire Products Limited
Tata Metaliks Limited
Jamshedpur Continous Annealing & Processing Company Private Limited
Tata Steel Long Products Limited (Formerly Tata Sponge Iron Limited)
The Tinplate Company of India Limited
Tata Steel BSL Limited
Tata Steel Mining Limited
Tata Steel Downstream Products Limited (Formerly Tata Steel Processing and Distribution Limited)

(e) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri	Managing Director (w.e.f. 16th November 2020) Non-Executive Director (till 30th September 2019)
Mr. Ashish Kumar Gupta (till 15th November 2020)	Managing Director
Mr. Dipak Kumar Banerjee (till 16th May 2019)	Independent Director
Mr. Virendra Sinha	Independent Director
Captain Vivek Singh Anand (till 19th October 2020)	Non-Executive Director
Mr. Shinichi Yanagisawa (till 23rd July 2020)	Non-Executive Director
Mr. Sandipan Chakravortty (till 30th September 2019)	Non-Executive Director
Mr. Peeyush Gupta (till 30th September 2019)	Non-Executive Director
Mr. Sandeep Bhattacharya	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director
Ms. Stephanie Sabrina Hahn (w.e.f 16th April 2019)	Non-Executive Director
Mr. Dibyendu Bose (w.e.f 1st October 2019)	Non-Executive Director
Mr. Rajiv Mukerji (w.e.f 1st October 2019)	Non-Executive Director
Mr. Amitabh Panda (w.e.f 1st October 2019)	Non-Executive Director
Mr. Nobuaki Sumida (w.e.f 23rd July 2020)	Non-Executive Director
Captain Amit Wason (w.e.f. 19th October 2020)	Non-Executive Director

(f) Others with which Transactions have taken place during the Current/ Previous Year

Name	Relationship
'TM International Logistics Limited Employees' Provident Fund'	Post Employment Benefit Plan of the Company

50. Particulars of Transactions with Related Parties during the Year and Balances Outstanding at Year-end

₹ in Lakhs

Particulars	Entities with Joint Control of or Significant Influence over the Company	Fellow Subsidiaries	Subsidiaries	Joint Venture of Tata Steel Limited	Total
Transactions					
Rendering of Services	**51,438.13**	**17,411.79**	**76.15**	**284.44**	**69,210.51**
	(39,495.85)	(5,711.54)	(27.50)	(177.34)	(45,412.23)
Receiving of Services	**334.48**	**-**	**405.71**	**-**	**740.19**
	(330.92)	-	(472.87)	-	(803.79)
Interest Income	-	-	**15.38**	**-**	**15.38**
	-	-	(22.85)	-	(22.85)
Loans Given	-	-	**100.00**	**-**	**100.00**
	-	-	(370.00)	-	(370.00)
Dividend Received	-	-	**-**	**-**	**-**
	-	-	(1,260.00)	-	(1,260.00)
Repayment of Loan Given	**-**	**-**	**488.00**	**-**	**488.00**
	-	-	(488.00)	-	(488.00)
Recovery of Expenses	**19,157.79**	**7,020.39**	**1,019.05**	**12,793.80**	**39,991.03**
	(19,780.79)	(5,465.17)	(482.08)	(10,488.76)	(36,216.80)
Reimbursement of Expenses	**-**	**-**	**155.96**	**-**	**155.96**
	-	-	(94.89)	-	(94.89)
Rental Income	**-**	**-**	**1.32**	**-**	**1.32**
	-	-	(29.33)	-	(29.33)
Dividend Paid	**1,000.00**	**-**	**-**	**-**	**1,000.00**
	(1,260.00)	-	-	-	(1,260.00)
Balance Outstanding as at Year-end					
Trade Receivables	**8,473.83**	**5,312.50**	**20.32**	**234.50**	**14,041.15**
	(10,595.78)	(2,526.25)	(87.06)	(50.54)	(13,259.63)
Loans	**-**	**-**	**-**	**-**	**-**
	-	-	(388.00)	-	(388.00)
Advance to Supplier/Service Provider	-	-	**3.27**	**-**	**3.27**
	-	-	(19.86)	-	(19.86)
Trade Payables	**64.38**	**-**	**40.99**	**-**	**105.37**
	(58.20)	-	(78.58)	-	(136.78)
Other Financial Liabilities	**2,415.41**	**103.51**	**-**	**-**	**2,518.92**
	-	-	-	-	-
Security Deposit Given	**0.81**	**-**	**34.75**	**-**	**35.56**
	(0.81)	-	(56.62)	-	(57.43)
Contract Liabilities	**4,114.75**	**1,317.95**	**-**	**1,149.47**	**6,582.17**
	(4,111.53)	(943.40)	(34.07)	(736.86)	(5,825.86)
Prepaid Expenses	-	-	4.01	-	4.01
	-	-	(11.30)	-	(11.30)

Figures in bracket represents transactions with related parties during the Year ended 31st March 2020 and balances as at 31st March 2020

Post Employment Benefit Plans

₹ in Lakhs

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2010
Contribution towards Provident Fund	180.72	110.82

Transactions with Key Management Personnel

₹ in Lakhs

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Short-term Benefits #	306.82	181.67
Post-employment Benefits	-	13.03
Other Long- term Benefits	-	28.83
Balance Outstanding at Year-end		
Short-term Benefits	**3.16**	2.48
Commission Payable to Key Management Personnel	15.00	12.00

Includes Deputation Charges paid to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - ₹84.14 Lakhs (31st March 2020: NIL).

51. CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not been notified as on date. The Company will assess the impact of the Code as and when the same comes into effect and accordingly, record any related impact in the year the Code becomes effective.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April, 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

TKM Global Logistics Limited

CORPORATE INFORMATION

Board of Directors

(As on 1st April, 2021)

Chairman

Mr. Dinesh Shastri

Directors

Mr. Amar Patnaik
Mr. Anand Chand

Committee of Directors

Audit Committee

Mr. Dinesh Shastri (Chairman)
Mr. Anand Chand (Member)
Mr. Amar Patnaik (Member)

Nomination and Remuneration Committee

Mr. Anand Chand (Chairman)
Mr. Dinesh Shastri (Member)
Mr. Amar Patnaik (Member)

Corporate Social Responsibility Committee

Mr. Dinesh Shastri (Chairman)
Mr. Anand Chand (Member)
Mr. Amar Patnaik (Member)

Management Team

Mr. Manish Agarwal- Chief – FF, CHA&IL & Warehousing
Ms. Shabana Khan- Chief - HR & IR

Auditors

Price Waterhouse & Co. Chartered Accountants LLP
Plot No. 56 & 57, Block –DN, Sector V,
Saltlake, Kolkata- 700091

Bankers

CITI Bank
Standard Chartered Bank
HDFC Bank
ICICI Bank

Registered Office

Tata Centre
43, Jawaharlal Nehru Road
Kolkata- 700071
Tel: 91-33-22887051 / 22248485

Corporate Office

7th Floor, Infinity IT Lagoon,
Plot E 2-2/1, Block EP & GP,
Sector – V, Salt Lake,
Kolkata – 700 091

Corporate Identification Number (CIN)

U51109WB1991PLC051941

TKM GLOBAL LOGISTICS LIMITED
DIRECTORS' REPORT

[Pursuant to Section 134(3) of the Companies Act, 2013 and Rule 8 of the Companies Accounts Rules, 2014]

TO THE MEMBERS,

The Directors present the 30th Annual Report of TKM Global Logistics Limited and the Audited Statement of Accounts for the year ended 31st March, 2021.

A. FINANCIAL HIGHLIGHTS

(₹ in millions)

Sl No.	Particulars	31.03.2021	31.03.2020
(a)	Total Income	491.64	928.99
(b)	Less: Operating and Administrative Expenses	478.99	751.55
(c)	Profit before interest, depreciation and taxes	12.65	177.44
(d)	Less: Depreciation	2.85	3.07
(e)	Less: Interest	3.85	6.22
(f)	**Profit before taxes (PBT)**	**6.70**	**168.15**
(g)	Less: taxes (incl. deferred taxes)	5.94	27.55
(h)	**Profit after taxes (PAT)**	**1.05**	**140.60**

1. Dividend

The Board of Directors in their meeting held on 12th April, 2021, had recommended a dividend @₹5.56/- per equity share on the 36,00,000 equity shares of ₹10/- each amounting to ₹2,00,00,000/-(Rupees Two crores only), for the year ended 31st March, 2021.

2. Transfer to reserves

The Company has not transferred any amount to Reserves for the year ended 31st March, 2021.

B. OPERATION AND PERFORMANCE

1. Company Performance

The total income for FY '21 was ₹491.64 million, lower by 47.08% over the previous year's total income of ₹928.99 million in FY '20. The profit after tax (PAT) attributable to shareholders for FY '21 was ₹1.05 million registering a decline of 99.25% over the PAT of ₹140.60 million for FY '20.

2. Operation

During the year, pandemic impacted normal flow of business for major part of the year. Operations were realigned to adapt new normal and ensure business continuity. In the freight forwarding business, the Company achieved air imports volumes of 358 MT. Air exports showed a decline of 69% i.e. from 149 MT to 46 MT.

The Company has handled 100 plus Project Cargo container imports during FY'21 for Tata Steel from Vizag on bundled offering basis.

Sea Export volume of 4418 TEUs from TSBSL which is approximately 33% of the total volume achieved in FY'21.

Strategies were implemented to ensure timely execution by clubbing inputs from resources operating from different locations to serve business from existing customers.
As a way forward for Freight Forwarding division, the Company plans to focus on business from Tata Group in west with import nomination. It also plans to review the overheads and rationalize cost in order to remain competitive in business.

The freight forwarding business of the Company registered a revenue of ₹424.00 million as against last year's revenue of ₹671.12 million.

C. STRENGTHS, WEAKNESSES, OPPORTUNITIES & THREATS

a. Strengths

i. Ability to provide end-to-end logistics solution.
ii. Through network partner ready to provide business solutions in major business geographies in India.
iii. Capable of fulfilling just-in-time supply requirement.
iv. Handling special cargo during this pandemic.

b. Weakness

i. Limited freight buying power as compared to large forwarders.
ii. Absence of robust channel partners / overseas network structure.
iii. Limited ability to consolidate air cargo at pallet level.

c. Opportunities

i. Tata Steel and its group companies including TSBSL, which have huge expansion plans could be tapped for FF business.
ii. Tapping non-Tata customers with high volume during the year in western region.
iii. Project Cargo Handling from Vizag port.

d. Threats

i. Shipping lines directly contacting small /mid-size customers obviating the need for freight forwarders.
ii. Possible development of trading platforms obviating the need for Freight Forwarders.

D. CORPORATE GOVERNANCE

The Company places strong emphasis on Corporate Governance. Good corporate governance is truly the need of the hour as COVID-19 pandemic impacted the business on different levels. The Board, under the guidance and leadership of the Chair, set the tone in relation to the Company's response to a crisis and act to protect the Company's overall performance.

The Committees constituted by the Board of Directors viz., Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee have functioned effectively during the year under review.

Various policies like, Nomination & Remuneration Policy, Whistle Blower Policy for employees & vendors, Risk Management Policy, Corporate Social Responsibility Policy as required under the Companies Act 2013 are in place and are being adhered.

The Company considers its inherent responsibility to disclose timely and accurate information regarding the operations and performance, leadership, and governance of the Company.

1. BOARD OF DIRECTORS

As on 31st March, 2021, the Board comprised of 3 (three) Non-Executive Directors. The composition of the Board of Directors along with the details of the meetings held during the year under review has been attached an as Annexure to this report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013.

During the year under review, till the preparation of Director's Report, the following changes in the Board of Directors were made:

(i) Inductions to Board

Mr. Dinesh Shastri was appointed as Non-Executive Director and Chairman on the Board w.e.f 16th November, 2020.

(ii) Cessations

Mr. Ashish Kumar Gupta- Non-Executive Director resigned from Board w.e.f 15th November, 2020.

(iii) Reappointments (Directors to retire by rotation)

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Anand Chand- Non Executive Director retire by rotation and being eligible has offered himself for re-appointment.

Appropriate resolution seeking members' approval to the aforesaid appointment is appearing in the Notice convening the 30th Annual General Meeting of the Company.

(iv) Independent Directors

As per the Amendment to the rules of Companies (Appointment and Qualification of Director) vide notification dated 5th July, 2017, issued by Ministry of Corporate Affairs, TKM Global Logistics Limited, being a wholly owned subsidiary of TM International Logistics Limited, is exempted from mandatorily appointing an Independent Director in its Board.

2. BOARD MEETINGS

During the financial year ended 31st March, 2021, 4 (four) Board Meetings were held on: 18th May 2020, 10th July 2020, 8th October 2020 and 8th January 2021. The intervening gap between the meetings was within the period prescribed under the Act and notifications provided therein by the Ministry of Corporate Affairs in light of the unprecedented times faced by the companies in India due to COVID 19.

The names of the members of the Board along with the meetings held are provided as an annexure to this Report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

3. COMMITTEES OF THE BOARD OF DIRECTORS

As on 31st March 2021, the Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committees comprised of 3 (three) Non-Executive Directors. The names of the members of the Committees along with the details of the meetings held are provided as an annexure to this Report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

a. Audit Committee

The Committee met 4 (four) times meetings during the financial year ended 31st March, 2021 on: 18th May 2020, 10th July 2020, 8th October 2020 & 8th January 2021.

During the year under review, Mr. Dinesh Shastri- Non Executive Director was appointed as Chairman and member of Audit Committee w.e.f 16th November, 2020 in place of Mr. Ashish Kumar Gupta who resigned from the Board w.e.f 15th November, 2020.

During the financial year, there has been no instance where the Board has not accepted any recommendation of the Committee.

b. Nomination & Remuneration Committee

The Nomination and Remuneration Policy as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company remains unchanged. The same can be accessed at the following link http://www.tkmglobal.com/pdf/NRC-Policy.pdf

During the financial year ended 31st March 2021, 1 (one) Nomination and Remuneration Committee Meeting was held on 18th May 2020.

During the year under review, Mr. Dinesh Shastri- Non Executive Director was appointed as member of Nomination and Remuneration Committee w.e.f 16th November, 2020 in place of Mr. Ashish Kumar Gupta who resigned from the Board w.e.f 15th November, 2020.

c. Corporate Social Responsibility Committee

During the financial year ended 31st March 2021, one (1) CSR Committee meeting was held on 18th May 2020.

During the year under review, Mr. Dinesh Shastri- Non Executive Director was appointed as Chairman and member of Corporate Social Responsibility Committee w.e.f 16th November, 2020in place of Mr. Ashish Kumar Gupta who resigned from the Board w.e.f 15th November, 2020.

The Company spent an amount of ₹13 lakhs in FY 20-21 as against the requirement of ₹12.86 lakhs (i.e. ₹0.14 lakhs over and above the mandatory spend) towards the purchase of COVID-19 masks. The expenditure incurred were in accordance with Schedule VII of the Companies Act, 2013. Annual Report on CSR containing particulars as required under Section 135 of the Act and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been attached as an Annexure to this report. ***(Refer Annexure B-Annual Report on CSR).***

The CSR Policy as approved by the Board of Directors, is in place and being adhered to. The same can be accessed at the following link http://www.tkmglobal.com/pdf/CSR-Policy.pdf

4. DIRECTORS' RESPONSIBILITY STATEMENT

The Company is in compliance with various accounting and financial reporting requirements in respect of the financial statements for the year under review. Pursuant to Section 134(5) of the Companies Act, 2013 and in respect of the Annual Accounts for the year under review, the Directors hereby confirm that:

i. in the preparation of the annual accounts, the applicable accounting standards had been followed with proper explanation relating to material departures;

ii. the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

iii. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv. the directors had prepared the annual accounts on a going concern basis; and

v. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

5. EVALUATION

The Board evaluated the effectiveness of its functioning, that of the Audit, Nomination & Remuneration and CSR Committees and of individual Directors. The manner in which the evaluation has been carried out has been explained in the Nomination and Remuneration Policy as adopted by the Company.

The Board sought the feedback of Directors on various parameters including:

- Degree of fulfillment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.);
- Structure, composition and role clarity of the Board and Committees;
- Extent of co-ordination and cohesiveness between the Board and its Committees;
- Effectiveness of the deliberations and process management;
- Board/Committee culture and dynamics; and
- Quality of relationship between Board Members and the Management.

The evaluation process endorsed the Board Members' confidence in the ethical standards of the Company, cohesiveness amongst the Board Members, constructive relationship between the Board and the Management and the openness of the Management in sharing strategic information to enable Board Members to discharge their responsibilities.

6. AUDITORS

In terms of the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, has been appointed as Statutory Auditors of the Company and shall hold office from the conclusion of the 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting of the Company at a remuneration fixed by the Board of Directors of the Company in consultation with the Auditors.

7. AUDIT OBSERVATIONS & EXPLANATIONS

No qualification, reservation or adverse remark or disclaimer have been made by the Auditor's in their report.

8. PARTICULARS OF EMPLOYEES

The Company has no such employees falling within the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There have been no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's future operations. However, members' attention is drawn to the statement on contingent liabilities, commitments in the notes forming part of the Financial Statements.

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans, guarantees or made any investment as per the provisions of Section 186 of the Companies Act, 2013.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as below:

A. **Conservation of Energy:** The Company is not a major consumer of energy.

B. **Technology Absorption:** Nil

C. **Foreign exchange earnings & outgo:** The foreign exchange earnings in terms of inflows during the year was ₹17.58 million on account of freight, agency fees and others and the foreign exchange outgo during the year in terms of outflows was ₹41.10 million on account of freight and foreign travel.

12. PUBLIC DEPOSITS

The Company has not accepted or renewed any deposit from the public during the year under report.

13. RELATED PARTY DISCLOSURES

During the year under review, the Company did not have any contracts or arrangements with related parties in terms of Section 188(1) of the Companies Act, 2013.

Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 along with the justification for entering into such contracts or arrangements in Form AOC-2 has not been included in the report, as the same is not applicable.

14. ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return is provided as an annexure to this Report. ***(Refer Annexure C- Annual Return)***

15. SECRETARIAL STANDARDS

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

16. INTERNAL FINANCIAL CONTROL & INTERNAL AUDIT

As required under Section 134(3) (q) of the Companies Act 2013 read with Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 and the guidance note issued by the Institute of Chartered Accountant of India, the Company has adopted and implemented Internal Control over Financial Reporting (ICOFR) which commensurate with the size, scale and complexity of the Company's business. The Company confirms having the following in place:

- an Internal Audit System whose reports are reviewed by the Audit Committee;
- orderly and efficient conduct of Company's Business, including adherence to Company's policies;
- procedures to safeguard Company's assets;
- procedures to prevent and detect frauds and errors,
- accuracy and completeness of the accounting records.

E. SUBSIDIARY COMPANIES

The statement pursuant to Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 in respect of the subsidiaries of the Company viz. TKM Global GmbH, Germany and TKM Global China Ltd., China is provided as an annexure to this report. ***(Refer Annexure D- AOC 1)***

There has been no material change in the nature of the business of the subsidiaries.

F. ACKNOWLEDGEMENT

The Directors wish to take the opportunity to place on record their sincere appreciation and gratitude for the continued assistance, support and co-operations extended by all Government Authorities, Banks, Overseas Agents, Clearing Agents, Shipping Lines, Air Lines and other business associates and last but not the least the Members of the Company.

For and on behalf of the Board

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 06879532

Place: Kolkata
Date: 12th April 2021

Declaration regarding Compliance by Board Members and Senior Management Personnel with the Code of Conduct

The Company has adopted the Tata Code of Conduct for the Non Executive Directors. The Code is available on the Company's website www.tkmglobal.com

I confirm that the Company has in respect of the Financial Year ended March 31, 2021, received from Senior Management team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Members of the Management one level below the Board as on March 31, 2021.

Dinesh Shastri
Chairman
DIN: 02069346

Kolkata
12th April 2021

Annexure A

DETAILS OF MEETING OF BOARD & COMMITTEES - FY 2020-21

Meeting of the Board of Directors

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dinesh Shastri**	Chairman	4	1
Mr. Ashish Kumar Gupta*	Chairman	4	3
Mr. Anand Chand	Non- Executive	4	4
Mr. Amar Patnaik	Non- Executive	4	4

Meeting of the Audit Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dinesh Shastri**	Chairman	4	1
Mr. Ashish Kumar Gupta*	Chairman	4	3
Mr. Anand Chand	Non- Executive	4	4
Mr. Amar Patnaik	Non- Executive	4	4

Meeting of the Nomination & Remuneration Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Anand Chand	Chairman	1	1
Mr. Dinesh Shastri**	Non- Executive	1	0
Mr. Ashish Kumar Gupta*	Non- Executive	1	1
Mr. Amar Patnaik	Non- Executive	1	1

Meeting of the Corporate Social Responsibility Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dinesh Shastri**	Chairman	1	0
Mr. Ashish Kumar Gupta*	Chairman	1	1
Mr. Anand Chand	Non- Executive	1	1
Mr. Amar Patnaik	Non- Executive	1	1

**Resigned from directorship during the year.*
*** Appointed in Board/Committee during the year.*

Annexure B

Annual Report on CSR Activities to be included in the Board's Report
For Financial Year Commencing on or After 1st Day of April, 2021

1. Brief outline on CSR Policy of the Company- TKM's CSR activities are designed to promote sustainable and equitable development so as to improve the quality of life of people in the communities in and around the geographies we operate. This year the focus has been on purchase and distribution of face masks in relation to Covid 19.

2. Composition of CSR Committee as on 31st March, 2021:

Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
Mr. Dinesh Shastri – appointed w.e.f 16th November, 2020	Chairman	1	0
Mr. Anand Chand	Non Executive Director	1	1
Mr. Amar Patnaik	Non Executive Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company- http://www.tkmglobal.com/policy.html
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
FY 20-21	0.14 lakhs	Nil
Total		

6. Average net profit of the company as per section 135(5). ₹**6,43,17,293/-**
7. (a) Two percent of average net profit of the company as per section 135(5)- ₹**12.86 lakhs**
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years-**NIL**
(c) Amount required to be set off for the financial year, if any- **Nil**
(d) Total CSR obligation for the financial year (7a+7b-7c).
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
13 lakhs	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**

b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No).	Location of the project.		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation – Direct (Yes/No)	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration no.
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Annexure B

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/ No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR Registration no.
1	Setting up of education cafe through tablets and TV (Mobile based education)	Education	Yes	Paradip		8.50	No	AAS Vidayalaya	Not applicable for FY 20-21
2	Feeding 2200 children in the pandemic crisis- Covid 19	Community	Yes	Kolkata		3.50	No	CRY	
3	Distribution of facemask- Covid 19	Health	Yes	Kolkata		1.65	No	CRY	
4	Distribution of facemask- Covid 19	Health	Yes	Kolkata		5.22	Yes	Direct	
5	Distribution of facemask at various locations (Expense booked under Corporate office, Kolkata) - Covid 19	Health	Yes	Kolkata		22.79	Yes	Direct	
6	Distribution of sanitizer and other items- Covid 19	Health	Yes	Paradip		1.12	Yes	Direct	
7	Distribution of Covid-19 items and Ex-Gratia Amount to Randstad Employees	Health	Yes	Kolkata		0.07	No	Agency Team HO	
8	Ex Gratia Payment to Randstad Employees-Covid-19	Health	Yes	Jamshedpur		2.45	Yes	Direct	
9	Providing Tarpaulin, water tanks, Honda Spray Machine Haldia Municipality- Amphan cyclone	Health	Yes	Haldia		5.64	Yes	Direct	
10	Adopt a Mother & Child Programme at South Parganas	Health	Yes	Kolkata		5.00	No	CINI	
					TOTAL (A)	**55.94**			
11	Ex- Gratia Payment to employees- Covid 19	Health		Kolkata, Paradip		0.36	Yes	Direct	Not applicable for FY 20-21
12	Relief distribution to local community- Amphan Cyclone	Community		Haldia, Kolkata		7.00	No	Team Haldia	
13	Fencing of garden (Haldia Police station) - Amphan Cyclone	Construction		Haldia		1.75	No	Haldia Development Authority	
14	Construction of New School Building for Backward Village	Construction		Chennai		2.00	No	Garmya Seva Samiti	
15	Installation of rooftop solar panels at Khelaghar Badu to provide power to library, admin, additional dormitory, vocational training centre and 5 nos. of street lights	Education		Kolkata		0.90	No	Khelaghar Badu	
16	Construction of New School Building at Raepara Balika Vidalaya	Contruction		Haldia		15.82	No	Raepara Balika Vidalaya	
17	Distribution of face masks and sanitizer- Covid 19	Health		Paradip, Kolkata		9.73	Yes	Direct	
18	Adoption of animal (neel gai) and taking care of the same	Community		Jamshedpur		2.00	No	Tata Steel Zoological Park	
19	Distribution of bench set to support education of underpriviledge students	Education		Kolkata		0.50	No	Rotary club	
20	Payment for Safe drinking water project (Residual payment for the project undertaken in FY 2019-20)	Health		IIT Kharagpur		1.65	No	IIT Kharagpur	
21	Expense on Society for Indian Children's Welfare (SICW) for education of underprivileged children	Education		Kolkata		2.44	No	SICW	
22	Miscellaneous expense to buy additional Tablets for children in Paradip education project	Education		Paradip		0.15	No	AAS Vidayalaya	
					TOTAL (B)	**44.30**			
					TMILL STANDALONE (A+B)	**100.24**			
					TKM STANDALONE	**12.88**			
					TOTAL TMILL GROUP	**113.12**			

(d) Amount spent in Administrative Overheads- **Not Applicable**

(e) Amount spent on Impact Assessment, if applicable- **Not Applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- ₹**13 lakhs**

(g) Excess amount for set off, if any

Annexure B

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹12.86 lakhs
(ii)	Total amount spent for the Financial Year	₹13 lakhs
(iii)	Excess amount spent for the financial year [(ii)-(i)]	₹0.14 lakhs
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹0.14 lakhs

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details).**

(a) Date of creation or acquisition of the capital asset(s).- **Not Applicable**

(b) Amount of CSR spent for creation or acquisition of capital asset.- **Not Applicable**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - **Not Applicable**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).- **Not Applicable**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).- **Not Applicable**

On behalf of the Board

Kolkata,12th April, 2021

Dinesh Shastri
Chairman
DIN : 02069346

Anand Chand
Director
DIN : 06879532

Annexure C

MGT -9

A. Extract of Annual Return as on Financial Year ended 31st March, 2021

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

I. Registration and other details:

i. CIN Number of the Company: **U51109WB1991PLC051941**
ii. Registration Date: **5th June, 1991**
iii. Name of the Company: **TKM Global Logistics Limited**
iv. Category/ Sub-category of the Company: **Freight Forwarding and Warehousing Services**
v. Address of Registered office and contact details: **'Tata Centre' 43, Jawaharlal Nehru Road, Kolkata – 700 071.**
vi. Whether listed company: **No**
vii. Name, Address and contact details of Registrar and Transfer Agent: **N.A.**

II. Principal Business Activity of the Company:

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

Sr. No.	Name and Description of main products/ services	NIC Code of the product/ service	Percentage to total turnover of the company
1.	Freight Forwarding	DIV 52 Group 522	92%
2.	Warehousing, Material Handling and others	DIV 52 Group 521	8%

III. Particulars of Holding, Subsidiary and Associate Companies:

Sr. No.	Name of the Company	CIN	Holding/ Subsidiary/ Associate	Percentage of shares held	Applicable Section
1.	TM International Logistics Limited	U63090WB2002PLC094134	Holding Company	100%	S.2(46)
2.	TKM Global GmbH	N.A.	Subsidiary Company	100%	S. 2(87)
3.	TKM Global China Ltd.	N.A.	Subsidiary Company	100%	S. 2(87)

IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity)

i. Category wise shareholding

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2020				No. of Shares held at the end of the year 31.03.2021				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	6	6	-	-	6	6	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	35,99,994	35,99,994	100	-	35,99,994	35,99,994	100	-
e) Banks/FIs	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total: (A)(1)	**-**	**36,00,000**	**36,00,000**	**100**	**-**	**36,00,000**	**36,00,000**	**100**	**-**
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FIs	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total: (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	**0**	**36,00,000**	**36,00,000**	**100**	**0**	**36,00,000**	**36,00,000**	**100**	**-**

Annexure C

A.	**Public Shareholding**									
(1)	**Institutions**									
i.	Mutual Funds	-	-	-	-	-	-	-	-	-
ii.	Banks/FIs	-	-	-	-	-	-	-	-	-
iii.	Central Govt.	-	-	-	-	-	-	-	-	-
iv.	State Govt.(s)	-	-	-	-	-	-	-	-	-
v.	Venture Capital Funds	-	-	-	-	-	-	-	-	-
vi.	Insurance Companies	-	-	-	-	-	-	-	-	-
vii.	FIIs	-	-	-	-	-	-	-	-	-
viii.	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
ix.	Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total: (B)(1)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
(2)	**Non-Institutions**									
a)	Bodies Corp.	-	-	-	-	-	-	-	-	-
i.	Indian	-	-	-	-	-	-	-	-	-
ii.	Overseas	-	-	-	-	-	-	-	-	-
b)	Individuals	-	-	-	-	-	-	-	-	-
i.	Individual shareholders holding nominal share capital upto ₹1 lakh	-	-	-	-	-	-	-	-	-
ii.	Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-
c)	Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total: (B)(2)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	
Total public shareholding (B) = (B)(1) + (B)(2)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	
C.	**Shares held by custodian for GDRs & ADRs**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Grand Total (A+B+C)		**0**	**36,00,000**	**36,00,000**	**100**	**0**	**36,00,000**	**36,00,000**	**100**	**-**

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2020			Shareholding at the end of the year 31.03.2021			% change in share-holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	TM International Logistics Ltd.	35,99,994	100	0	35,99,994	100	0	0
2.	TM International Logistics Ltd. j/w Mr. Ashish Kumar Gupta	1	0	0	0	0	0	0
3.	TM International Logistics Ltd. j/w Mr. Dinesh Shastri	0	0	0	1	0	0	0
4.	TM International Logistics Ltd. j/w Ms. Jyoti Purohit	1	0	0	1	0	0	0
5.	TM International Logistics Ltd. j/w Mr. Amit Kumar Sau	1	0	0	1	0	0	0
6.	TM International Logistics Ltd. j/w Mr. Anand Chand	1	0	0	1	0	0	0
7.	TM International Logistics Ltd. j/w Mr. Manish Agarwal	1	0	0	1	0	0	0
8.	TM International Logistics Ltd. j/w Mr. K. L. Bhowmick	1	0	0	1	0	0	0

Annexure C

iii. Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year 01.04.2019		Cumulative Shareholding during the year 31.03.2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	36,00,000	100	36,00,000	100
2.	Date-wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
3.	At the end of the year	36,00,000	100	36,00,000	100

iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and holders of GDRs and ADRs)

NIL

v. Shareholding of Directors and Key Managerial Personnel

None of the Directors holds any shares of the Company. The Company does not have any Key Managerial Personnel. As on 31st March 2021, Mr. Anand Chand (Director) & Mr. Dinesh Shastri (Chairman), holds 1 share each jointly with TMILL.

V. Indebtedness

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

	Secured Loans excluding deposits	Unsecured Loans (In ₹)	Deposits (In ₹)	Total Indebtedness (In ₹)
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	**38,800,000**	NIL	**38,800,000**
ii) Interest due but not paid		NIL		NIL
iii) Interest accrued but not due		NIL		NIL
Total (i+ii+iii)	**NIL**	**38,800,000**	**NIL**	**38,800,000**
Change in Indebtedness during the financial year				
• Addition	NIL	10,000,000	NIL	10,000,000
• Reduction		48,800,000		48,800,000
Net Change	**NIL**	**(38,800,000)**	**NIL**	**(38,800,000)**
Indebtedness at the				
end of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	**NIL**	**NIL**	**NIL**	**NIL**

Annexure C

1. **Remuneration of Directors and Key Managerial Personnel**

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

The Company does not have any Managing Director, Whole-time Directors and/or Manager.

B. **Remuneration to other Directors**

No sitting fees or commission was paid to any directors.

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

The Company does not have any Key Managerial Personnel.

2. **Penalties/ Punishment/ Compounding of Offences**

No penalties/punishment/compounding of offences has been imposed on the Company by any government authorities during the year under review.

Annexure D

Form AOC - 1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

[Pursuant to first proviso to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

Amount (In ₹millions)

	Particulars	1	2
1	Name of the subsidiary	**TKM Global GmbH, Germany**	**TKM Global China Limited**
2.	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	1 EUR = INR 86.0990	1 RMB = INR 10.1656
4.	Share capital	2.71	43.88
5.	Reserves & surplus	1,959.28	1.53
6.	Total Assets	2,293.74	78.23
7.	Total Liabilities	2,293.74	78.23
8.	Investments	-	-
9.	Turnover	510.22	221.91
10.	Profit before taxation	53.53	(1.17)
11.	Provision for taxation	15.76	0.07
12.	Profit after taxation	37.77	(1.23)
13.	Proposed Dividend	-	-
14.	% of shareholding	100% Shareholding of TKM Global Logistics Limited.	100% Shareholding of TKM Global Logistics Limited.

Part "B": Associates and Joint Ventures

The Company does not have any joint ventures or associates as on 31st March, 2021. Hence, there is nothing to report in this regard.

TKM GLOBAL LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of TKM Global Logistics Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying Financial Statements of TKM Global Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

2. 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its total comprehensive income (comprising of profit and other comprehensive income), its changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 together with the ethical requirements that are relevant to our audit of the Financial Statements 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the Financial Statements and our auditor's report thereon.

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

   In connection with our audit of the 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 this 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

5. 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of theaccounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting fromfraud is higher than for one resulting fromerror, as fraudmay involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

9. 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.

10. 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.

Report on other legal and regulatory requirements

11. 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 B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(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 as at March 31, 2021 on its financial position in its Financial Statements. Refer Note 42 to the Financial Statements.

   ii. The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2021. Refer Note 48 to the Financial Statements.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2021. Refer Note 49 to the Financial Statements.

   iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021.

13. The provisions of Section 197 read with Schedule V to the Act are applicable to the Company. The Company has not paid/ provided for any managerial remuneration during the year.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAAV8924
Kolkata
April 12, 2021

TKM GLOBAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12 (f) of the Independent Auditors' Report of even date to the members of TKM Global Logistics Limited on the Financial Statements for the year ended March 31, 2021

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to Financial Statements of TKM Global Logistics Limited ("the Company") as of March 31, 2021 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

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness ofinternal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks ofmaterial misstatement of the Financial Statements, whether due to fraud or error.

5. 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 with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements 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 amaterial effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2021, 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 Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/ E-300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAAV8924

Kolkata
April 12, 2021

TKM GLOBAL LOGISTICS LIMITED

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11 of the Independent Auditors' Report of even date to themembers of TKM Global Logistics Limited on the Financial Statements as of and for the year ended March 31, 2021

i. (a) The Company ismaintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

(b) The fixed assets of the Company have been physically verified by the Management during the year and nomaterial discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of immovable properties, as disclosed in Note 4 on Property, Plant and Equipment to the Financial Statements, are held in the name of the Company.

ii. The Company is in the business of rendering services, and consequently, does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.

iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.

v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. The Central Government of India has not specified the maintenance of cost records under subsection (1) of Section 148 of the Act for any of the products of the Company.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of professional tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, service tax, duty of customs , duty of excise , value added tax, cess, goods and service tax and other material statutory dues, as applicable, with the appropriate authorities. Further, for the period April 1, 2020 to May 30, 2020, the Company has paid Goods and Service Tax and filed GSTR 3B after the due date but within the timelines allowed by Central Board of Indirect Taxes and Customs under the Notification Number 31/2020 dated April 3, 2020 and Notification Number 36/2020 dated April 3, 2020 respectively on fulfilment of conditions specified therein.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales-tax, duty of customs, duty of excise, value added tax and goods and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax and service tax as at March 31, 2021 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	6,677.63	FY 2005-06 to FY 2009-10	Customs, Excise & Service Tax Appellate Tribunal
Income-Tax Act, 1961	Income Tax	120.61	FY 2010-11	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	100.71	FY 2011-12	Income Tax Appellate Tribunal

viii. As the Company does not have any loans or borrowings from any financial institution or bank or Government, nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the Company.

ix. In our opinion, and according to the information and explanations given to us, the moneys raised by way of term loans have been applied for the purposes for which they were obtained. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments).

x. 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 explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. The Company has not paid / provided any managerial remuneration and accordingly reporting under clause 3(xi) of the said order is not applicable. Also refer paragraph 13 of our main audit report.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/ E-300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAAV8924

Kolkata
April 12, 2021

Balance Sheet as at 31st March, 2021

	Particulars	Note	As at 31st March 2021 ₹ in Lakhs	As at 31st March 2020 ₹ in Lakhs
	ASSETS			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	575.48	598.31
	(b) Intangible Assets	4	5.14	4.48
	(c) Financial Assets			
	(i) Investments	5	549.42	549.42
	(ii) Loans	6	40.90	60.43
	(iii) Other Financial Assets	7	32.69	200.35
	(d) Non-current Tax Asset (Net)	8	766.75	1,027.33
	(e) Deferred Tax Assets (Net)	35	62.92	102.34
	(f) Other Non-current Assets	9	0.07	6.96
	Total Non-current Assets		**2,033.37**	**2,549.62**
(2)	**Current assets**			
	(a) Financial Assets			
	(i) Loans	10	23.67	7.77
	(ii) Trade Receivables	11	1,118.76	1,749.90
	(iii) Cash and Cash Equivalents	12	373.29	86.71
	(iv) Other Bank Balances	13	17.93	15.13
	(v) Other Financial Assets	14	87.82	137.42
	(b) Other Current Assets	15	131.03	178.56
	Total Current Assets		**1,752.50**	**2,175.49**
	TOTAL ASSETS		**3,785.87**	**4,725.11**
	EQUITY AND LIABILITIES			
	EQUITY			
	(a) Equity Share Capital	16	360.00	360.00
	(b) Other Equity	17	2,560.61	2,534.01
	Total Equity		**2,920.61**	**2,894.01**
	LIABILITIES			
	(1) Non-current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	18	-	40.00
	(ii) Other Financial Liabilities	19	64.46	244.58
	(b) Provisions	20	108.33	133.95
	(c) Other Non-current Liabilities	21	0.91	6.46
	Total Non-current Liabilities		**173.70**	**424.99**
	(2) CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	22	-	300.00
	(ii) Trade Payables	23		
	a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		14.13	-
	b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		479.86	799.27
	(iii) Other Financial Liabilities	24	79.03	182.75
	(b) Provisions	25	46.27	65.29
	(c) Other Current Liabilities	26	72.15	58.68
	(d) Current Tax Liabilities (Net)	27	0.12	0.12
	Total Current Liabilities		**691.56**	**1,406.11**
	Total Liabilities		**865.26**	**1,831.10**
	Total Equity and Liabilities		**3,785.87**	**4,725.11**

The above Balance Sheet should be read in conjunction with the accompanying Notes.
This is the Balance Sheet referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration No. 304026E / E300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2021

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 6879532

Statement of Profit and Loss for the year ended 31st March, 2021

	Particulars	Note	For the Year ended 31st March 2021 ₹ in Lakhs	For the Year ended 31st March 2020 ₹ in Lakhs
I.	**Revenue from Operations**	28	4,824.37	7,507.86
II.	**Other Income**	29	91.99	1,781.99
III.	**Total Income (I +II)**		**4,916.36**	**9,289.85**
IV.	**IV. Expenses**			
	Operating Expenses	30	3,964.23	6,489.35
	Employee Benefits Expense	31	667.80	750.64
	Finance Costs	32	38.53	62.21
	Depreciation and Amortisation Expenses	4	28.53	30.74
	Other Expenses	33	157.88	275.37
	Total Expenses		**4,856.97**	**7,608.31**
V.	**Profit Before Tax (III-IV)**		**59.39**	**1,681.54**
VI.	**Income Tax Expense:**		**48.85**	**275.50**
	(1) Current Tax		7.00	298.31
	(2) Deferred Tax	35	39.42	(22.07)
	(3) Income Tax for earlier years		2.43	(0.74)
VII.	**Profit for the Year (V-VI)**		**10.54**	**1,406.04**
VIII.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurement of Post-Employment Defined Benefit Plans		21.70	(34.59)
	(2) Income Tax on Above		(5.64)	10.07
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**26.60**	**1,381.52**
X.	**Earning per Equity Share**	36		
	(1) Basic		**0.29**	39.06
	(2) Diluted		**0.29**	39.06

The above Statement of Profit and Loss should be read in conjunction with the accompanying Notes.
This is the Statement of Profit and Loss referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration No. 304026E / E300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2021

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 6879532

Statement of Changes in Equity for Year ended 31st March 2021

A. Equity Share Capital (Refer Note 16)	Amount ₹ in Lakhs
Balance as at 1st April 2019	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2020	**360.00**
Balance as at 1st April 2020	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	**360.00**

B. Other Equity (Refer Note 17)	General Reserves ₹ in Lakhs	Retained Earnings ₹ in Lakhs	Total ₹ in Lakhs
Balance as at 1st April 2019	**5.64**	**2,406.85**	**2,412.49**
Profit for the Year	-	1,406.04	1,406.04
Other Comprehensive Income for the Year	-	(24.52)	(24.52)
Dividend Paid	-	(1,260.00)	(1,260.00)
Balance as at 31st March 2020	**5.64**	**2,528.37**	**2,534.01**
Balance as at 1st April 2020	**5.64**	**2,528.37**	**2,534.01**
Profit for the Year	-	**10.54**	**10.54**
Other Comprehensive Income for the Year	-	**16.06**	**16.06**
Balance as at 31st March 2021	**5.64**	**2,554.97**	**2,560.61**

The above Statement of Changes in Equity should be read in conjunction with the accompanying Notes.
This is the Statement of Changes in Equity referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number : 060466

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 6879532

Place : Kolkata
Date : April 12, 2021

TKM TM ISL
TMILL Group of Companies

Cash Flow Statement for the year ended 31st March, 2021

Sl. No.	Particulars	Note No.	For the year ended 31st March 2021 ₹ in Lakhs	For the year ended 31st March 2020 ₹ in Lakhs
A.	**Cash Flows from Operating Activities**			
	Net Profit before Tax		59.39	1,681.54
	Adjustments for:			
	Depreciation and Amortisation Expense	4	28.53	30.74
	Finance Costs	32	38.53	62.21
	Dividend Income from Mutual Funds	29	-	(2.55)
	Dividend Income from Subsidiary	29	-	(1,563.90)
	Lease Rental Income	29	-	(23.99)
	Interest on IT refund	29	(16.76)	(103.50)
	Liabilities no Longer Required Written Back	29	(38.06)	(18.68)
	Provision for Doubtful Debts Written Back	29	(0.52)	(16.87)
	Interest Income	29	(30.27)	(42.90)
	(Gain)/Loss on Disposal of Property, Plant and Equipment(Net)	33	0.85	2.03
	Operating Profit before Changes in Operating Assets and Liabilities		**41.69**	4.13
	Changes in Operating Assets and Liabilities			
	(Increase)/Decrease in Trade Receivables		631.65	40.58
	(Increase)/Decrease in Loans		3.63	19.94
	(Increase)/Decrease in Other Assets		54.41	(58.34)
	Increase/(Decrease) in Trade Payables		(272.69)	18.19
	Increase/(Decrease) in Other Financial Liabilities		(21.87)	2.55
	Increase/(Decrease) in Provisions		(22.95)	(8.57)
	Increase/(Decrease) in Other Liabilities		7.91	4.98
	Cash Generated from Operations		**421.78**	23.46
	Income Taxes Received/(Paid) (Net of Refunds)		262.26	(318.89)
	Net Cash Generated (used in)/from Operating Activities		**684.04**	(295.43)
B.	**Cash Flows from Investing Activities**			
	Purchase of Investments		-	(2,799.93)
	Sale of Investments		-	2,801.32
	Payments for Placing of Deposits with Banks	13	(1.02)	(1.10)
	Interest Received	29	5.95	1.87
	Dividends Received from Subsidiary	29	-	1,563.90
	Dividends Received from Mutual Funds	29	-	2.55
	Payments for Acquisition of Property, Plant and Equipment		(7.22)	(2.01)
	Proceeds on Disposal of Property, Plant and Equipment		-	1.94
	Net Cash Generated (used) in/from Investing Activities		**(2.29)**	1,568.54
C.	**Cash Flows from Financing Activities**			
	Repayment of Borrowings		(488.00)	(488.00)
	Proceeds from Borrowings	22	100.00	370.00
	Dividend Paid to Holding Company		-	(1,260.00)
	Lease Rental Received		115.48	145.50
	Lease Rental Paid		(107.26)	(137.70)
	Interest Paid		(15.39)	(22.85)
	Net Cash (used)/from in Financing Activities		**(395.17)**	(1,393.05)
	Net Increase in Cash and Cash Equivalents (A+B+C)		**286.58**	(119.94)
	Cash and Cash Equivalents at the Beginning of the Year	12	86.71	206.65
	Cash and Cash Equivalents at the End of the Year	12	**373.29**	86.71

Note:
The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7 'Statement of Cash Flows'.
The accompanying Notes form an integral part of the Cash Flow Statement.

This is the Cash Flow Statement referred to in our Report of even date.
For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number : 060466

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 6879532

Place : Kolkata
Date : April 12, 2021

1. COMPANY BACKGROUND

TKM Global Logistics Limited ('TKM' or 'the Company') is an unlisted public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. TKM is a wholly owned subsidiary of TM International Logistics Limited (TMILL), which is a joint venture between TATA Steel Limited (51%), IQ Martrade of Germany (23%) and Nippon Yusen Kaisha - NYK (26%). TKM is a logistics and supply chain service provider and mainly in the business of freight forwarding and material handling.

The Condensed Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 12, 2021.

2. SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these Financial Statements. These policies have been consistently applied to all the period presented, unless otherwise stated. These Financial Statements are the separate financial statements of the Company.

2.1 Basis for preparation

(i) Compliance with Ind AS

The Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical Cost Convention

The Financial Statements have been prepared on a historical cost basis, except for the following:

i) certain financial assets and liabilities which are measured at fair value;
ii) defined benefit plans - plan assets measured at fair value.

(iii) Current versus Non-current Classification

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification.

An asset is treated as current when it is:
- expected to be realised or intended to be sold or consumed in normal operating cycle,
- held primarily for the purpose of trading,
- expected to be realised within twelve months after the reporting period, or
- cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:
- it is expected to be settled in the normal operating cycle,
- it is held primarily for the purpose of trading,
- it is due to be settled within twelve months after the reporting period, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

2.2. Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the Statement of Profit and Loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

Gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the Statement of Profit and Loss.

Depreciation Method and Estimated Useful Lives

Depreciation on property, plant and equipment is calculated on a pro-rata basis using the straight-line method to allocate their cost, over their estimated useful lives in accordance with Schedule II to the Act, except in respect of Vehicles and certain Plant and Equipments, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

The estimated useful lives for the main categories of property, plant and equipment are:

Type of Asset	Estimated Useful life
Non-Factory Building	60 years
Plant and Equipment	7 -15 years
Vehicles-Four Wheelers	8 years
Vehicles-Two Wheelers	10 years
Office Equipment	5 years
Computers (included in Office Equipment)	3 years
Furniture and Fixtures	10 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in Statement of Profit and Loss within 'Other Income'/'Other Expenses'. Advances paid towards the acquistion of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances'.

2.3. Intangible Assets

Software for internal use, which is primarily acquired from third-party vendors is capitalised. It has a finite useful life and are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of software includes license fees and cost of implementation/system integration services, where applicable.

Amortisation Method and Period

Intangible assets are amortised over a period of 3years. Amortisation is recognised on a straight-line basis over their estimated useful lives. Amortisation method and useful lives are reviewed periodically including at each financial year end.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, is recognised in Statement of Profit and Loss when the asset is derecognised.

2.4. Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior periods. A reversal of an impairment loss is recognised in the Statement of Profit and Loss immediately.

2.5. Leases

As A Lessee

The Company has adopted modified retrospective simplified approach and accordingly Company has recognised right-of-use asset at a value equal to the lease liability on the transition date. In the case of sub-lease, which has been classified as finance lease as per Ind AS 116, the Company has derecognised the right-of-use asset relating to the head lease that it transferred to the sub-lessee and recognised the net investment in the sub-lease.

As A Lessor

Rental income from operating leases is recognised in the Statement of Profit and Loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight-line basis over the lease term.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Company under residual value guarantees
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third party financing, and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Variable lease payments that depend on sales are recognised in profit or loss in the period in which the condition that triggers those payments occurs.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

2.6. Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

A. Investment in Subsidiaries

Investments in subsidiaries are stated at cost less provision for impairment loss, if any. Investments are tested for impairment wherever event or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of investments exceeds its recoverable amount.

B. Investments (Other than Investments in Subsidiaries) and Other Financial Assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

For assets measured at fair value, gains and losses is either recorded in the statement of profit and loss or other comprehensive income. For investments in debt instruments, this depends on the business model in which the investment is held. For investments in equity instruments, this depends on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies the debt investments when and only when the business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at fair value through profit or loss are recognised as expense in the Statement of Profit and Loss.

<u>Debt Instruments</u>

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instrument as amortised cost measurement categories. Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired.

<u>Equity Instruments</u>

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Changes in the fair value of financial assets at fair value through profit or loss are recognised in 'Other Income' in the Statement of Profit and Loss.

(iii) Impairment of Financial Assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets which are not fair valued through profit or loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109, 'Financial Instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Derecognition of Financial Assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Fair Value of Financial Instruments

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

(vi) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2.7. Trade Receivables

Trade receivables are amounts due from customers for services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.8. Cash and Cash Equivalents

For the purpose of presentation in the Cash Flow Statement, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.9. Trade Payables

Trade Payables represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, where the time value of money is significant.

2.10. Employee Benefits

A. Short-term Employee Benefits

Liabilities for short-term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented under 'Trade Payables-Current' in the Balance Sheet.

B. Post-employment Benefits

i) Defined Benefit Plans

The liability or asset recognised in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated at year-end by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in 'Employee Benefits Expense' in the Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. These are included in 'Retained Earnings' in the Statement of Changes in Equity.

ii) Defined Contribution Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period in which the employee has rendered the service.

C. Other Long-term Employee Benefits

The liabilities for leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at year-end by actuaries as the present value of expected future benefits in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented under Provisions for Employee Benefits within 'Provisions' in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.11. Income Tax

The income tax expense for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax credits and to unused tax losses.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill.

Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction impacts neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences, tax credits and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax are recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, if any. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.12. Provisions and Contingencies

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.13. Revenue recognition

Revenue from contracts with customers are recognised when services promised in the contract are transferred to the customer. The amount of revenue recognised depicts the transfer of promised services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the services rendered.

<u>Sale of Services and Other Operating Revenue</u>

Revenue from sale of services and other operating revenue are recognised when services are transferred to the customer i.e. when the Company satisfies the performance obligation with respect to the services being rendered, risk of loss have been transferred to the customer and either the customer has accepted the services in accordance with the contract or the acceptance provisions have elapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from sale of services are recognised based on the price specified in the contract, which is fixed. No element of financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period, which is consistent with the market practices. A receivable is recognised when the services are transferred, as this is the point in time that the consideration is unconditional because only passage of time is required before payment is due.

The Company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

<u>Interest income</u>

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

<u>Dividend income</u>

Dividend is recognised as other income in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

2.14. Foreign currency transactions and translation

Functional and Presentation Currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Financial Statements are presented in Indian Rupee (₹), which is the Company's functional and presentation currency.

<u>Transactions and Balances</u>

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. At the period-end, monetary assets and liabilities denominated in foreign currencies are restated at the year-end exchange rates. Exchange differences arising from settlement of foreign currency transactions and from the period-end restatement are recognised in the Statement of Profit and Loss on a net basis within 'Other Income'/'Other Expenses'.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates prevailing at the date when the fair value was determined. Non-monetary items that are measured at fair value in a foreign currency are translated using the

Notes forming part of the Financial Statements for the year ended 31st March, 2021

exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.15 Borrowing Costs

Borrowings costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.16 Earnings per Share

Basic Earnings per Share

Basic earnings per equity share is computed by dividing profit or loss attributable to owners of the Company by the weighted average number of equity shares outstanding during the period.

Diluted Earnings per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

3. USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGMENTS

The preparation of Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Financial Statements and the reported amounts of revenues and expenses for the periods presented. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods impacted.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each impacted line item in the Financial Statements.

The areas involving critical estimates or judgements are:

A. Employee Benefits (Estimation of Defined Benefit Obligation)

Post-employment benefits represents obligation that will be settled in the future and require assumptions to project benefit obligations. Post-employment benefit accounting is intended to reflect the recognition of future benefit cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made. The accounting requires the company to make assumptions regarding variables such as discount rate, rate of compensation increase and future mortality rates. Changes in these key assumptions can have a significant impact on the defined benefit obligations funding requirements and benefit costs incurred.

B. Estimation of Expected Useful Lives and Residual Values of Property, Plants and Equipment

Management reviews its estimate of useful lives of property, plant and equipments at each reporting date, based on the expected utility of the assets.

Uncertainties in these estimates relate to technical and economic obsolescense that may change the utility of property, plant and equipment.

C. Impairment of Trade Receivables

Impairment of trade receivables is primarily estimated based on prior experience with and the past due status of receivables based on factors that include ability to pay and payment history. The assumptions and estimates applied for determining the provision for impairment are reviewed periodically.

D. Contingencies

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Company consults with legal counsel and certain other experts on matters related to litigations. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

E. Deferred Taxes

Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax bases that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimizing measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

4. PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

₹ in Lakhs

	As at March 2021	As at March 2020
Net Carrying amount of :		
Building	556.38	567.56
Plant and Equipments	3.19	3.92
Furniture and Fixtures	3.07	8.22
Vehicles	8.80	12.76
Office Equipments	4.04	5.85
Total Property, Plant and Equipment	**575.48**	**598.31**
Softwares	5.14	4.48
Total Intangible Assets	**5.14**	**4.48**

₹ in Lakhs

	Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipments	Softwares	Total Intangible Assets
Gross Carrying Amount as at 1st April 2020	623.62	7.01	32.67	19.30	14.59	**697.19**	18.14	**18.14**
Additions	-	-	-	-	3.03	**3.03**	4.18	**4.18**
Disposals	-	0.44	0.41	-	6.79	**7.64**	-	**-**
Gross Carrying Amount as at 31st March 2021	**623.62**	**6.57**	**32.26**	**19.30**	**10.83**	**692.58**	**22.32**	**22.32**
Accumulated Depreciation/ Amortisation as at 1st April 2020	56.06	3.09	24.45	6.54	8.74	**98.88**	13.66	**13.66**
Charge for the Year	11.18	0.62	5.14	3.96	4.11	**25.01**	3.52	**3.52**
Disposals	-	0.33	0.40	-	6.06	**6.79**	-	**-**
Accumulated Depreciation/ Amortisation as at 31st March 2021	**67.24**	**3.38**	**29.19**	**10.50**	**6.79**	**117.10**	**17.18**	**17.18**
Net Carrying Amount at the beginning of the Year	**567.56**	**3.92**	**8.22**	**12.76**	**5.85**	**598.31**	**4.48**	**4.48**
Net Carrying Amount at the end of the Year	**556.38**	**3.19**	**3.07**	**8.80**	**4.04**	**575.48**	**5.14**	**5.14**

	Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipments	Softwares	Total Intangible Assets
Gross Carrying Amount as at 1st April 2019	623.62	7.29	41.17	19.81	27.82	**719.71**	18.46	**18.46**
Additions	-	-	2.01	-	-	**2.01**	-	**-**
Disposals	-	0.28	10.51	0.51	13.23	**24.53**	0.32	**0.32**
Gross Carrying Amount as at 31st March 2020	**623.62**	**7.01**	**32.67**	**19.30**	**14.59**	**697.19**	**18.14**	**18.14**
Accumulated Depreciation/ Amortisation as at 1st April 2019	44.83	2.59	26.84	3.08	14.36	**91.70**	10.98	**10.98**
Charge for the Year	11.23	0.67	6.12	3.97	5.75	**27.74**	3.00	**3.00**
Disposals	-	0.17	8.51	0.51	11.37	**20.56**	0.32	**0.32**
Accumulated Depreciation/ Amortisation as at 31st March 2020	**56.06**	**3.09**	**24.45**	**6.54**	**8.74**	**98.88**	**13.66**	**13.66**
Net Carrying Amount at the beginning of the Year	**578.79**	**4.70**	**14.33**	**16.73**	**13.46**	**628.01**	**7.48**	**7.48**
Net Carrying Amount at the end of the Year	**567.56**	**3.92**	**8.22**	**12.76**	**5.85**	**598.31**	**4.48**	**4.48**

Note :

(i) Aggregate amount of depreciation/amortisation charge has been included under "Depreciation and Amortisation Expenses" in the Statement of Profit and Loss.

(ii) Title deed of the above immovable property is held in the name of the Company.

₹ in Lakhs

5. NON-CURRENT INVESTMENTS	As at 31st March 2021	As at 31st March 2020
Investments Carried at Cost		
Investment in Equity Instruments of Subsidiary Companies (Unquoted)		
i) TKM Global GmbH	**110.64**	110.64
100 Shares of Euro 511.29 each, fully paid up (31st March 2020: 100 Shares of Euro 511.29 each, fully paid up)		
ii) TKM Global China Ltd	**438.78**	438.78
1 Share of USD 10,00,000, fully paid up (31st March 2020: 1 Share of USD 10,00,000, fully paid up)		
	549.42	549.42

₹ in Lakhs

6. LOANS - NON - CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured Considered Good :		
Security Deposits	**40.90**	60.43
	40.90	60.43

₹ in Lakhs

7. OTHER FINANCIAL ASSETS - NON - CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good :		
Lease Rental Receivables @	**32.69**	198.58
Fixed Deposit with Banks	**-**	1.77
	32.69	**200.35**
@ Includes dues from Related Parties (Refer Note 41)	**32.69**	**198.58**

Notes forming part of the Financial Statements for the year ended 31st March, 2021

₹ in Lakhs

8. NON-CURRENT TAX ASSETS (NET)	As at 31st March 2021	As at 31st March 2020
Advance Payment of Taxes [Net of Provisions for Tax ₹ 563.13 Lakhs (31st March 2020: ₹ 598.17 Lakhs)]	**766.75**	1,027.33
	766.75	1,027.33

₹ in Lakhs

9. OTHER NON-CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Prepaid Expenses	**0.07**	6.96
	0.07	**6.96**

₹ in Lakhs

10. LOANS - CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good :		
Loan to Employees	**4.95**	7.05
Security Deposits	**18.72**	0.72
	23.67	7.77

₹ in Lakhs

11. TRADE RECEIVABLES	As at 31st March 2021	As at 31st March 2020
Trade Receivables Considered Good - Unsecured @	**1,118.76**	1,749.90
Trade Receivables Credit Impaired @	**45.32**	66.81
	1,164.08	1,816.71
Less : Loss Allowance	**(45.32)**	(66.81)
	1,118.76	1,749.90
@ Includes dues from Related Parties (Refer Note 41)	**680.62**	1,313.03

₹ in Lakhs

12. CASH AND CASH EQUIVALENTS	As at 31st March 2021	As at 31st March 2020
Cash on Hand	**0.03**	0.03
Balances with Banks		
In Current Account	**123.26**	86.68
In Deposit Account	**250.00**	-
	373.29	86.71

₹ in Lakhs

13. OTHER BANK BALANCES FIXED	As at 31st March 2021	As at 31st March 2020
Deposit with Banks	17.93	15.13
	17.93	15.13

₹ in Lakhs

14. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good :		
Interest Accrued on Deposits	**0.88**	0.87
Lease Rental Receivables @	**86.94**	136.55
	87.82	137.42
@ Includes dues from Related Parties (Refer Note - 41)	**86.94**	**136.55**

Notes forming part of the Financial Statements for the year ended 31st March, 2021

₹ in Lakhs

15. OTHER CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Balance with Government Authorities #	**49.03**	38.93
Prepaid Expenses	**21.96**	29.72
Advances to Suppliers/Service Providers	**77.68**	117.52
	148.67	186.17
Less: Provision for Doubtful Advances	**(17.64)**	(7.61)
	131.03	178.56

Balance with Government Authorities primarily include unutilised input credits on purchase of services, etc. These are regularly utilised to offset the tax liability on services rendered by the Company. Accordingly,these balances have been classified as Current Assets.

₹ in Lakhs

16. EQUITY SHARE CAPITAL	As at 31st March 2021	As at 31st March 2020
Authorised 50,00,000 Equity Shares of ₹ 10 each (31st March 2020: 50,00,000 Equity Shares of ₹ 10 each)	**500.00**	500.00
Issued, Subscribed and Paid-up 36,00,000 Equity Shares of ₹ 10 each, fully paid up (31st March 2020: 36,00,000 Equity Shares of ₹ 10 each, fully paid up)	**360.00**	360.00
	360.00	360.00

₹ in Lakhs

i Reconciliation of Shares	As at 31st March 2021		As at 31st March 2020	
	Number of Equity Shares	Equity Share Capital ₹ in Lakhs	Number of Equity Shares	Equity Share Capital ₹ in Lakhs
Equity Shares of ₹ 10/- each				
Balance at the beginning of the Year	36.00	360.00	36.00	360.00
Balance at the end of the Year	**36.00**	**360.00**	36.00	360.00

ii Terms and Rights attached to Equity Shares :

The Company has one class of Equity Shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

iii Details of Equity Shares held by holding company : ₹ in Lakhs

Shareholders	31st March 2021	31st March 2020
TM International Logistics Limited	**360.00**	360.00

iv Details of Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Company:

Shareholders	As at 31st March 2021		As at 31st March 2020	
	Number of equity shares	%	Number of equity shares	%
TM International Logistics Limited	**36.00**	**100%**	**36.00**	**100%**

₹ in Lakhs

17. OTHER EQUITY	As at 31st March 2021	As at 31st March 2020
General Reserves		
Balance at the beginning of the Year	**5.64**	5.64
Balance at the end of the Year	**5.64**	5.64
Retained Earnings		
Balance at the beginning of the Year	**2,528.37**	2,406.85
Profit for the Year	**10.54**	1,406.04
Other Comprehensive Income	**-**	(1,260.00)
- Remeasurements of Post-Employment Defined Benefit Plans	**16.06**	(24.52)
Balance at the end of the Year	**2,554.97**	2,528.37
	2,560.61	2,534.01

₹ in Lakhs

18. NON CURRENT BORROWINGS	As at 31st March 2021	As at 31st March 2020
Unsecured		
Loan from Related Party (Refer Note : 41)	-	88.00
Less : Current Maturities of Long-term Debt (Refer Note : 24)	-	(48.00)
	-	40.00

Terms of Repayment -

Total Loan amount is repayable in quarterly instalments of ₹12.00 Lakhs. Interest is payable on monthly basis at 10.50 % p.a. The entire loan has been prepaid during the year.

₹ in Lakhs

19. OTHER FINANCIAL LIABILITIES - NON CURRENT	As at 31st March 2021	As at 31st March 2020
Security Deposits @	**34.74**	56.61
Lease Liabilities	**29.72**	187.97
	64.46	244.58
@ Includes dues from Related Parties (Refer Note 41)	**34.74**	56.61

₹ in Lakhs

20. PROVISIONS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
- Provision for Compensated Absences	**108.33**	133.95
	108.33	133.95

₹ in Lakhs

21. OTHER NON-CURRENT LIABILITIES	As at 31st March 2021	As at 31st March 2020
Deferred Rent @	**0.91**	6.46
	0.91	6.46
@ Includes dues from Related Parties (Refer Note : 41)	**0.91**	6.46

₹ in Lakhs

22. CURRENT BORROWINGS	As at 31st March 2021	As at 31st March 2020
Unsecured		
Loan from Related Party	-	300.00
- TM International Logistics Limited		
	-	300.00
@ Includes dues from Related Parties (Refer Note : 41)	-	300.00

Terms of Repayment -

Loan amount is repayable on demand. Interest is payable on monthly basis at 7.85 % p.a.

₹ in Lakhs

23. TRADE PAYABLES - CURRENT	As at 31st March 2021	As at 31st March 2020
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	**14.13**	-
Creditors for Supplies and Services - Others @	**370.08**	680.70
Creditors for Accrued Wages and Salaries	**109.78**	118.57
	493.99	799.27
@ Includes dues from Related Parties (Refer Note 41)	48.06	104.79

₹ in Lakhs

24. OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March 2021	As at 31st March 2020
Current Maturities of Long-term Debt	-	48.00
Lease Liabilities	**79.03**	129.25
Capital Liabilities @	-	5.50
	79.03	182.75
@ Includes dues from Related Parties (Refer Note 41)	-	5.50

₹ in Lakhs

25. PROVISIONS - CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
- Provision for Gratuity	**44.52**	63.04
- Provision for Compensated Absences	**1.75**	2.25
	46.27	**65.29**

₹ in Lakhs

26. OTHER CURRENT LIABILITIES	As at 31st March 2021	As at 31st March 2020
Contract Liabilities @	**59.57**	38.02
Deferred Rent @	**2.73**	4.84
Dues Payable to Government Authorities #	**9.85**	15.82
	72.15	58.68
@ Includes dues to Related Parties (Refer Note : 41)	30.26	28.32

Dues Payable to Government Authorities primarily includes goods and service tax, withholding taxes, payroll related taxes and other taxes payable.

₹ in Lakhs

27. CURRENT TAX LIABILITIES	As at 31st March 2021	As at 31st March 2020
Provision for Taxes [Net of Advance Tax: ₹ 11.05 Lakhs (31st March 2020: ₹ 11.05 Lakhs)]	**0.12**	0.12
	0.12	0.12

₹ in Lakhs

28. REVENUE FROM OPERATIONS	For the period ended 31st March 2021	For the period ended 31st March 2020
Sale of Services		
i) Freight, Agency and Other Charges	**4,239.96**	6,775.06
ii) Warehousing	**60.52**	127.54
Other Operating Revenues		
i) Service Charge	**523.89**	605.26
	4,824.37	7,507.86

₹ in Lakhs

29. OTHER INCOME	For the period ended 31st March 2021	For the period ended 31st March 2020
Dividend Income from Mutual Funds	-	2.55
Dividend Income from Subsidiary	-	1,563.90
Liabilities no Longer Required Written Back	**38.06**	18.68
Gain on Foreign Currency Transactions (Net)	**3.54**	7.35
Provision for Doubtful Debts Written Back	**0.52**	16.87
Interest Income	**30.27**	42.90
Income from Rental Services	**2.64**	2.25
Interest on IT Refund	**16.76**	103.50
Other Non-Operating Income	**0.20**	23.99
	91.99	1,781.99

₹ in Lakhs

30. OPERATING EXPENSE	For the period ended 31st March 2021	For the period ended 31st March 2020
Freight, Documentation and Other Charges	**3,900.84**	6,366.09
Warehousing Expense	**63.39**	123.26
	3,964.23	6,489.35

₹ in Lakhs

31. EMPLOYEE BENEFITS EXPENSE	For the period ended 31st March 2021	For the period ended 31st March 2020
Salaries and Wages	**622.70**	688.40
Contribution to Provident and Other Funds	**43.88**	48.01
Staff Welfare Expenses	**1.22**	14.23
	667.80	750.64

₹ in Lakhs

32. FINANCE COSTS	For the period ended 31st March 2021	For the period ended 31st March 2020
Interest Expense	**23.07**	32.23
Unwinding of Discount- Lease Liabilities	**15.46**	29.98
	38.53	62.21

₹ in Lakhs

33. OTHER EXPENSES	For the period ended 31st March 2021	For the period ended 31st March 2020
Power and Fuel	**2.12**	11.88
Rent	**4.87**	40.31
Repairs and Maintenance		
- Buildings	3.57	3.62
- Others	9.56	18.34
Insurance	**28.92**	33.04
Rates and Taxes	**3.93**	3.71
Travelling and Conveyance Expenses	**2.81**	20.62
Legal and Professional Fees	**36.69**	62.00
Provision for Doubtful Debts	**0.48**	22.18
Payment to Auditors (Refer Note 33.1)	**9.80**	8.48
Corporate Social Responsibility Expenditure	**13.00**	2.04
Bad Debts Written-off	**4.30**	2.58
Loss on Sale of Property, Plant and Equipment (Net)	**0.85**	2.03
Miscellaneous Expenses	**36.98**	44.54
	157.88	275.37
33.1 Payment to Auditors		
As Auditors		
- Audit Fee	**5.50**	3.60
- Other Matters (including Certification)	**4.05**	4.18
- Out of Pocket Expenses	**0.25**	0.70
33.2 Corporate Social Responsibility Expenditure		
a) Amount required to be spent as per Section 135 of the Act	**12.86**	1.83
b) Amount spent during the Year		
(i) Construction/Acquisition of an Asset	**-**	-
(ii) On Purposes other than (i) above	**13.00**	2.04

Details of excess CSR expenditure under Section 135(5) of the Act

During the year ended March 31, 2021, in respect of CSR activities the Company incurred revenue expenditure which was recognised in the statement of profit and loss amounting to ₹ 13 lakhs which has been has been fully paid in cash. There was no amount unspent for year ended March 31, 2021. There are no ongoing CSR projects and no expenditure during the year was on ongoing project.
During the year ended March 31, 2020, similar expense incurred was ₹ 2.04 lakhs which has been has been fully paid in cash.
During the year ended March 31, 2021, amount spent on CSR activities through related parties was ₹ 13 lakhs (2019-20: ₹ Nil)

₹ in Lakhs

34. INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
A. Tax Expense Recognised in Profit or Loss		
Current Tax		
Current Tax on Profits for the Year	**7.00**	298.31
Income Tax for earlier years	**2.43**	(0.74)
Deferred Tax		
Origination and Reversal of Timing Differences	**39.42**	(22.07)
Income Tax Expense	**48.85**	275.50
B. Tax Expense Recognised in Other Comprehensive Income		
Current Tax		
Remeasurements on Post-employment Defined Benefit Plans	**5.64**	(10.07)
	5.64	(10.07)

Reconciliation of the Income Tax Expense to the Profit /(Loss) for the year as follows: ₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Profit / (Loss) Before Tax for the Year	59.39	1,681.54
Income Tax Expense calculated at 26.00% (31st March 2020: 29.12%)	15.44	489.66
Effect of Income that is Exempt from Tax	-	(0.74)
Effect of items that are not Deductible in Determining Taxable Profit	3.38	0.59
Effect of items taxable at Special Rate	-	(182.16)
Effect on Deferred Tax Balances due to the Change in Income Tax Rate	5.64	(2.00)
Deferred tax reversal on unadjusted tax losses	24.63	-
Effect of Income not offered to tax as per ICDS	-	(30.14)
Others	(0.24)	0.29
	48.85	**275.50**

The tax rate used in the reconciliations above is the corporate tax rate of 25% (31st March 2020: Tax Rate of 25%) plus surcharge

35. DEFERRED TAX (LIABILITY)/ASSET (NET)

₹ in Lakhs

	As at 31st March 2020	(Charge)/ Credit for the Period	As at 31st March 2021
Deferred Tax Liabilities			
Property, Plant and Equipment and Intangible Assets	(97.84)	9.70	**(88.14)**
Lease Receivables (net of Lease Liability)	(5.21)	2.38	**(2.83)**
	(103.05)	12.08	**(90.97)**
Deferred Tax Assets			
Provision for Doubtful Debts and Advances	21.67	(5.30)	**16.37**
Leave Encashment	39.66	0.54	**40.20**
MAT Credit Entitlement	49.73	2.77	**52.50**
Unabsorbed Business Loss	94.33	(49.51)	**44.82**
	205.39	(51.50)	**153.89**
Deferred Tax Credit		(39.42)	
Deferred Tax Asset (Net)	102.34		**62.92**

Significant Estimates

The Company has recognised deferred tax assets on carried forward tax losses. The Company has concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets.

The losses can be carried forward for a period of 8 years as per local tax regulations and the group expects to recover the losses.

₹ in Lakhs

36. EARNINGS PER SHARE (EPS)	For the Year ended 31st March 2021	For the Year ended 31st March 2020
(A) Basic		
(i) Number of Equity Shares at the Beginning of the Year	**36.00**	36.00
(ii) Number of Equity Shares at the End of the Year	**36.00**	36.00
(iii) Weighted Average Number of Equity Shares		
Outstanding during the Year	**36.00**	36.00
(iv) Face Value of Each Equity Share (₹)	**10.00**	10.00
(v) Profit after Tax Available for Equity Shareholders		
Profit for the Year (₹)	**10.54**	**1,406.04**
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	**0.29**	39.06
(B) Diluted		
(i) Dilutive Potential Equity Shares	**-**	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**0.29**	39.06

37. EMPLOYEE BENEFITS :

(i) Post Employment Defined Contribution Plans

The Company provide Provident Fund to its employees, both the employer and employee make monthly contributions to a fund administered by Government of India.The Company has no legal or constructive obligation to pay further contributions if the funds do not hold sufficient assets to pay employee benefits. The contributions are recognised as expenses in the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by employees. During the year an amount of **₹ 24.29 Lakhs** (31st March 2020 - ₹ 29.61 Lakhs) has been recognised as expenditure towards the above defined contribution plans by the Company.

(ii) Defined Benefit Plans

The Company provides Gratuity benefits to its employees. Gratuity liabilities are funded through Life Insurance Corporation of India. The Company makes payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.Vesting occurs upon completion of five years of service. Liabilities with regard to Gratuity plan are ascertained by an independent actuarial valuer. The liability recognised in the Balance Sheet is the present value of the defined benefit obligations on the Balance Sheet date less the fair value of the plan assets (for funded plans), together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in Statement of Profit and Loss in full in the year in which they occur.

These plans typically expose the Company to actuarial risks such as discount rate risk, demographic risk and salary growth risk.

Discount Rate Risk	The Company is exposed to the risk of falling discount rate. A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.
Demographic Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality and attrition rates of plan participants.An increase in life expectancy or service term of the plan participants will increase the plan's liability.
Salary Growth Risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes forming part of the Financial Statements for the year ended 31st March, 2021

The following table sets forth the particulars in respect of the Gratuity Plan (Funded) of the Company: ₹ in Lakhs

Description	For the year ended 31st March 2021	For the year ended 31st March 2020
1. Reconciliation of Opening and Closing Balances of the Present Value of the Defined Benefit Obligation:		
a. Present Value of Obligation at the Beginning of the Year	**188.15**	183.22
b. Current Service Cost	**14.31**	15.46
c. Interest Expense	**11.43**	12.93
d. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	**(19.32)**	(15.74)
Actuarial Gain arising from Changes in Financial Assumptions	**-**	13.90
e. Benefits Paid	**(35.00)**	(21.62)
f. Acquisitions Credit	**-**	-
g. Present Value of Obligation at the End of the Year	**159.57**	188.15
2. Reconciliation of Opening and Closing Balances of the Fair Value of Plan Assets:		
a. Fair value of Plan Assets at the Beginning of the Year	**125.11**	166.14
b. Interest Income	**7.70**	11.84
c. Return on Plan Assets, excluding Amounts included in Interest Income	**2.38**	(36.43)
d. Contributions from Employer	**14.87**	4.78
e. Benefits Paid	**(35.00)**	(21.22)
f. Acquisitions Credit	**-**	-
g. Fair value of Plan Assets at the End of the Year	**115.07**	**125.11**
3. Reconciliation of Present Value of the Defined Benefit Obligation and the Fair Value of Plan Assets:		
a. Present Value of Obligation at the End of the Year	**159.57**	188.15
b. Fair Value of Plan Assets at the End of the Year	**115.07**	125.11
c. Liabilities recognised in the Balance Sheet	**44.51**	63.04
Provision for Employee Benefit - Current (Refer Note 25)	**44.52**	63.04
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	**14.31**	15.46
- Past Service Cost	**-**	-
b. Net interest cost	**3.73**	1.09
Total Expense Recognised during the Year in the Statement of Profit and Loss	**18.05**	16.55
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	**(19.32)**	(15.74)
b. Actuarial Gain due to DBO assumption changes	**-**	13.90
c. Remeasurement Gain	**(2.38)**	36.43
Total Income Recognised in Other Comprehensive Income	**(21.70)**	34.59
6. Category of Plan Assets:		
Funded with Life Insurance Corporation of India	**115.05**	125.11

Description	For the year ended 31st March 2021	For the year ended 31st March 2020
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 year	**2.85**	3.63
b. 1-2 years	**10.67**	7.76
c. 2-5 years	**28.96**	53.83
d. Over 5 years	**101.91**	109.58
8. Assumptions		
a. Discount Rate (per annum)	**6.70%**	7.50%
b. Rate of Escalation in Salary (per annum)	**9.00%**	9.00%
Assumption regarding future mortality experience are based on mortality tables of Indian Assured Lives Mortality (2006-2008) ultimate published by the Institute of Actuaries of India.		
Investment details are not available, all contributions are deposited and managed by Life Insurance Corporation of India.		

9. Actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

	For the year ended 31st March 2021		For the year ended 31st March 2020	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Effect of change in				
Increase by 1%				
(i) Aggregate Service and Interest Cost	**(14.59)**	**15.20**	(17.15)	17.56
(ii) Closing Balance of Obligation	**144.98**	**174.77**	171.00	205.71
Decrease by 1%				
(i) Aggregate Service and Interest Cost	**16.81**	**(13.70)**	19.74	(15.81)
(ii) Closing Balance of Obligation	**176.38**	**145.87**	207.89	172.34

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as change in some of the assumptions may be correlated.

10. The Company expects to contribute **₹ 44.52 lakhs** (31st March 2020: ₹ 63.04 Lakhs) to the funded gratuity plans during the next financial year.

11. The weighted average duration of the defined benefit obligation as at 31st March 2021 is 10 years (31st March 2020 - 10 years).

(iii) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Company's policy. The Company records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹ 110.08 Lakhs and ₹ 136.20 Lakhs as at 31st March 2021 and 31st March 2020 respectively (Refer Note 20 and 25). Some portion of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

38. FAIR VALUE MEASUREMENTS

(a) Financial Instruments by Category

The following table presents carrying amount and fair value of each category of financial assets and liabilities as at the year end:

₹ in Lakhs

Particulars	Note No.	31st March 2021	31st March 2020
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Loans	6	**40.90**	60.43
Assets Carried at Amortised Cost			
Loans	10	**23.67**	7.77
Trade Receivables	11	**1,118.76**	1,749.90
Other Financial Assets	7, 14	**120.51**	337.77
Cash and Cash Equivalents	12	**373.29**	86.71
Other Bank Balances	13	**17.93**	16.90
Total Financial Assets		**1,695.06**	**2,259.48**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Borrowings (excluding Current Maturities)	18, 22	**-**	340.00
Trade Payables	23	**493.99**	799.27
Other Financial Liabilities	24	**79.03**	182.75
Liabilities Carried at Fair Value through Profit or Loss			
Other Financial Liabilities	19	**64.46**	244.58
Total Financial Liabilities		**637.48**	**1,566.60**

(b) Fair Value Measurement

The fair values of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31st March 2020.

The following methods and assumptions were used to estimate the fair values:

(i) In respect of security deposits given and security deposits accepted which are non-interest bearing, the Company has used discounted cash flows to arrive at fair value at the Balance Sheet date.

(ii) The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables and other financial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classifed its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Notes forming part of the Financial Statements for the year ended 31st March, 2021

₹ in Lakhs

	31st March 2021 Level 1	31st March 2021 Level 3	31st March 2020 Level 1	31st March 2020 Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds - Daily Dividend	-	**-**	-	-
Security Deposits	-	**40.90**	-	60.43
Lease Receivables		**119.63**		335.12
Other Financial Liabilities	-			
Security Deposits	-	**34.74**	-	56.61
Lease Liabilities	-	**108.75**	-	317.22
	-	**304.02**	-	769.38

39. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Company's senior management that the Company's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and the Company's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Deposits with Banks)

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Company's policy and procedures which involve credit approvals, establishing credit limits and continually monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience with customers. For details of major customers accounting for more than 10% of revenue from external customer, refer Note 45(iv).

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements. The Company's maximum exposure to credit risk for the components of the Balance Sheet as of 31st March 2021 and 31st March 2020 is the carrying amounts as disclosed in Note 39.

Financial Assets that are Neither Past Due Not Impaired

None of the Company's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2021 and 31st March 2020. Of the total trade receivables,₹ 677.92 Lakhs as at 31st March 2021 and ₹ 958.93 Lakhs as at 31st March 2020 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Company's credit period for customers generally ranges from 0 - 60 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

Notes forming part of the Financial Statements for the year ended 31st March, 2021

₹ in Lakhs

Period (in days)	31st March 2021	31st March 2020
1-90	**316.27**	662.32
91-180	**56.97**	65.05
More than 180	**67.60**	63.60
Closing Balance	**440.84**	**790.97**

Receivables are deemed to be past due or impaired with reference to the Company's policy on provisioning of receivables. Further, case to case basis are analysed with reference to the customer's credit quality and prevailing market conditions. Receivables that are classified as 'past due' in the above tables are those that have not been settled within the terms and conditions that have been agreed with that customer.

Other than trade receivables, the Company has no significant class of financial assets that is past due but not impaired.

Reconciliation of Loss Allowance Provision - Trade receivables	As at 31st March 2021	As at 31st March 2020
Opening Balance	**66.81**	61.50
Loss Allowance made during the Year	**0.48**	22.18
Loss Allowance Written-back/Reversed during the Year	**(0.52)**	(16.87)
Bad Debts during the Year Adjusted with Provisions	**(21.45)**	-
Closing Balance	**45.32**	**66.81**

(b) Liquidity Risk:

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and maintains adequate sources of financing.

Maturities of Financial Liabilities

The table below analyse Company's financial liabilities into relavant maturity groupings based on their contractual maturities.The amount disclosed in the table are the contractual undiscounted cash flows.

₹ in Lakhs

Contractual Maturities of Financial Liabilities	As at 31st March 2021				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Borrowings (including Current Maturities)	-	-	-	-	-
Trade Payables	493.99	-	-	-	493.99
Lease Liabilities	79.03	29.72	-	-	108.75
Other Financial Liabilities	34.74	-	-	-	34.74
	607.76	**29.72**	**-**	**-**	637.48

Contractual Maturities of Financial Liabilities	As at 31st March 2020				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Borrowings (including Current Maturities)	348.00	40.00	-	-	388.00
Trade Payables	799.27	-	-	-	799.27
Lease Liabilities	145.76	202.00	-	-	347.75
Other Financial Liabilities	62.11	-	-	-	62.11
	1,355.14	**242.00**	-	-	1,597.13

(c) Market Risk

a) Foreign Currency Exchange Rate Risk:

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company transacts business in local currency and in foreign currencies. The Company has foreign currency trade receivables and trade payables and is therefore exposed to foreign currency risk. The Company strives to achieve asset-liability offset of foreign currency exposures.

(i) Foreign Currency Risk Exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Receivables in Foreign Currency	As at 31st March 2021		As at 31st March 2020	
	Amount in Foreign Currency	Amount in ₹Lakhs	Amount in Foreign Currency	Amount in ₹Lakhs
EUR	-	-	0.01	0.47
GBP	-	-	0.00	0.07
JPY	-	-	0.74	0.46
SGD	**0.00**	**0.11**	0.00	0.14
USD	**0.17**	**11.84**	0.53	37.19

Payable in Foreign Currency	As at 31st March 2021		As at 31st March 2020	
	Amount in Foreign Currency	Amount in ₹Lakhs	Amount in Foreign Currency	Amount in ₹Lakhs
CHF	-	-	0.00	0.25
EUR	**0.01**	**1.28**	0.26	20.74
GBP	**0.01**	**0.46**	0.01	0.63
JPY	**37.29**	**26.28**	2.47	1.59
SGD	-	-	0.00	0.20
USD	**0.96**	**70.55**	0.87	63.62

^ Amount is below the rounding off norm adopted by the Company

(ii) Sensitivity

The sensitivity of proft or loss to changes in the foreign exchange rates arises mainly from foreign currency denominated financial instruments.

Foreign Currency	Impact on Profit before Tax			
	Receivables ₹ in Lakhs		Payables ₹ in Lakhs	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
CHF Sensitivity				
INR/CHF -Increase by 10%*	-	-	-	(0.02)
INR/CHF -Decrease by 10%*	-	-	-	0.02
EUR Sensitivity				
INR/EUR -Increase by 10%*	-	0.05	**(0.13)**	(2.07)
INR/EUR -Decrease by 10%*	-	(0.05)	**0.13**	2.07
GBP Sensitivity				
INR/GBP -Increase by 10%*	-	0.01	**(0.05)**	(0.06)
INR/GBP -Decrease by 10%*	-	(0.01)	**0.05**	0.06
JPY Sensitivity				
INR/JPY -Increase by 10%*	**^ 0.00**	^ 0.00	**(2.63)**	(0.16)
INR/JPY -Decrease by 10%*	**^ (0.00)**	^ (0.00)	**2.63**	0.16
SGD Sensitivity				
INR/SGD -Increase by 10%*	**0.01**	0.01	-	(0.02)
INR/SGD -Decrease by 10%*	**(0.01)**	(0.01)	-	0.02
USD Sensitivity				
INR/USD -Increase by 10%*	**1.18**	3.72	**(7.05)**	(6.36)
INR/USD -Decrease by 10%*	**(1.18)**	(3.72)	**7.05**	6.36

^ Amount is below the rounding off norm adopted by the Company
* Holding all other variables constant

(b) Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has no borrowings outstanding as at the year end. The Company's fixed rate borrowings and investments in term deposits with bank are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of changes in market interest rates.

(d) Securities Price Risk

Securities price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded prices. The Company invests its surplus funds in various debt instruments, which mainly comprises bank deposits.Company does not have any exposure to securities price risk as all investments are made in bank deposits.

Securities Price Risk Exposure

The Company's exposure to securities price risk arises from investments in mutual funds held by the Company and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 38.

40. CAPITAL MANAGEMENT

a) Risk Management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the net debt to equity ratio. Net debt are long-term and short-term debts as reduced by cash and cash equivalents. Total Equity is as disclosed in balance sheet (Note 16 and 17). The Company is not subject to any externally imposed capital requirements.

The following table summarises the capital of the Company: ₹ in Lakhs

	As at 31st March 2021	As at 31st March 2020
Net Debt	-	301.29
Total Equity	**2,920.61**	2,894.01
Net Debt to Equity Ratio	0.00%	10.41%

b) Dividend on Equity Share

The Board of Directors have recommended a final dividend of ₹5.56 per share (31st March 2020: Nil per share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

41. LIST OF RELATED PARTIES AND RELATIONSHIP

a) Entities with Significant influence over the Company:

Name	Type	Place of Incorporation
Tata Steel Limited	Entity with Joint Control of Holding Company	India
TM International Logistics Limited	Holding Company	India

b) The Company has following Subsidiaries and Step-down Subsidiary Companies:

Name	Type	Place of Incorporation
TKM Global GmbH	Wholly Owned Subsidiary	Germany
TKM Global China Limited	Wholly Owned Subsidiary	China

c) **The Company has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Period**

(1) Indian Steel & Wire Products Limited
(2) Tata Steel BSL Limited
(3) Tata Steel UK Limited
(4) International Shipping and Logistics FZE
(5) Tata Steel Downstream Products Limited
(6) Tata Metaliks Limited
(7) The Tinplate Company of India Limited
(8) Jamshedpur Continuous Annealing & Processing Co. Private limited.
(9) Tata Steel Long Products Ltd.
(10) Tata Steel Mining Limited

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri (from 16th November 2020)	Non-Independent Non-Executive Director
Mr. Ashish Kumar Gupta (till 15th November 2020)	Non-Independent Non-Executive Director
Mr. Virendra Sinha (till 13th August 2018)	Independent Non-Executive Director
Mr. Dipak Kumar Banerjee (till 16th May 2019)	Independent Non-Executive Director
Mr. Anand Chand	Non-Independent Non-Executive Director
Mr. Amar Patnaik	Non-Independent Non-Executive Director

e) Transactions with Related Parties during the year and Balances Outstanding at the Year-end.

₹ in Lakhs

Particulars	Entity with Joint Control of Holding Company	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Total
Transactions					
Rendering of Services	**1,620.02**	**482.89**	**168.59**	**1,054.65**	**3,326.15**
	(1,654.18)	(472.87)	(143.13)	(3,652.40)	(5,922.58)
Receiving of Services	**-**	**35.42**	**121.13**	**-**	**156.55**
	-	(49.16)	(321.34)	-	(370.50)
Loan Taken	**-**	**100.00**	**-**	**-**	**100.00**
	-	(370.00)	-	-	(370.00)
Loan Repaid	**-**	**488.00**	**-**	**-**	**488.00**
	-	(488.00)	-	-	(488.00)
Interest Paid	**-**	**15.38**	**-**	**-**	**15.38**
	-	(22.85)	-	-	(22.85)
Reimbursement Received	**-**	**134.92**	**9.10**	**1.55**	**145.57**
	(0.04)	(94.89)	-	(1.35)	(96.28)
Reimbursement Paid	**-**	**12.21**	**-**	**-**	**12.21**
	-	(78.05)	-	-	(78.05)
Rental Income	**-**	**-**	**-**	**-**	**-**
	-	-	-	(2.74)	(2.74)
Dividend Received	**-**	**-**	**-**	**-**	**-**
	-	-	(1,563.90)	-	(1,563.90)
Balances Outstanding as at 31st March 2021					
Borrowings	**-**	**-**	**-**	**-**	**-**
	-	(388.00)	-	-	(388.00)
Trade Receivables	**400.02**	**101.42**	**39.53**	**139.65**	**680.62**
	(416.85)	(122.27)	**(70.86)**	**(703.05)**	(1,313.03)
Trade Payables	**-**	**15.49**	**32.57**	**-**	**48.06**
	-	(52.15)	(52.64)	-	(104.79)

Particulars	Entity with Joint Control of Holding Company	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Total
Contract Liabilities	**5.74**	**4.01**	**(0.07)**	**17.85**	**27.53**
	(2.77)	(19.84)	-	(0.87)	(23.48)
Security Deposits	**-**	**34.74**	**-**	**-**	**34.74**
	-	(56.61)	-	-	(56.61)
Capital Liabilities	**-**	**-**	**-**	**-**	**-**
	-	(5.50)	-	-	(5.50)
Deferred Rent	**-**	**3.64**	**-**	**-**	**3.64**
	-	(11.30)	-	-	(11.30)
Lease Rental receivables	**-**	**119.63**	**-**	**-**	**119.63**
	-	(335.13)	-	-	(335.13)

Figures in bracket represents transactions with related parties during the period ended 31st March 2021 and balances as at 31st March 2020.

Transactions with Key Management Personnel during the Year ₹ in Lakhs

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Remuneration to Key Management personnel		
Short-term Benefits	-	-
Balance Outstanding at Year-end		
Sitting Fees Payable to Key Management Personnel		

42. CONTINGENCIES

₹ in Lakhs

a. Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Claims against the Company not acknowledged as Debts		
Service Tax	6,677.63	6,677.63
Income Tax	221.31	322.67
Other Matters	49.87	66.61

The details of material litigation is as described below:

Service Tax

The Service Tax Department has raised the demand for ₹ 6,677.63 Lakhs (31st March 2020: ₹ 6,677.63 Lakhs) on applicability of service tax on remittances made to Overseas Logistics Service Providers by the company from Financial Year 2005-2006 to Financial Year 2009-2010. Company has filed an appeal against the demand and has obtained stay from Kolkata High Court against the pre-deposit demanded by the CESTAT Eastern Zone. The matter is pending with CESTAT Eastern Zone.

b) The Company is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Financial Statements.

43. SEGMENT REPORTING

Based on the synergies, risks and returns associated with business operations and in terms of Ind AS - 108, the Company is predominantly engaged in the business of a single reportable segment of Logistics during the year.

Entity-wise Disclosures :

₹ in Lakhs

i. Service-wise Revenues from External Customers	For the year ended 31st March 2021	For the year ended 31st March 2020
Income from Freight, Agency and Other Charges	**4,239.96**	6,775.06
Income from Warehousing	**60.52**	127.54
Income from Service Charges	**523.89**	605.26

The Company recognises all streams of revenue at a point in time (i.e. when the customer obtains control of the promised service) and there is no stream of revenue which is recognised over a period of time (i.e. as the customer obtains control of the promised service).

₹ in Lakhs

ii. The Company is Domiciled in India. The Amount of its Revenue from External Customers Broken Down by Location of the Customers is shown below:	For the year ended 31st March 2021	For the year ended 31st March 2020
India	**4,729.04**	5,521.13
Rest of the World	**95.33**	1,986.73

iii. All non-current assets of the Company (excluding Financial Assets) are located in India.

₹ in Lakhs

iv. Details of Major Customers accounting for more than 10% of Revenue from External Customers:	For the year ended 31st March 2021	For the year ended 31st March 2020
Tata Steel Limited	**1,359.32**	1,655.13
Yazaki India Pvt. Ltd.	**527.90**	*
Tata Steel BSL Limited	*	2,829.35
Timken India Ltd.	*	294.31

* Transactions with the above customers during the year are less than 10% of revenue from external customers

44. A Based on and to the extent of information obtained from suppliers regarding their status as Micro, Small or Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 there is ₹ 14.13 lakhs as at 31st March 2021(Nil as at 31st March 2020) amounts due to them as at the end of the year. The Company has not paid any interest during the year in terms of Sec 16 of The Micro, Small and Medium Enterprise Development Act,2006.

44. B Dues to Micro, Small and Medium Enterprises

(a) The amounts remaining unpaid to micro and small suppliers as at the end of each accounting year	For the year ended 31st March 2021	For the year ended 31st March 2020
- Principal	**14.00**	-
- Interest	**0.13**	-
(b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c)The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**0.13**	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	-	-

45. Leases

This note provides information for leases both where the Company is a lessee and a lessor.

The Company leases warehouses. The Company is lessee and lessor for a same warehouse. Accordingly the Company has recognised sub-lease classfication with reference to to the right-of-use asset arising from the head lease.

For Company's policy relating to leases, see Note 2(5).

Notes forming part of the Financial Statements for the year ended 31st March, 2021

Following are the carrying value of lease rental receivables and lease liabilities as per Balance Sheet

₹ in Lakhs

Particulars	As at 31st March 2021	As at 31st March 2020
Lease Rental Receivables		
- Current	**86.94**	136.55
- Non - Current	**32.69**	198.58
Total	**119.63**	**335.13**

₹ in Lakhs

Particulars	As at 31st March 2021	As at 31st March 2020
Lease Liabilities		
- Current	**79.03**	129.25
- Non - Current	**29.72**	187.97
Total	**108.75**	**317.22**

Following are the amounts recognised in the Statement of Profit and Loss:

₹ in Lakhs

	Notes	As at 31st March 2021	As at 31st March 2020
Interest income (included in other income)	29	**16.66**	31.67
Interest expense (included in finance costs)	32	**15.46**	29.98
Expense relating to short-term leases (included in other expenses)	33	**4.87**	40.31

The total cash outflow and cash inflow of leases for the period ended 31st March 2021 was ₹ 107.26 & ₹ 115.48 Lakhs (31st March 2020 was ₹ 137.70 & ₹ 145.50 Lakhs) respectively.

46 IMPACT OF COVID-19

The Company is in the business of Freight & Forwarding, which support activities that are fundamental to the Indian economy. The Government imposed nation-wide lock down / restrictions due to the COVID-19 pandemic had impacted the Company's operations and the Company has gradually returned to normalcy. Considering the current internal and external factors, the Company has made detailed assessment of its liquidity position and of the recoverability and carrying value of its assets, including but not limited to Property, Plant and Equipment, Intangible Assets, Trade Receivables and Investments as at the balance sheet date, and has concluded that there are no material adjustments required in the Financial Statements.

47. CODE OF SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

48. The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2021.

49. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2021

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration No. 304026E / E300009
Chartered Accountants

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2021

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Anand Chand
Director
DIN: 6879532

NOTES

International Shipping and Logistics FZE

CORPORATE INFORMATION

Board of Directors
(As on 1st April, 2021)

Chairman
Mr. Dinesh Shastri

Directors
Mr. Guenther Hahn
Mr. Sandeep Bhattacharya

Director & Chief Executive Officer
Capt. S.R. Patnaik

Registered Office
Office No. FZJOB1205
Jebel Ali Free Zone
Jafza One
P.O. Box 18490
Dubai, U.A.E

Branch Office
Jumeriah Business Centre 5
Cluster W
Office No. 1604 to 1606
Jumeriah Lakes Towers
P.O. Box: 18490
Dubai, U.A.E

Tel: 00971-4-4508953
Fax: 00971-4-4508941

Management Team
Capt. S.R. Patnaik- Director & CEO
Capt. Sudhir Kunnath- GM- Operations
Mr. Partha Sarthi Pal- GM- Commercial
Mr. Dipak Panda- Sr. Manager – Finance & Accounts

Auditors
M/s. Pannell Kerr Forster, Chartered Accountants

Bankers
CITI Bank N.A
State Bank of India- Bahrain
HDFC Bank

DIRECTORS' REPORT

INTERNATIONAL SHIPPING AND LOGISTICS FZE

TO THE MEMBERS,

The Directors hereby present their sixteenth report on the business and operations of the Company and the audited financial account for the year ended 31st March, 2021.

The Company was formed on 1st February, 2004 as a Free Zone Establishment with limited liability pursuant to Law No. 9 of 1992 of H.H. Sheikh Mohammed Bin Rashid Al Maktoum, Ruler of Dubai and implementing Regulations issued thereunder by the Jebel Ali Free Zone Authority.

The Company is a wholly owned subsidiary of TM International Logistics Ltd., which is incorporated in India.

FINANCIAL RESULTS

Sl. No.	Particulars	31.03.2021 Amount in ₹	31.03.2021 Amount in USD	31.03.2020 Amount in ₹	31.03.2020 Amount in USD
(a)	Revenue	5,309,706,077	71,617,188	4,042,217,726	57,074,278
(b)	Less: Direct Costs	4,944,391,221	66,689,830	3,745,848,347	52,889,677
(c)	**Profit from Operating Activities**	**365,314,856**	**4,927,358**	**296,369,379**	**4,184,601**
(d)	Less: Administrative & Other expenses	198,570,342	2,678,312	134,437,753	1,898,200
(f)	Add: Interest on Fixed Deposit & Other operating Income	47,134,277	635,746	52,107,059	735,728
(e)	**EBDITA**	**213,878,791**	**2,884,792**	**214,038,685**	**3,022,129**
(g)	Less: Depreciation	62,836,707	847,540	4,417,653	909,548
(h)	**Net Profit Before Tax for the year**	**151,042,084**	**2,037,252**	**149,621,032**	**2,112,581**
(i)	Current Tax Expense	26,413,971	356,271	20,507,175	289,552
(j)	**Profit After Tax for the year**	**124,628,113**	**1,680,981**	**129,113,856**	**1,823,029**

During the year under review, total revenue of the Company was USD 71.62 million (₹5,309.70 million) as against USD 57.07 million (₹4,042.21 million) for the previous year. The Company made a profit of USD 1.68 million (₹124.62 million) as against net profit of USD 1.82 million (₹129.11 million) in the previous year.

DIVIDEND

The Board of Directors have approved a dividend payment of ₹8 Crores (USD 1,127,177) to its shareholders for the year ended 31st March, 2021.

MARKET REPORT:

The dry bulk market started on a weak note in 2020, with an early Lunar New Year followed by the outbreak of the COVID-19 in China. Across full year 2020, the Covid-19 pandemic led to an estimated 2.1% decline in seaborne dry bulk trade (in tonnes) and caused major disruption and operational challenges. Overall, average bulker earnings fell 18% y-o-y, with Cape size spot earnings (down 31% y-o-y) seeing the sharpest impact on a full year basis.

Total tonnes transported by the dry bulk shipping industry fell by 1.3% to 5.49 billion tonnes, from 5.56b in 2019, which is however still higher than the 5.46b tonnes shipped in 2018. Of the three main commodity groups: iron ore, coal and grain, coal is the only one to have fallen; down 102.2 million tonnes from last year (-7.4%). Iron ore and agricultural goods on the other hand, rose in 2020, up by 36.9m tonnes (+2.3%) and 33.3m tonnes (+4.9%) respectively, cementing iron ore's position as the highest volume dry bulk good. In Jan-Dec 2020, there has been a decline of -11.4 % on the coal exported to India; Imported 186 mln tonnes of coal; 38% of imports were shipped from Indonesia, 24% from Australia, 19% from South Africa

In the 12 months of 2020, at least 452 units (for a combined 47.96 mln DWT) have been reported delivered, +20% y-o-y in DWT terms; a net addition of 346 units / 34.71 mln DWT in the trading dry bulk fleet. About 106 units (for a combined 13.25 mln WT) have been reported scrapped, +78% y-o-y in DWT terms.

For dry bulk shipping, the year can be divided in two, with lower volumes and earnings in the first half followed by a recovery in the second. Recovery was a result of increase in Chinese imports of iron ore, coal and Grain. The strong coal imports by Vietnam and soybean export from Brazil have also helped support the Pacific market along its recovery towards end of the second quarter. Import volumes in the rest of the world remain much lower than last year levels.

Dry bulk market has seen a huge recovery starting February 2021 across all sizes except Cape. The Company expect the overall market to remain firm for next couple of months. There has been a constant increase in the Bunker price and scrap price. The overall freight market is expected to remain firm.

The Company expect the Indian coastal shipping traffic to increase in the coming years with imported thermal coal volumes coming down and various incentives laid down by government to promote coastal shipping; estimated increase in inland waterway traffic movement to 110 MMT in 2022-23 from 72 MMT in 2019-20.

The Company did a range of various commodities with Coal taking the largest share of the cargo pie. There has been a 64% increase in our Indian Coastal business. There have been no major lossmaking vessels and the debtor collection has been very good. Our new trade routes included a cargo of coal from Nakhodka, Russia to Paradip; Tunisia to Bangladesh with DAP and a cargo of Scrap from Rio Grande, Brazil to Bangladesh.

ISL Star was engaged on Indian Coastal voyages for most part of the year and performed well with no off-hires and with operational costs kept under control below budgeted levels. This was made possible due to close monitoring and liaising with the technical Managers. Taking advantage of the spike in Panamax rates, ISL Star performed two voyages from South Africa to India carrying coal which gave us a better overall contribution. ISL Star's contribution for the year has been highest ever of USD 2.67 Mn.

OPERATIONAL REVIEW

The following are the operational highlights of the Company during FY 20-21:

ISL reported a cargo volume of 7.94 Mn MT in FY 20-21 as against 5.70 Mn MT in the previous year. The top line during FY 20-21 stood at $71.62 Mn as against $57.07 Mn in FY 19-20. The PAT level stood at $1.68 Mn vis-a-vis against a profit of 1.82 Mn in FY 19-20.

NEW INITIATIVES/ACHIEVEMENTS

- Added 16 new customers to the existing customer base.
- Have crossed 7 Mn tonnes cargo and 70 Mn Turnover after a period of 7 years.
- 40% increase in volume handled.
- Highest ever Indian coastal volume of 4 Mn MT.
- No time loss or idling experienced with ISL Star during the year.
- ISL Star performed 25 voyages with a cargo volume of 1.83 Mn MT.

STRATEGY LOOKING AHEAD

- Add new trade lanes and cargo
- Increase customer base
- Invest in at least 3 Panamax Vessels in next three years for sustainable growth.

BOARD OF DIRECTORS

During the year under review, Mr. Dinesh Shastri has been appointed as a Director and Chairman on the Board w.e.f 16th November, 2020 instead of and in place of Mr. Ashish Kumar Gupta- Director and Chairman who had resigned from the Board w.e.f 15th November, 2020.

As on date, Mr. Dinesh Shastri, Mr. Guenther Hahn, Mr. Sandeep Bhattacharya and Capt. S. R Patnaik continued as Directors on the Board of the Company.

None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013.

BOARD MEETINGS

During the financial year ended 31st March, 2021, 4 (Four) meetings of the Board of Directors of the Company were held on 13th April 2020, 7th July 2020, 5th October 2020 and 6th January 2021.

AUDITORS

The Auditors of the Company, M/s. Pannell Kerr Forster, Chartered Accountants, have offered themselves for re-appointment.

ACKNOWLEDGEMENT

The Directors wish to take the opportunity to place on record their sincere appreciation and gratitude for the continued assistance, support and co-operation extended by all the customers, vendors, business partners, Government Authorities, Bankers, TM International Logistics Ltd., the holding company and other business associates for their continued support during the year. We place on record our appreciation of the contribution made by our employees at all levels.

For and on behalf of the Board

Dinesh Shastri
Chairman

Place : Dubai
Date : 6th April, 2021

Capt. S R Patnaik
Director & CEO

INTERNATIONAL SHIPPING AND LOGISTICS FZE

INDEPENDENT AUDITOR'S REPORT

The Shareholder
INTERNATIONAL SHIPPING AND LOGISTICS FZE

REPORT ON THE INDIAN ACCOUNTING STANDARDS (IND AS) FINANCIAL STATEMENTS

We have audited the accompanying Ind AS financial statements of **INTERNATIONAL SHIPPING AND LOGISTICS FZE** (the "Establishment"), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a note to the financial statements, including a summary of significant accounting policies.

Management's Responsibility for the Ind AS Financial Statements

The Establishment'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 Ind AS 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 Establishment 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 the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Establishment 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

In conducting our audit, we have taken into account the provisions of the Act and the rules made there under including, 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 thereunder .

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act and other applicable authoritative pronouncement issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Establishment's preparation of the Ind AS financial statements that give 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 Establishment's directors, as well as evaluating the overall presentation of the 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 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 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, of the state of affairs of the Establishment as at 31 March 2021, and its total comprehensive income (comprising of profit and other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

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 Section 143(11) of the Act, we give in the "Annexure A", statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, based on our audit we report, to the extent applicable 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 Establishment so far as it appears from our examination of those books;

c. the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Cash Flow Statement dealt with by this report are in agreement with the books of account;

d. in our opinion, the aforesaid 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 31 March 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021, from being appointed as a director in terms of Section 164(2) of the Act;

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

i. the Establishment did not have any pending litigations;

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

iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Establishment.

For PKF

S. D. Pereira
Partner
Registration No. 552
Dubai, United Arab Emirates
3 April 2021

"Annexure – A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Establishment has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and Equipment;

(B) The Establishment doesn't have any intangible assets and hence reporting under clause (i) (a) (B) of the said Order is not applicable.

(b) The Property, plant and Equipment have been physically verified during the year by the management in accordance with a regular program of verification. According to the information and explanations given to us, no material discrepancies were noticed on verification.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the sale deed/completion and possession certificate provided to us, we report that, the title deeds, comprising all the immovable properties disclosed in the financial statements are held in the name of the Establishment as at the balance sheet date.

(d) The Establishment has not revalued its Property, plant and Equipment during the year.

(e) According to the information and explanations given to us and the records examined by us, no proceedings have been initiated or pending against the Establishment for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) As explained to us, inventories were physically verified during the year by the management at reasonable intervals, in our opinion the coverage and procedure of such verification by the management is appropriate; no material discrepancies were noticed on physical verification.

(b) The Establishment doesn't have any facilities from banks or financial institutions and hence reporting under clause (ii) (b) of the said Order is not applicable.

(iii) According to the books and records maintained by the Establishment and the information and explanations given to us, the Establishment has not made any investment in, neither provided any guarantee or security nor granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnership or any other parties.

(iv) As the Establishment has not granted any loans, made investments or provide guarantees and security hence reporting under clause (iv) of the said Order is not applicable.

(v) In our opinion and according to the information and explanations given to us, the Establishment has not accepted any deposits from the public.

(vi) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Act, for the services of the Establishment.

(vii) (a) The Establishment has generally been regular in depositing undisputed statutory dues, including Goods and Service Tax, provident fund, employees' state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it to the appropriate authority.

(b) According to the records of the Establishment, the dues outstanding of Goods and Service Tax, provident fund, employees' state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, cess on account of any dispute, are as follows:

Name of the statue	Nature of dues	Amount (US$)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Additional tax demand	127	A.Y. 2010-11	Income Tax Officer (Kolkata)
The Income Tax Act, 1961	Additional tax demand	502	A.Y. 2012-13	Income Tax Officer (Kolkata)
The Income Tax Act, 1961	Additional tax demand	631	A.Y. 2014-15	Income Tax Officer (Kolkata)

(viii) The Establishment doesn't have any such transaction which is not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961 and hence reporting under clause (viii) of the said Order is not applicable.

(ix) The Establishment does not have any loans or other borrowings and hence reporting under clause (ix) of the said Order is not applicable.

(x) (a) According to the information and explanations given to us, the Establishment has not raised any money by way of initial public offer and term loans during the course of our audit and hence reporting under clause (x) (a) of the said Order is not applicable.

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(b) According to the information and explanations given to us, the Establishment has not made any preferential allotment or placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause (x) (b) of the said Order is not applicable.

(xi) (a) According to the information and explanations given to us, no fraud on or by the Establishment has been noticed or reported during the course of our audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have not received any whistle-blower compliant during the year under audit.

(xii) In our opinion and according to the information and explanations given to us, the Establishment is not a nidhi company. Accordingly, clause (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 Establishment, 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 Ind AS financial statements as required by the applicable accounting standards.

(xiv) (a) According to the information and explanation given to us the Establishment is not having internal audit system.

(b) Since, the Establishment is not having internal audit system hence reporting under clause (xiv)(b) of the said Order is not appliable.

(xv) According to the information and explanations given to us and based on our examination of the records of the Establishment, the Establishment has not entered into non-cash transactions with its directors, or directors of its holding company or persons connected with them and hence provisions of section 192 of the Act are not applicable.

(xvi) (a) The Establishment is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) According to the information and explanations given to us and based on our examination of the records of the Establishment, the Establishment has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Establishment is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) The Establishment has not more than one CIC as part of the Group.

(xvii) The Establishment has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities , other information accompanying the financial statements, to the best of our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and Establishment is 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;

(xx) (a) According to the information and explanations given to us and based on our examination of the records of the Establishment, the Establishment has not transferred unspent amount to a Fund specified in Schedule VII to the Companies Act other than ongoing projects, within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;

(b) According to the information and explanations given to us and based on our examination of the records of the Establishment, there is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act.

(xxi) Since, these are the standalone financials statements of the Establishment hence reporting under clause (xxi) of the said Order is not applicable.

For PKF

S. D. Pereira
Partner
Registration No. 552
Dubai, United Arab Emirates
3 April 2021

Balance Sheet as at 31st March, 2021

	Particulars	Note	2021 US$	2020 US$
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Fixed assets			
	Tangible assets	3	6,488,355	7,296,378
	(b) Non-current financial assets	4	37,320	43,890
			6,525,675	**7,340,268**
(2)	**Current assets**			
	(a) Inventories	5	232,363	640,345
	(b) Current financial assets			
	Trade receivables	6	7,103,838	6, 116,075
	Cash and cash equivalents	7	5,844,277	1,655,716
	Other bank balances	8	20,295,663	19,732,497
	Other financial assets	10	2,307,338	3,670,751
	(c) Other current assets	11	2,396,273	1,166,615
			38,179,752	**32,981,999**
	TOTAL ASSETS		**44,705,427**	**40,322,267**
II.	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's funds**			
	(a) Share capital	12	273,748	273,748
	(b) Reserves and surplus		36,825,200	35, 191,972
			37,098,948	**35,465 ,720**
(2)	**Non-current liabilities**			
	Long-term provisions	13	625,714	497,738
(3)	**Current liabilities**			
	(a) Current financial liabilities			
	Trade payables	15	2,476,306	2,513, 167
	Other financial liabilities	16	243,832	268,073
	(b) Other current liabilities	17	4,248,363	1,567,102
	(c) Short-term provisions	18	12,264	10,467
			6,980,765	**4 ,358,809**
	TOTAL EQUITY AND LIABILITIES		**44,705,427**	**40,322 ,267**

The accompanying notes form an integral part of these Ind AS financial statements.
The report of the independent auditor is set forth on pages 1 to 7.

We confirm that we are responsible for these Ind AS financial statements, including selecting the accounting policies and making the judgments underlying them. We confirm that we have made available all relevant accounting records and information for their compilation.

Authorised for issue by the Board of Directors on 3 April 2021 and signed on their behalf by Capt. Soumya Ranjan Patnaik.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

SOUMYA RANJAN PATNAIK
CEO & DIRECTOR

Statement of Profit and Loss for the year ended 31st March, 2021

	Particulars	Note	2021 US$	2020 US$
I	**REVENUE**			
	Revenue	19	71,617,188	57,074,278
	Other income	20	635,746	716,385
	TOTAL REVENUE		**72,252,934**	**57,790,663**
II.	**EXPENSES**			
	Direct costs	21	66,689,830	52,889,677
	Employee benefit expenses	22	1,480,569	1,368,392
	Depreciation expenses	23	847,540	909,548
	Impairment /(reversal of impairment provision) of financial assets (net)	24	772,385	(6,751)
	Other expenses	25	425,358	529,808
	TOTAL EXPENSES		**70,215,682**	**55,690,674**
III.	**Profit before tax (I - II)**		2,037,252	2,099,989
IV.	**Tax expense**		356,271	289,552
V.	**Profit after tax (III - IV)**		**1,680,981**	**1,810,437**
VI.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit and loss:			
	Actuarial (loss)/gain on defined employee benefit plan		(47,753)	12,592
VII.	**Total comprehensive income (V+VI)**		1,633,228	1,823,029
VIII.	**Earnings per share (Basic)**		**1,680,981**	**1,810,437**

The accompanying notes form an integral part of these Ind AS financial statements .
The report of the independent auditor is set forth on pages 1 to 7.

Statement of Changes in Equity for the year ended 31st March, 2021

	Share capital US$	Reserves and surplus US$	Total US$
Balance at 1 April 2019	**273,748**	**33,368,943**	**33,642,691**
Comprehensive income			
- Profit for the year	--	1,810,437	1,810,437
-- Other comprehensive income			
Items that will not be reclassified subsequently to profit and loss:			
Actuarial gain on defined employee benefit plan	--	12,592	12,592
Total comprehensive income for the year	--	1,823,029	1,823,029
Dividends paid during the year	--	--	--
Balance at 31 March 2020	**273,748**	**35,191,972**	**35,465,720**
Comprehensive income			
- Profit for the year		1,680,981	1,680,981
- Other comprehensive income			
Items that will not be reclassified subsequently to profit and loss:			
Actuarial loss on defined employee benefit plan	--	(47,753)	(47,753)
Total comprehensive income for the year	--	1,633,228	1,633,228
Dividends paid during the year	--	--	--
Balance at 31 March 2021	**273,748**	**36,825,200**	**37,098,948**

The accompanying notes form an integral part of these Ind AS financial statements.
The report of the independent auditor is set forth on pages 1 to 7.

Statement of Cash Flows for the year ended 31st March, 2021

	2021 US$	2020 US$
Cash flows from operating activities		
Profit for the year before tax	2,037,252	2,099 ,989
Adjustments for:		
Depreciation on tangible assets	847,540	909,548
Impairment/(reversal of impairment provision) of financial assets (net)	772,385	(6,751)
Profit on disposal of tangible assets (net)	(6,296)	(7,939)
Excess provision written back	(303,745)	(76,109)
Interest income	(301,879)	(606,921)
Operating profit before changes in operating assets and liabilities	3,045,257	2,311,817
Changes in:		
- Inventories	407 ,982	(601,979)
- Trade receivables	(1,760,148)	(3,409,428)
- Other financial assets	1,190,905	(188,899)
- Other current assets	(1,229,658)	319,629
- Trade payables	266,884	353,569
- Other financial liabilities	(24,241)	82,572
- Long-term provisions	80,223	67,021
- Other current liabilities	2,681,261	1,278,540
- Short-term provisions	1,797	1,903
Cash generated from operations	**4,660,262**	**214,745**
Taxes paid	(356,271)	(289,552)
Net Cash from (used in) operating activities	**4,303,991**	**(74,807)**
Cash flows from investing activities		
Payment for tangible assets	(39,517)	(1,059,655)
Proceeds on sale of tangible assets	6,296	7,939
Proceeds from non-current financial assets	6,570	
Increase in fixed deposits	(563,166)	(132,850)
Interest received	474 ,387	714,652
Net cash used in investing activities	**(115,430)**	(469,914)
Net increase/(decrease) in cash and cash equivalents	**4,188 ,561**	**(544,721)**
Cash and cash equivalents at beginning of the year	1,655,716	2,200,437
Cash and cash equivalents at end of the year (note 7)	**5,844,277**	**1,655,716**

Note:
The above Cash Flow Statement has been prepared under the indirect method as set out in Indian Accounting Standard 7 (Ind AS 7), 'Statement of Cash Flows'.

The accompanying notes form an integral part of these Ind AS financial statements.
The report of the independent auditor is set forth on pages 1 to 7.

Notes to the Financial Statements
for the year ended 31st March, 2021

1. LEGAL STATUS AND BUSINESS ACTIVITY

a) **INTERNATIONAL SHIPPING AND LOGISTICS FZE** (the "Establishment") was incorporated on 1 February 2004 in the Jebel All Free Zone pursuant to Law No. 9 of 1992 of late H.H. Sheikh Maktoum Bin Rashid Al Maktoum, the former Ruler of Dubai. The Establishment is a wholly owned subsidiary of T.M. International Logistics Limited, India (the "parent"), which is a joint venture between Tata Steel Limited, India, IQ Martrade Holding and Management GmbH, Dusseldorf, Germany and NYK Holding (Europe) B.V. Netherland. Prior to this, the parent company was a joint venture between Tata Steel Limited, India and IQ Martrade Holding and Management GmbH, Dusseldorf, Germany. The registered office is located at P.O. Box 18490, Dubai, UAE.

b) The Establishment's principal activity is chartering of vessels and transporting marine cargo on behalf of its customers.

c) In the year 2011, the Establishment has registered a branch in Dubai Multi Commodities Centre Authority (DMCC), which operates under the name "International Shipping and Logistics FZE". These Ind AS financial statements include the assets, liabilities and operating results of the branch.

2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted are as follows:

a) Statement of compliance
The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, as amended from time to time.

b) Basis of preparation and presentation
The Ind AS financial statements are prepared under the historical cost convention on accrual basis.

When preparing the financial statements, management makes an assessment of the Establishment's ability to continue as a going concern. Financial statements are prepared on a going concern basis unless management either intends to liquidate the Establishment or to cease operations, or has no realistic alternative but to do so.

The outbreak of Covid-19 continues to cause disruptions in normal lives and business in several ways. The uncertainty due to Covid-19 outbreak with regard to the future impact on the Establishment's business performance has also been considered as part of Management's assessment of the Establishment's ability to continue as a going concern. As the Establishment is principally engaged in the activities of chartering of vessels and transporting marine cargo on behalf of its customers, Covid-19 is not expected to have a significant impact on the Establishment. Hence, the management has determined that there is no material uncertainty that casts doubt on the Establishments' ability to continue as a going concern.

c) Presentation currency
Although the currency of country of domicile is UAE Dirham, these Ind AS financial statements are presented in US Dollars (US$), which is considered to be the functional currency of the Establishment.

d) Vessel and other tangible assets
Tangible assets are stated at cost less accumulated depreciation and impairment losses. For vessels purchased, these costs include capitalisable expenditures that are directly attributable to the acquisition of the vessel.

The cost is depreciated over their estimated useful lives using the straight-line method applying the rates, which are specified in the Act or based on estimated useful life whichever is higher. Residual value of the vessel is estimated as the lightweight tonnage of the vessel multiplied by steel scrap value per ton. Future depreciations are based on depreciation schedules including residual values. Expected useful lives of assets, and residual values, are reviewed at each balance sheet date and, where they differ significantly from previous estimates, depreciation calculations are altered accordingly.

The details of estimated life for each category of assets are as under:

Type of asset	Estimated life
Vessel	1 to 5 years
Freehold buildings	30 years
Furniture and fixtures	5 years
Office equipment	5 years
Computers	4 years
Vehicles	5 years

The useful life of the vessel has been derived based on technical advice after taking into account its nature, its estimated uses, its operating condition, its past history of replacement, its anticipated technological changes, etc

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the expenditure will flow to the Establishment and such cost can be measured reliably.

Such cost includes the cost of replacing part of the tangible assets. When significant parts of tangible assets are required to be replaced at intervals, the Establishment recognises such parts as individual assets with specific useful lives and depreciates them accordingly. The carrying amount of replaced parts is derecognised.

All other repairs and maintenance costs are charged to statement of profit and loss during the financial year in which they are incurred.

Costs related to dry-docking or other major overhauls are recognised in the carrying amount of the vessel. The recognition is made when the dry-docking has been performed and is depreciated based on estimated time to the next class renewal. The remaining costs that do not meet the recognition criteria are expensed as repairs and maintenance.

An assessment of depreciation method, useful lives and residual values is undertaken at each reporting date and, where material, if there is a change in estimate, an appropriate adjustment is made to the depreciation charge.

Vessels and other tangible assets are derecognised upon disposal or when no future economic benefits are expected from their use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

e) Inventories
Cost of bunkers and lubricants are stated at Weighted Average Cost (WAC) method and comprise invoice value plus applicable landing charges.

f) Staff end-of-service benefits
The Establishment provides gratuity and leave encashment benefits to its employees. Gratuity and leave encashment liabilities are not funded. The present value of these defined benefit obligations is ascertained by an independent actuarial valuation as per the requirement of Ind-AS 19 'Employee Benefits'. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date, together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in the other comprehensive income in full in the year in which they occur, if significant.

g) Revenue recognition
The Establishment is in the business of chartering of vessels and transporting marine cargo on behalf of its customers.

Revenue from contracts with customers is recognised when the control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Establishment expects to be entitled in exchange for those goods or services.

The Establishment recognises revenue from contracts with customers based on a five-step model as set out in Ind AS 115:

1. Identify the contracts with customers: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

3. Determine the transaction price: The transaction price is the amount of consideration to which the Establishment expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Establishment will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Establishment expects to be entitled in exchange for satisfying each performance obligation.

5. Recognise revenue when (or as) the Establishment satisfies a performance obligation at a point in time or over time.

The Establishment satisfies a performance obligation and recognises revenue over time, if one of the follow ing criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Establishment's performance as the Establishment performs; or
- The Establishment's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Establishment's performance does not create an asset with an alternative use to the Establishment and the Establishment has an enforceable right to payment for performance completed to date.

The Establishment is required to assess each of its contracts with customers to determine whether performance obligation are satisfied over time of at a point in time in order to determine appropriate method of recognising revenue.

Sale of services

The Establishment provides services that are sold separately. The services can be obtained from other providers and do not significantly modify or customise the services.

The Establishment has concluded that revenue from sale of services should be recognised over time using input method.

Voyage charter

Contract with a customer in case of voyage charter is recognised over time when all the following criteria's are met:

- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Establishment;
- The stage of completion of the transaction at the end of the reporting period can be measured reliably ; and
- The cost incurred for the transaction and the costs to complete the transaction can be measured reliably.

When the outcome of the transaction cannot be estimated reliably, revenue shall be recognised only to the extent of the expenses recognised that are recoverable. For voyages in progress, where revenue is recognised in excess of billings, the amount is recognised as contract assets.

Losses on voyages are recognised during the year in which the loss first becomes probable and can be reasonably estimated.

Time charter

Revenue under time charter is recognised based on the terms of the time charter agreement and is recognised over time.

Demurrage income

Demurrage income represents payments by the customers to the Establishment when loading or discharging time exceeds the stipulated time in the time/voyage charter, and is recognised at a point in time, when services have been performed and there exists no significant uncertainty as to its measurability and collectability .

Commercial management fee

Commercial management fee charged for managing and monitoring the performance of vessels of a related party is recognised at a point in time, as per terms agreed.

h) Contract assets

A Contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Establishment performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised from the earned consideration that is conditional. The contract assets are transferred to receivable when the rights become unconditional.

i) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Establishment has received consideration from the customer. If a customer pays consideration before the Establishment transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Establishment performs under the contract.

j) Leases

As a lessee

The Establishment leases office premises. Rental contracts are typically made for fixed periods of 1 year but may have extension options except in case of some office spaces due to the fact that the Establishment could replace them without significant cost or business disruption. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions . The lease arrangements do not impose any covenants , however leased assets are not used as security for borrowing purposes.

Short-term leases

The Establishment applies the short-term recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

As a lessor

Leases in which the Establishment does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases . Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the year in which they are earned.

Notes to the Financial Statements for the year ended 31st March, 2021

k) Cash and cash equivalents

Cash and cash equivalents comprise cash, bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity date of three months or less from the date of investment that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

l) Foreign currency transactions

Transactions in foreign currencies are translated into US$ at the rate of exchange ruling on the date of the transactions.

Monetary assets and liabilities expressed in foreign currencies are translated into US$ at the rate of exchange ruling at the reporting date.

Gains or losses resulting from foreign currency transactions are taken to the statement of profit and loss.

m) Provision

Provision is recognised when the Establishment has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle, a provision is expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

n) Taxes on income

Provision for tax is made under the tax laws of India on the basis of results of operations in India, apply ing tax rates specified in the law of income tax on entities. Any tax liability , that may arise in future on completion of pending tax assessments is not expected to be material and would be paid for and accounted in the financial statements of the year in which the tax assessments are completed.

o) Value added tax

As per the Federal Decree-Law No. (08) of 2017, Value Added Tax (VAT), is charged at 5% standard rate or 0% (as the case may be) on every taxable supply and deemed supply made by the taxable person. The Establishment is required to file its VAT returns and compute the payable tax (which is output tax less input tax) for the allotted tax period's and deposit the same within the prescribed due dates of filing VAT return and tax payment.

p) Current versus non-current classification

The Establishment presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period. or,

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period. or,

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Establishment classifies all other liabilities as non-current.

q) Financial instruments

Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVTOCI")-debt investment; FVTOCI-equity investment; or fair value through profit or loss ("FVTPL").

The classification of financial assets at initial recognition depends the financial assets' contractual cash flow characteristics and the Establishment's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrumental level.

The Establishment's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cashflows, selling the financial assets, or both.

Financial liabilities are classified as financial liabilities at FVTPL or at amortised cost. The Establishment determines the classification of its financial liabilities at initial recognition.

Recognition
Financial assets and financial liabilities are recognised when, and only when, the Establishment becomes a party to the contractual provisions of the instrument. Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Establishment commits to purchase or sell the asset.

Derecognition
Financial assets are de-recognised when, and only when,
- The contractual rights to receive cash flows expire or
- The Establishment has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  (a) the Establishment has transferred substantially all the risks and rewards of the asset,
  or
  (b) the Establishment has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities are de-recognised when, and only when, they are extinguished i.e. when obligation specified in the contract is discharged, cancelled or expired.

Measurement
A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition. Transactions costs of financial assets carried at FVTPL are expensed in profit or loss.

The following accounting policies apply to the subsequent measurement of financial assets and liabilities.

Financial assets at amortised cost
Financial assets that meet the following conditions are subsequently measured at amortised cost less impairment loss and deferred income, if any (except for those assets that are designated as at fair value through other comprehensive income on initial recognition) using the effective interest method. All other financial assets are subsequently measured at fair value.

1. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
2. the contractual terms of the instrument give rise to cash flows on specified dates that are solely payments of principal and profit on the principal amount outstanding.

Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

The financial assets at amortised cost comprise of non-current financial assets, trade receivables, cash and cash equivalents, other bank balances and other financial assets.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at amortised cost comprise of trade and other payables.

Impairment of financial assets
The Establishment recognises an allowance for expected credit losses for all investments in debt instruments not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Establishment expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Loss allowances are measured on either of the following basis:
- 12-month ECLs: ECLs that result from possible default events within 12 months after the reporting date; and
- Lifetime ECLs: ECLs that result from all possible default events over the expected life of a financial instrument.

The Establishment measures the loss allowance at an amount equal to lifetime ECLs, except for the following which are measured as 12-month ECLs:
- Bank balances and other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Establishment has elected to measure loss allowances for trade receivables and contract assets at an amount equal to lifetime ECLs. The Establishment applies a simplified approach in calculating expected credit losses. The Establishment does not track changes in credit risk, but instead recognises a loss allowance based on lifetime expected credit losses at each reporting date. The Establishment has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Establishment considers reasonable and supportive information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Establishment's historical experience and informed credit assessment and including forward-looking information.

The Establishment assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Establishment considers a financial asset to be in default when:
- The customer is unlikely to pay its credit obligations to the Establishment in full, without recourse by the Establishment to actions such as realising security (if any is held); or
- The financial asset is more than 365 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Establishment is exposed to credit risk.

At each reporting date, the Establishment assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the asset.

Offsetting
Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

Equity
Share capital is recorded at the value of proceeds received towards interest in share capital of the Establishment.

r) Significant judgments and key assumptions
The significant judgments made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

Classification of financial assets
The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Establishment's business model for managing them.

Impairment
At each reporting date, management conducts an assessment of property, plant, equipment and intangible assets to determine whether there are any indications that they may be impaired. In the absence of such indications, no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made.

The Establishment applies expected credit loss (ECL) model to measure loss allowance in case of financial assets on the basis of 12-month ECLs or Lifetime ECLs depending on credit risk characteristics and how changes in economic factors affect ECLs, which are determined on a probability-weighted basis.

Leases

Determining the lease term

The Establishment determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Establishment has the option, under some of its leases to lease the assets for additional years. The Establishment applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. The Establishment considers all relevant factors that create an economic incentive for it to exercise the renewal.

Recognition of revenue and allocation of transaction price

Identification of performance obligations

Revenue from time and voyage chartering is recognised over time as performance obligations are fulfilled in accordance with Ind AS 115 - Revenue from Contracts with Customers. The timing of revenue recognition is subject to judgement surrounding the costs expected to be incurred in completing the work, as revenue on contracts is recognised on a percentage completion basis.

Revenue from commercial management fee is provided as a single component to customers and accordingly it becomes a single performance obligation in respect of the service being provided.

Determine timing of satisfaction of performance obligation

The Establishment concluded that revenue from time and voyage chartering is to be recognised over time as the customer simultaneously receives the benefit as the Establishment performs.The fact that another entity would not need to re-perform the service that the Establishment has provided to date demonstrates that the customer simultaneously receives and consumes the benefits of the Establishment's performance as it performs.

The Establishment has determined that the input method is the best method in measuring progress of the time and voyage chartering service because there is a direct relationship between the Establishments effort and the transfer of service to the customer.

The Establishment concluded that the revenue from commercial management fee is to be recognised at a point in time when the service has been provided to the customers.

s) Key sources of estimation uncertainty

Key assumptions made concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are as follows:

Carrying values of property, plant and equipment

Residual values are assumed to be zero unless a reliable estimate of the current value can be obtained for similar assets of ages and conditions that are reasonably expected to exist at the end of the assets' estimated useful lives. Depreciation is based on estimates of the vessel's useful life, residual value less scrapping costs and the depreciation method, which are reviewed by management at each balance sheet date. Any changes in estimated useful life and/or residual value impact the depreciation of the vessel prospectively.

Impairment

Assessments of net recoverable amounts of tangible assets, intangible assets and all financial assets other than receivables (see above) are based on assumptions regarding future cash flows expected to be received from the related assets.

Impairment of financial assets

The loss allowance for financial assets are based on assumpt ions about the risk of default and expected loss rates. The management uses judgement in making these assumpt ions and selecting the inputs to the impairment calculations based on the past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Post-retirement benefits

The Establishment computes the provision for the liability to staff end-of-service benefits stated at US$ 614,838 (previous year US$ 491,652) assuming that all employees were to leave as of the reporting date. The amount of provision is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actuarial developments in the future. These include determination of discount rate; future salary increases and mortality rate. Due to the complexity of valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Impact of Covid-19

Since the outbreak is evolving rapidly, the Establishment continues to assess the impact of Covid- 19 on its operations on a regular basis. The management believes that there exists a material uncertainty in respect of expected duration and its potential impact on the overall economy . However, the management concluded that there is no significant impact of Covid-19 on its operations due to nature of Establishment's business activities.

Notes to the Financial Statements for the year ended 31st March, 2021

3. TANGIBLE ASSETS

	Vessel US$	Freehold buildings US$	Furniture and fixtures US$	Office equipment US$	Computers US$	Vehicles US$	Total US$
Cost							
At 1 April 2019	8,163,118	957,239	164,881	43,167	17,868	155,151	9,501,424
Additions	996,181	-	-	716	1,308	61,450	1,059,655
Disposal	-	-	-	-	-	(31,276)	(31,276)
Assets written off	-	-	-	(7,538)	(2,784)	-	(10,322)
At 31 March 2020	9159,299	957,239	164,881	36,345	16,392	185,325	10,519,481
Additions	-	-	1,834	3,115	7,033	27,535	39,517
Disposal	-	-	-	-	-	(23,241)	(23,241)
Assets written off	-	-	(4,718)	(5,132)	(811)	-	(10,661)
	9,159,299	**957,239**	**161,997**	**34,328**	**22,614**	**189,619**	**10,525,096**
Accumulated depreciation and impairment losses							
At 1 April 2019	1,833,832	244,637	164,469	38,892	11 418	61,905	2,355,153
Depreciation	840,118	31,963	412	1,843	3,264	31,948	909,548
Adjustment relating to disposal of assets	-	-	-	-	-	(31,276)	(31,276)
Adjustment relating to assets written off	-	-	-	(7,538)	(2,784)	-	(10,322)
At 31 March 2020	2,673,950	276,600	164,881	33,197	11,898	62,577	3,223,103
Depreciation	776,703	31,876	46	1,269	3,603	34,043	847,540
Adjustment relating to disposal of assets	-	-	-	-	-	(23,241)	(23,241)
Adjustment relating to assets written off	-	-	(4,718)	(5,132)	(811)	-	(10,661)
	3,450,653	**308,476**	**160,209**	**29,334**	**14,690**	**73,379**	**4,036,741**
Carrying amount							
At 1 April 2019	6,329,286	712,602	412	4,275	6,450	93,246	7,146,271
At 31 March 2020	6,485,349	680,639	-	3,148	4,494	122,748	7,296,378
At 31 March 2021	**5,708,646**	**648,763**	**1,788**	**4,994**	**7,924**	**116,240**	**6,488,355**

Notes to the Financial Statements for the year ended 31st March, 2021

4. NON-CURRENT FINANCIAL ASSET

	2021 US$	2020 US$
Employee security deposits[(a)]	25,491	32,061
Other deposits	11,829	11,829
	37,320	43,890

(a) These deposits are held with Jebel Ali Free Zone Authority and Dubai Multi Commodities Centre.

5. INVENTORIES

	2021 US$	2020 US$
Bunkers and lubricants	232,363	640,345

6. TRADE RECEIVABLES

	2021 US$	2020 US$
Current trade receivables:		
Less than six months	7,096,894	6,086,834
More than six months	3,083,163	2,333,075
Gross current trade receivables	10,180,057	8,419,909
Less: Allowance for expected credit losses	(3,076,219)	(2,303,834)
	7,103,838	6,116,075

Classification of current trade receivables:

	2021 US$	2020 US$
Secured, considered good	--	--
Unsecured, considered good	7,103,838	6,116,075
Doubtful	3,076,219	2,303,834
Total current trade receivables	10,180,057	8,419,909

A reconciliation of the movement in allowance for expected credit losses for trade receivables is as follows:

	2021 US$	2020 US$
Opening balance	2,303,834	2,310,585
Provisions made during the year	772,385	--
Provisions no longer required written back	--	(6,751)
Closing balance	3,076,219	2,303,834

7. CASH AND CASH EQUIVALENTS

	2021 US$	2020 US$
Cash on hand	2,365	1,198
Balances with banks in current accounts	5,841,912	1,654,518
Cash and cash equivalents	5,844,277	1,655,716

8. OTHER BANK BALANCES

	2021 US$	2020 US$
Bank deposits (with 3-12 months' maturity)	20,295,663	19,732,497

Notes to the Financial Statements for the year ended 31st March, 2021

9. RELATED PARTIES

The Establishment enters into transactions with entities that fall within the definition of a related party as contained in Ind AS 24: 'Related Party Disclosures'. The management considers such transactions to be in the normal course of business.

Related parties with whom transactions were entered and balances appeared comprise the parent company, the ultimate parent company, joint ventures of the parent company, directors, companies under common ownership/management control, associate, fellow subsidiaries and key management personnel.

Parent company	TM International Logistics Limited, India
Ultimate parent company	Tata Steel Limited, India
Directors	Mr. Dinesh Shastri (Chairman) Mr. Guenther Hahn Mr. Sandeep Bhattacharya Capt. S.R. Patnaik
Companies under common ownership/management control	Martrade Gulf Logistics FZC, Dubai Martrade Shipping & Logistics GmbH, Germany Tata Steel Asia (Hongkong) Limited, Hong Kong
Fellow subsidiaries	TKM Global GmbH, Germany TKM Global Logistic Ltd. TKM Global China Limited, China

At the reporting date, significant balances with related parties were as follows:

	Parent company US$	Fellow subsidiaries US$	Companies under common ownership/ management control US$	Total 2021 US$	Total 2020 US$
Included in other financial assets	--	--	**1,984,349**	**1,984,349**	
	--	--	**3,237,307**		3,237,307
Included in advance to suppiers	--	--	**--**	**--**	--
	20,792	--	**--**	**--**	20,792

All balances are unsecured and are expected to be settled in cash. Repayment and other terms are set out in notes 26.

Significant transactions with related parties during the period were as follows:

	Ultimate parent company	Parent company	Fellow subsidiaries	Companies under common ownership/ management control	Directors/ key management personnel	Total 2021	Total 2020
		US$	US$	US$	US$	US$	US$
Commercial management fee	--	--	--	27,500		**27,500**	--
	--	--	--	32,500	--	**--**	32,500
Ocean freight income	4,261,842	--	--	--	--	**4,261,842**	
	--	--	--	--	--	**--**	--
Direct costs (services received)	57,664	29,604	81,341	--	--	**168,609**	
	--	13,082	128,727	--	--	**--**	141,809
Reimbursement of expenses (included in direct costs)	--	--	2,484	--	--	**2,484**	--
	--	--	2,107	--	--	**--**	2,107
Reimbursement of services received	--	1,331,628	--	--	--	**1,331,628**	--
	--	640,519	--	--	--	**--**	640,519
Directors' fees, remuneration and benefits[(a)]		--	--	--	343,965	**343,965**	--
		--	--	--	346,681	**--**	346,681

(a) Include staff end-of-service gratuity and Director's sitting fees.

Administrative services are availed from a related party as per agreed rates.

The Establishment has entered into significant transactions and contracts with related parties on an arm's length price basis.

10. OTHER FINANCIAL ASSETS

	2021 US$	2020 US$
Staff loans and advances	4,144	7,399
Deposits (other than employee security deposits)	8,962	4 ,885
Contract assets relating to costs incurred to		
fulfil a contract	247,148	19,869
Interest accrued on fixed deposits	45,186	217 ,694
Other receivables (a)	2,001,898	3,420,904
	2,307,338	**3,670,751**

(a) This includes US$ 1,984,349 (previous year US$ 3,237,307) due from Martrade Shipping & Logistics GmbH, Germany towards expenses incurred for commercial management of voyages.

11. OTHER CURRENT ASSETS

	2021 US$	2020 US$
Prepaid expenses	256,042	349,738
Advance to suppliers	2,049,283	725,928
Advance tax	90,948	90,949
	2,396,273	**1,166,615**

12. SHARE CAPITAL

	2021 US$	2020 US$
Issued and paid up:		
1 share of AED 1,000,000 (translated to US$ at the fixed exchange rate of AED 3.653 = US$ 1.00)	273,748	273,748

13. LONG-TERM PROVISIONS

	2021 US$	2020 US$
Provision for employee benefits		
Post-retirement benefits	602,981	481,500
Other long-term employee benefits	22,733	16,238
	625,714	**497,738**

14. POST-RETIREMENT BENEFITS

The Establishment operates post retirement defined benefit plans as follows:

	2021 US$	2020 US$
Unfunded		
Post-Retirement Gratuity		
Details of the gratuity plan are as follows:		
a. Opening obligation	491,652	436,081
b. Current service cost	53,107	48,453
c. Interest cost	24,637	19,710
d. Actuarial loss/(gain)	47,753	(12,592)
e. Benefits paid	(2,311)	--
f. Closing obligation	**614,838**	**491,652**
2. Expense recognised during the year		
a. Current service cost	53,107	48,453
b. Interest cost	24,637	19,710
c. Expected return on plan assets	-	-
d. Actuarial loss/(gain)	47,753	(12,592)
e. Expense recognised in the year	**125,497**	**55,571**
3. Key Assumptions used		
a. Discount rate	3.20%	4.50%
b. Rate of escalation in salary (per annum)	3.5% for first two years; 4.50% thereafter	5.00%
c. Mortality rate	Indian Assured Lives Mortality (2006-08) unit	Indian Assured Lives Mortality (2006-08) unit
4. Information for current and previous financial year		
a. Present value of defined benefit obligation	(614,838)	(491,652)
b. Plan assets at the end of the year	NA	NA
c. Funded status	(614,838)	(491,652)
d. Experience (loss)/gain adjustment on plan liabilities	(14,662)	16,425
e. Experience gain/(loss) adjustment on plan assets	NA	NA
f. Actuarial (loss)/gain due to change on assumptions	62,415	(29,017)
g. Benefits paid directly by Establishment	(2,311)	--

15. TRADE PAYABLES

	2021 US$	2020 US$
Creditors for services	524,688	990,027
Provision for operating expenses	1,925,290	1,469,823
Accruals	26,328	53,317
	2,476,306	**2,513,167**

16. OTHER FINANCIAL LIABILITIES

	2021 US$	2020 US$
Staff accruals	243,832	268,073

17. OTHER CURRENT LIABILITIES

	2021 US$	2020 US$
Contract liabilities relating to advance[a]	4,248,363	1,567,102

a) Includes US$ 3,810 (previous year US$ 24,586) received towards advance rent from the tenant.

18. SHORT-TERM PROVISIONS

	2021 US$	2020 US$
Provision for employee benefits:		
Post-retirement benefits	11,857	10,152
Other short-term employee benefits	407	315
	12,264	**10,467**

19. REVENUE

The Establishment generates revenue from the transfer of services over time and at a point in time. The disaggregated revenue from contracts with customers by geographical segments , service lines and timing of revenue recognition are presented below. The management believes that this best depicts the nature, amount, timing and uncertainty of the Establishment's revenue and cash flows.

	2021 US$	2020 US$
Primary Geographical segment		
- UAE	18,195,924	8,797,258
- Asian countries	47,795,404	41,834,122
- Australia	-	983,665
- American countries	1,607,293	636,919
- Other middle east countries	208,411	1,285,166
- Europe	3,810,156	3,537,148
	71,617,188	**57,074,278**
Major service lines		
Time chartering	3,753,190	1,897,038
Voyage chartering	61,317,352	51,517,768
Revenue form owned vessel[a]	6,519,146	3,486,814
Commercial management fees	27,500	172,658
	71,617,188	**57,074,278**

a) This comprises of revenue from voyage chartering out of owned vessel in the current year, whereas the revenue was earned from time chartering in previous year.

Timing of revenue recognition		
Over period of time	67,203 ,990	53,035,684
At a point in time	4,413,198	4,038,594
	71,617,188	**57,074,278**

20. OTHER INCOME

	2021 US$	2020 US$
Profit on disposal of tangible assets (net)	6,296	7,939
Interest income on fixed deposits	301,879	606,921
Excess provision written back	303,745	76,109
Rental income	23,685	12,439
Insurance claim received		12,490
Miscellaneous income	141	487
	635,746	716,385

21. DIRECT COSTS

	2021 US$	2020 US$
Vessel hire charges	38,046,987	29,755, 137
Bunkering costs	12,431,984	12,011,059
Operating expenses on owned vessel[a]	3,726,796	2,054,369
Other direct costs	12,484,063	9,069,112
	66,689,830	52,889,677

a) This comprises of bunkering costs amounting to US$ 1,774,270 (previous year US$ 356,130) and other operating expenses US$ 1,952 ,526 (previous year US$ 1,698,239)

22. EMPLOYEE BENEFIT EXPENSES

	2021 US$	2020 US$
Directors' fees, remuneration and benefits	326,445	329,161
Staff salaries and benefits	1,076,380	971,068
Staff end-of-service gratuity[a]	77,744	68,163
	1,480,569	1,368,392

(a) This includes an amount of US$ 17,520 (previous year US$ 17,520) payable to the Director.

23. DEPRECIATION EXPENSES

	2021 US$	2020 US$
Depreciation on tangible assets	**847,540**	**909,548**

24. IMPAIRMENT/(REVERSAL OF IMPAIRMENT PROVISION) OF FINANCIAL ASSETS (NET)

	2021 US$	2020 US$
On trade and other receivables	**772,385**	**(6,751)**

25. OTHER EXPENSES

	2021 US$	2020 US$
Operating lease expenses	19,074	19,019
Other expenses	406,284	510,789
	425,358	**529,808**

26. FINANCIAL INSTRUMENTS

The net carrying amounts and fair values as at the reporting date of financial assets and financial liabilities are as follows:

	At amortised cost 2021 US$	At amortised cost 2020 US$
Financial assets		
Non-current financial assets	37,320	43,890
Trade receivables	7,103,838	6,116,075
Cash and cash equivalents	5,844,277	1,655,716
Other bank balances	20,295,663	19,732,497
Other financial assets	2,307,338	3,670,751
	35,588,436	**31,218,929**
Financial liabilities		
Trade payables	2,476,306	2,513,167
Other financial liabilities	243,832	268,073
	2,720,138	**2,781,240**

Management of risks

The management conducts and operates the business in a prudent manner, taking into account the significant risks to which the business is or could be exposed.

The primary risks to which the business is exposed,which are unchanged from the previous year, comprise credit risks, liquidity risks and market risks (including currency risks, cash flow interest rate risks and fair value interest rate risks).

Credit risk is managed by assessing the creditworthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up.

Management continuously monitors its cash flows to determine its cash requirements in order to manage exposure to liquidity risk.

The Establishment avails and renders services in local and foreign currencies. Exposure to foreign currency transactions is minimised where possible by denominating such transactions in UAE Dirhams, which has a fixed parity with US Dollars.

Exposures to the aforementioned risks are detailed below:

Credit risk

Financial assets that potentially expose the Establishment to concentrations of credit risk comprise principally bank accounts, trade and other receivables, short term loans and advances and other financial assets.

The Establishment's bank accounts are placed with high credit quality financial institutions.

The Establishment uses an allowance matrix to measure the expected credit losses of trade receivables . Loss rates are calculated using a 'flow rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Flow rates are calculated separately for exposures in different segments based on the age of customer relationship.

Based on the assessment, the management believes that the impairment requirement under Ind AS 109 does not have any significant impact on the Ind AS financial statements.

	Bank balances (fixed deposits including accrued interest		Trade and other receivables	
	2021 US$	2020 US$	2021 US$	2020 US$
UAE	--	--	79,906	--
Other middle East countries	20,340,846	19,849,384	--	--
Asian countries	--	100,807	10,100,151	8,419,909

Significant concentration of credit risk by industry are as follows:

	2021 US$	2020 US$
Minerals	6,851,757	8,151,194
Shipping	1,461,399	15,213
Fertilizer	--	100,871
Steel	1,866,901	84,049
Construction	--	68,582

Currency risk

Reasonably possible changes to exchange rates at the reporting date are unlikely to have had a significant impact on profit or equity

Interest rate risk

Fixed deposit accounts are subject to fixed interest rates at levels generally obtained in the UAE and are therefore exposed to fair value interest rate risk.

Fair values

The management assesses the fair values of all its financial assets and financial liabilities at each reporting date.

The fair values of cash and cash equivalents, trade receivables, other bank balances and other current financial assets approximate their carrying amounts largely due to the short-term maturities of these instruments

27. AUDITOR'S REMUNERATION

	2021 US$	2020 US$
Audit fees	**19,162**	**19,162**

28. VESSEL HIRE COMMITMENTS

The Establishment has entered into non-cancellable vessel charter agreement for which the future minimum hire payments to be made are as follows:

	2021 US$	2020 US$
Not later than one year	**3,488,693**	**727,432**

29. VESSEL HIRE INCOME

The Establishment has entered into non-cancellable operating hire agreements for chartering vessels. The total minimum hire income to be received is as follows:

	2021 US$	2020 US$
Not later than one year	**134,758**	**--**

30. CONTINGENT LIABILITIES

	2021 US$	2020 US$
Income-tax demand	**1,260**	**3,934**

The above income tax demand represents the demand from the Indian income tax authorities for against additional tax of US$ 1,260 pertaining to assessment years 2010-11, 2012-13 and 2014-15 .

31. EARNINGS PER SHARE (BASIC)

The Establishment has entered into non-cancellable vessel charter agreement for which the future minimum hire payments to be made are as follows:

	2021 US$	2020 US$
Basic	**1,680,981**	**1,810,437**

32. COMPARATIVE INFORMATION

Previous year's figures have been regrouped/reclassified whenever necessary to make them comparable to the those of current year.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

SOUMYA RANJAN PATNAIK
CEO & DIRECTOR

NOTES

TKM Global GmbH

CORPORATE INFORMATION

Board of Directors
(As on 1st April, 2021)

Director
Mr. Amar Patnaik- Managing Director
(Geschaeftsfuehrer)

Registered Office
Finland House
Esplanade 41, 20354 Hamburg
Germany

Tel: +49 40 238802 15
Fax: +49 40 238802 79

Management Team
Mr. Gerhard Schiefer – General Manager
(Prokurist)

Auditors
M/s. BSL Boege Rohde Luebbehuesen
Hamburg, Germany

Bankers
Commerzbank
State Bank of India

TKM GLOBAL GMBH
DIRECTORS' REPORT

TO THE MEMBERS,

I have pleasure in presenting the business and operations of the Company along with the Audited Statement of Accounts for the year ended 31st March, 2021.

FINANCIAL RESULTS:

Sl. No.	Particulars	31.03.2021 Amount in INR	31.03.2021 Amount in EUR	31.03.2020 Amount in INR	31.03.2020 Amount in EUR
(a)	Total Income	488,180,274	5.878.149	660,082,729	7.948.016
(b)	Less: Operating and Administrative Expenses	436,847,819	5.260.058	575,999,005	6.935.569
(c)	**Profit before taxes (PBT)**	**51,332,457**	**618.091**	**84,083,724**	**1.012.447**
(d)	Less: taxes (including deferred taxes)	15,111,362	181.955	16,796,619	197.226
(e)	**Profit after taxes (PAT)**	**36,221,094**	**436.136**	**64,287,105**	**815.221**

DIVIDEND

The Management has proposed the payment of dividend of INR 22.000.000 (EUR 250.564) to its shareholders for the year ended 31.03.2021.

Europe was hit in full blow by the outbreak of COVID 19 starting Feb 2020 and at the beginning of FY21, Europe went into a severe lock down having to bear a heavy human cost of life. During the entire financial year, the COVID 19 related impact continued with a second wave causing even larger loss of human life and disruptions to business than the first wave.

As we end FY21, whole of Europe remains shut down with severe quarantine restrictions in place affecting both business and way of life.

The team at TKM Global GmbH during this entire period of high uncertainty, health risks and downturn in economic activities has remain motivated and put up an extraordinary effort to ensure that none of its customers service delivery requirements is unmet.

Over and above the downside of the pandemic, the red-hot container freight market which has since Sep 2020 gone through the roof compounded by shortage of space and equipment has aggravated the difficulties of global supply chain.

I am happy to report that agility in our decision making and initiating action to an ever-changing market situation has helped us stay ahead of competitors and beat the downturn. I would like to place on record and a big thank you for the commitment of the team to have shouldered the responsibility, taking individual ownership to tide over the adverse situation.

OPERATIONAL REVIEW

During the year under review, the Company has achieved a total Revenue of Euro 5.878.149 (₹ 488.180.274) as compared to Euro 7,948,016 (₹ 660,082,729) during the previous year.

During FY 20-21, the plan for break bulk cargo was 15,000 freight tons against which the actual for the year has been achieved at 4800 tons. A drop due to COVID pandemic and stoppage of Tata Steel's KPO phase II project.

The airfreight volume stood at 256 metric tons.
Total of 1618 air shipments have been handled during the year under review. This is a slight increase as compared to the figure of the previous year (1599 shipments).

However, the per unit contribution on airfreight was higher than last year by 350%.

The Contribution from operations stood at EUR 2,115,890 (₹175,724,665) with the corresponding EBT at EUR 871,372 (₹72,367,362).

The turnover per employee was about EUR 734,769 (₹ 61,022,534) for the year with an operating productivity of 300 shipments per employee per annum with a total of 2400 shipments handled during FY20-21.

Employee productivity :

We would like to emphasize that the productivity per employee in terms of number of handling 2400 numbers of shipments during COVID time is a record high. This stood at 300 shipment per employee.

The corresponding per employee Revenue exceeded USD 895,000 with a commensurate per employee contribution of USD 325,000.

OPPORTUNITIES AND THREATS

i. The shipping industry and in particular container shipping has been thrown out of gear since the breakout of COVID-19. There is an acute shortage of shipping space and equipment. We foresee that the challenges will continue late into 2021.
ii. With the container freight business having become transactional, the way forward is for the business to consolidate service offerings under a single commercial and service delivery contract
iii. Combine shore side services with ocean and air freight
iv. Tata Steel project imports for TSK Phase II expansion holds a very positive opportunity. However, under current conditions where rationalisation of funds, several project orders have been kept on hold. We do not expect these orders to executed during FY21-22
v. Annual rate contracts for FCL business under a volatile freight market will expose us to some degree of risk. Necessary steps to minimize the risk are being followed in terms of quarterly contracts. However, by the very nature of the trading business, we will have to live with some degree of the risk.
vi. An integrated approach of the forwarding activity with that of custom clearance and inland logistics has significantly improved our possibilities to offer a consolidated service end to end
vii. Integrating the warehousing and In-plant material management would further improve this chain and is expected to result increased revenue and contribution across the chain

EMPLOYEE RELATIONS

The Company continued to maintain excellent and cordial Employee Relationship and concerted efforts were put in to maintain Harmony and Peace. The Company expresses its appreciation for the dedication, commitment and sincere hard work rendered by the employees throughout the year without which the operating and financial results would not have been possible to achieve.

DIRECTORS

As on 31st March 2021, Mr. Amar Patnaik continued to be the 'Geschaeftsfuehrer' (Managing Director) and Mr. Gerhard Schiefer as the 'Prokurist' (General Manager) of the Company.

AUDITORS

M/s. Moore BRL GmbH are the Statutory Auditors of the Company.

AUDIT OBSERVATIONS & EXPLANATIONS/COMMENTS BY THE BOARD

No qualification, reservation or adverse remark or disclaimer have been made by the Auditor's in their report.

ACKNOWLEDGEMENT

I wish to take the opportunity to place on record my appreciation for the continued assistance, support and co-operations extended by our partners, agents and valued service providers.

For TKM Global GmbH

Date: 9th April, 2021
Place: Hamburg, Germany

Amar Patnaik
Geschaeftsfuehrer
(Managing Director)
DIN: 02730170

TKM GLOBAL GmbH

INDEPENDENT AUDITORS' REPORT

To TKM Global GmbH

Opinion

1. In our opinion the accompanying financial reporting, which comprises the balance sheet as at March 31, 2021, and the income statement, statement of changes in equity and cash flow statement for the year then ended and notes to the financial reporting, including a summary of signif- icant accounting policies has been prepared, in all material respects, in conformity with the TM International Logistic Limited group's accounting policies, which are in keeping with the accounting principles generally accepted in India.

Basis for Opinion

2. We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 ethical requirements that are relevant to our audit of the financial reporting in Germany, and we have fulfilled our other responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the financial reporting

3. The Company's Management is responsible for the preparation and presentation of the financial reporting that gives a true and fair view of the financial position, financial performance and cash flows of the Company, in accordance with the TM International Logistic Limited group's accounting policies for the financial year ended March 31, 2021. This responsibility includes maintenance of adequate accounting records for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls relevant to the preparation and presentation of the financial reporting that give a true and fair view and are free from material misstatement, whether due to fraud or error.

4. In preparing the financial reporting, 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.

Auditors' Responsibility for the Audit of the Financial Reporting

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

6. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
   - Identify and assess the risks of material misstatement of the financial reporting, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of express- ing an opinion on the effectiveness of the Company's internal control.
   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial reporting 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.

7. 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.

Restriction of use

8. This report is intended solely for the use of TKM Global GmbH and should not be used by any other person or for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Moore BRL GmbH **April 15, 2021**

TKM GLOBAL GmbH

GENERAL ENGAGEMENT TERMS

for
Wirtschaftsprufer and Wirtschaftsprufungsgesellschaften
[German Public Auditors and Public Audit Firms] as of January 1, 2017

1. Scope of application

(1) These engagement terms apply to contracts between German Public Auditors *(Wirtschaftsprufer)* or German Public Audit Firms *(Wirtschaftsprufungsgesellschaften)* - hereinafter collectively referred to as "German Public Auditors" - and their engaging parties for assurance services, tax advisory services, advice on business matters and other engagements except as otherwise agreed in writing or prescribed by a mandatory rule.

(2) Third parties may derive claims from contracts between German Public Auditors and engaging parties only when this is expressly agreed or results from mandatory rules prescribed by law. In relation to such claims, these engagement terms also apply to these third parties.

2. Scope and execution of the engagement

(1) Object of the engagement is the agreed service - not a particular economic result. The engagement will be performed in accordance with the German Principles of Proper Professional Conduct *(Grundsätze ordnungsmäßiger Berufsausübung)*. The German Public Auditor does not assume any management functions in connection with his services. The German Public Auditor is not responsible for the use or implementation of the results of his services. The German Public Auditor is entitled to make use of competent persons to conduct the engagement.

(2) Except for assurance engagements *(betriebswirtschaftliche Prüfungen)*, the consideration of foreign law requires an express written agreement.

(3) If circumstances or the legal situation change subsequent to the release of the final professional statement, the German Public Auditor is not obligated to refer the engaging party to changes or any consequences resulting therefrom.

3. The obligations of the engaging party to cooperate

(1) The engaging party shall ensure that all documents and further information necessary for the performance of the engagement are provided to the German Public Auditor on a timely basis, and that he is informed of all events and circumstances that may be of significance to the performance of the engagement. This also applies to those documents and further information, events and circumstances that first become known during the German Public Auditor's work. The engaging party will also designate suitable persons to provide information .

(2) Upon the request of the German Public Auditor, the engaging party shall confirm the completeness of the documents and further information provided as well as the explanations and statements, in a written statement drafted by the German Public Auditor.

4. Ensuring independence

(1) The engaging party shall refrain from anything that endangers the independence of the German Public Auditor's staff. This applies throughout the term of the engagement, and in particular to offers of employment or to assume an executive or non-executive role, and to offers to accept engagements on their own behalf.

(2) Were the performance of the engagement to impair the independence of the German Public Auditor, of related firms, firms within his network, or such firms associated with him, to which the independence requirements apply in the same way as to the German Public Auditor in other engagement relationships, the German Public Auditor is entitled to terminate the engagement for good cause.

5. Reporting and oral information

To the extent that the German Public Auditor is required to present results in writing as part of the work in executing the engagement, only that written work is authoritative. Drafts are non-binding. Except as otherwise agreed, oral statements and explanations by the German Public Auditor are binding only when they are confirmed in writing. Statements and information of the German Public Auditor outside of the engagement are always non-binding.

6. Distribution of a German Public Auditor's professional statement

(1) The distribution to a third party of professional statements of the German Public Auditor (results of work or extracts of the results of work whether in draft or in a final version) or information about the German Public Auditor acting for the engaging party requires the German Public Auditor's written consent, unless the engaging party is obligated to distribute or inform due to law or a regulatory requirement.

(2) The use by the engaging party for promotional purposes of the German Public Auditor's professional statements and of information about the German Public Auditor acting for the engaging party is prohibited.

7. Deficiency rectification

(1) In case there are any deficiencies, the engaging party is entitled to specific subsequent performance by the German Public Auditor. The engaging party may reduce the fees or cancel the contract for failure of such subsequent performance, for subsequent non-performance or unjustified refusal to perform subsequently, or for unconscionability or impossibility of subsequent performance. If the engagement was not commissioned by a consumer, the engaging party may only cancel the contract due to a deficiency if the service rendered is not relevant to him due to failure of subsequent performance, to subsequent non-performance, to unconscionability or impossibility of subsequent performance. No. 9 applies to the extent that further claims for damages exist.

(2) The engaging party must assert a claim for the rectification of deficiencies in writing *(Textform) [Translators Note: The German term "Textform" means in written form, but without requiring a signature]* without delay. Claims pursuant to paragraph 1 not arising from an intentional act expire after one year subsequent to the commencement of the time limit under the statute of limitations.

(3) Apparent deficiencies, such as clerical errors, arithmetical errors and deficiencies associated with technicalities contained in a German Public Auditor's professional statement (long-form reports, expert opinions etc.) may be corrected - also versus third parties - by the German Public Auditor at any time. Misstatements which may call into question the results contained in a German Public Auditor's professional statement entitle the German Public Auditor to withdraw such statement - also versus third parties. In such cases the German Public Auditor should first hear the engaging party, if practicable.

8. Confidentiality towards third parties, and data protection

(1) Pursuant to the law (§ [Article] 323 Abs 1 [paragraph 1] HGB *[German Commercial Code: Handelsgesetzbuch]* , § 43 WPO *[German Law regulating the Profession of Wirtschaftsprüfer: Wirtschaftsprüferordnung]*, § 203 StGB *[German Criminal Code: Strafgesetzbuch])* the German Public Auditor is obligated to maintain confidentiality regarding facts and circumstances confided to him or of which he becomes aware in the course of his professional work, unless the engaging party releases him from this confidentiality obligation.

(2) When processing personal data, the German Public Auditor will observe national and European legal provisions on data protection.

9. Liability

(1) For legally required services by German Public Auditors , in particular audits, the respective legal limitations of liability, in particular the limitation of liability pursuant to § 323 Abs. 2 HGB, apply.

(2) Insofar neither a statutory limitation of liability is applicable, nor an individual contractual /imitation of liability exists, the liability of the German Public Auditor for claims for damages of any other kind, except for damages resulting from injury to life, body or health as well as for damages that constitute a duty of replacement by a producer pursuant to § 1 ProdHaftG [German Product Liability Act: Produkthaftungsgesetz], for an individual case of damages caused by negligence is limited to € 4 million pursuant to § 54 a Abs. 1 Nr. 2 WPO.

3) The German Public Auditor is entitled to invoke demurs and defenses based on the contractual relationship with the engaging party also towards third parties.

(4) When multiple claimants assert a claim for damages arising from an existing contractual relationship with the German Public Auditor due to the German Public Auditor's negligent breach of duty, the maximum amount stipulated in paragraph 2 applies to the respective claims of all claimants collectively.

(5) An individual case of damages within the meaning of paragraph 2 also exists in relation to a uniform damage arising from a number of breaches of duty. The individual case of damages encompasses all consequences from a breach of duty regardless of whether the damages occurred in one year or in a number of successive years. In this case, multiple acts or omissions based on the same source of error or on a source of error of an equivalent nature are deemed to be a single breach of duty if the matters in question are legally or economically connected to one another. In this event the claim against the German Public Auditor is limited to € 5 million. The limitation to the fivefold of the minimum amount insured does not apply to compulsory audits required by law.

(6) A claim for damages expires if a suit is not filed within six months subsequent to the written refusal of acceptance of the indemnity and the engaging party has been informed of this consequence. This does not apply to claims for damages resulting from scienter, a culpable injury to life, body or health as well as for damages that constitute a liability for replacement by a producer pursuant to § 1 ProdHaftG. The right to invoke a plea of the statute of limitations remains unaffected.

10. Supplementary provisions for audit engagements

(1) If the engaging party subsequently amends the financial statements or management report audited by a German Public Auditor and accompanied by an auditor's report, he may no longer use this auditor's report.

If the German Public Auditor has not issued an auditor's report, a reference to the audit conducted by the German Public Auditor in the management report or any other public reference is permitted only with the German Public Auditor's written consent and with a wording authorised by him.

(2) If the German Public Auditor revokes the auditor's report, it may no longer be used. If the engaging party has already made use of the auditor's report, then upon the request of the German Public Auditor he must give notification of the revocation.

(3) The engaging party has a right to five official copies of the report. Additional official copies will be charged separately.

11. Supplementary provisions for assistance in tax matters

(1) When advising on an individual tax issue as well as when providing ongoing tax advice, the German Public Auditor is entitled to use as a correct and complete basis the facts provided by the engaging party - especially numerical disclosures; this also applies to bookkeeping engagements. Nevertheless, he is obligated to indicate to the engaging party any errors he has identified.

(2) The tax advisory engagement does not encompass procedures required to observe deadlines, unless the German Public Auditor has explicitly accepted a corresponding engagement. In this case the engaging party must provide the German Public Auditor with all documents required to observe deadlines - in particular tax assessments - on such a timely basis that the German Public Auditor has an appropriate lead time.

(3) Except as agreed otherwise in writing, ongoing tax advice encompasses the following work during the contract period:

a) preparation of annual tax returns for income tax, corporate tax and business tax, as well as wealth tax returns, namely on the basis of the annual financial statements, and on other schedules and evidence documents required for the taxation, to be provided by the engaging party

b) examination of tax assessments in relation to the taxes referred to in (a)

c) negotiations with tax authorities in connection with the returns and assessments mentioned in (a) and (b)

d) support in tax audits and evaluation of the results of tax audits with respect to the taxes referred to in (a)

e) participation in petition or protest and appeal procedures with respect to the taxes mentioned in (a).

In the aforementioned tasks the German Public Auditor takes into account material published legal decisions and administrative interpretations.

(4) If the German Public auditor receives a fixed fee for ongoing tax advice, the work mentioned under paragraph 3 (d) and (e) is to be remunerated separately, except as agreed otherwise in writing.

(5) Insofar the German Public Auditor is also a German Tax Advisor and the German Tax Advice Remuneration Regulation *(Steuerberatungsvergü-tungsverordnung)* is to be applied to calculate the remuneration, a greater or lesser remuneration than the legal default remuneration can be agreed in writing (*Textform*).

(6) Work relating to special individual issues for income tax, corporate tax, business tax, valuation assessments for property units, wealth tax, as well as all issues in relation to sales tax, payroll tax, other taxes and dues requires a separate engagement. This also applies to:

a) work on non-recurring tax matters, e.g. in the field of estate tax, capital transactions tax, and real estate sales tax;

b) support and representation in proceedings before tax and administrative courts and in criminal tax matters;

c) advisory work and work related to expert opinions in connection with changes in legal form and other reorganisations, capital increases and reductions, insolvency related business reorganisations, admission and retirement of owners, sale of a business, liquidations and the like, and

d) support in complying with disclosure and documentation obligations.

(7) To the extent that the preparation of the annual sales tax return is undertaken as additional work, this includes neither the review of any special accounting prerequisites nor the issue as to whether all potential sales tax allowances have been identified. No guarantee is given for the complete compilation of documents to claim the input tax credit.

12. Electronic communication

Communication between the German Public Auditor and the engaging party may be via e-mail. In the event that the engaging party does not wish to communicate via e-mail or sets special security requirements, such as the encryption of e-mails, the engaging party will inform the German Public Auditor in writing *(Textform)* accordingly.

13. Remuneration

(1) In addition to his claims for fees, the German Public Auditor is entitled to claim reimbursement of his expenses ; sales tax will be billed additionally. He may claim appropriate advances on remuneration and reimbursement of expenses and may make the delivery of his services dependent upon the complete satisfaction of his claims. Multiple engaging parties are jointly and severally liable.

(2) If the engaging party is not a consumer, then a set-off against the German Public Auditor 's claims for remuneration and reimbursement of expenses is admissible only for undisputed claims or claims determined to be legally binding.

14. Dispute Settlement

The German Public Auditor is not prepared to participate in dispute settlement procedures before a consumer arbitration board *(Verbraucherschlich tungsstelle)* within the meaning of § 2 of the German Act on Consumer Dispute Settlements *(Verbraucherstreitbei/egungsgesetz).*

15. Applicable law

The contract, the performance of the services and all claims resulting therefrom are exclusively governed by German law.

Balance Sheet as at 31st March, 2021

	Particulars	Note	As at 31st March 2021 EUR	As at 31st March 2020 EUR
I	ASSETS			
(1)	**Non-current assets**			
	a) Property, plant and equipment	1	246.260	263 .177
	b) Intangible assets	1	1.938	2.507
	c) Right of use assets	1	157.950	229.895
	d) Financial assets		0	0
	(ii) Other financial assets	2	22.100	22.100
	e) Other non-current assets		0	0
			428.248	**517.679**
(2)	**Current assets**			
	a) Financial Assets			
	(i) Trade Receivables	3	979.703	1.130.368
	(ii) Cash and Cash Equivalents	4	6.099.196	3.065.794
	iii) Other bank balances	4	17.897.120	19.306.260
	iv) Contract assets	5	884.458	560.281
	v) Other financial assets	6	17.334	23.581
	b) Other Current Assets	7	332.274	626.788
			26.210.085	**24.713.073**
	TOTAL		**26.638.333**	**25.230.751**
II.	EQUITY AND LIABILITIES			
	(1) Shareholders' funds			
	a) Equity Share Capital	8	51.129	51.129
	b) Other Equity	9	22.734.158	22.298.022
			22.785.287	**22.349.151**
	(2) Non-current liabilites			
	a) Provisions	10	31.851	46.000
	b) Liabilities of Lease	10	82.977	157.958
	c) Deferred tax liabilities		6.558	18.320
			121.386	**222.279**
	(3) Current liabilities			
	a) Financial Liabilities			
	(i) Trade payables	11	881.508	731.691
	(ii) Other financial liabilities	12	784.781	1.022.688
	b) Current Provision	13	101.950	70.366
	c) Current liabilities of Lease		67.756	56.157
	d) Other non-financial liablilties		320	0
	e) Current tax-liabilities	14	131.018	0
	(i) Contract liabilty	5	1.764.329	778.421
			3.731.661	**2.659.323**
	TOTAL		**26.638.333**	**25.230.752**

The accompanying notes for an integral part of these Ind AS financial statements.

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 09.04.2021

Statement of the Profit and Loss for the period ended 31st March 2021

	Particulars	Note	For the quarter ended		For the period ended	
			31.3.2021	31.3.2020	31.3.2021	31.3.2020
			EUR	EUR	EUR	EUR
	Revenue from Operations	16	1.702.083	1.392.251	5.775.528	7.929.730
	Other Income	17	54.800	3.038	102.621	18.287
I.	Total Revenue		**1.756.882**	**1.395.289**	**5.878.149**	**7.948.016**
II.	Expenses					
	Employee benefits expense	18	224.150	278.714	926.567	1.157.261
	Finance costs	19	-127.633	1.045	215.558	-37.694
	Operational expenses	20	1.065.336	828.373	3.669.710	5.314.897
	Depreciation	21	29.021	32.370	116.075	131.577
	Other Expenses	22	127.234	91.462	332.148	369.528
	Total Expenses		**1.318.108**	**1.231.963**	**5.260.058**	**6.935.569**
III.	Profit before Tax (III-IV)		**438.775**	**163.326**	**618.091**	**1.012.447**
IV.	Tax Expense					
	Current tax actual period	23	39.169	-88.096	190.248	218.988
	Current tax prior years	24	3.545	0	3.470	0
	Deferred tax	25	77.730	-1.083	-11.762	-21.761
	Total taxes		**120.443**	**-89.180**	**181.955**	**197.226**
V.	Profit after Tax		**318.331**	**252.505**	**436.136**	**815.221**
VI.	Other Comprehensive income		-	-	-	-
VII.	Earnings per share	26	**3.183**	**2.525**	**4.361**	**8.152**

See accompanying notes form an integral part of these Ind AS financial statements

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2021

Statement of Changes in Equity for the period 31st March 2021

	Share capital €	Reserves and surplus €	Total €
Balance at 1 April 2019	**51.129**	**23.482.800**	**23.533.929**
Comprehensive income			
(a) Profit for the period	--	815.221	815.221
Dividends paid	--	2 .000.000	2.000.000,00
Balance as 31.03.2020	**51.129**	**22.298.021**	**22.349.150**
Balance as 01.04.2020	**51.129**	**22.298.022**	**22.349.151**
Comprehensive income			
(a) Profit for the period	--	436.136	436.136
Balance at 31 March 2021	**51.129**	**22.734.158**	**22.785.287**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 09.04.2021

Cash Flow Statement for the period ended 31st March 2021

Sl. No.	Particulars	Notes No.	For the period ended 31st March 2021 EUR	For the year ended 31st March 2020 EUR
A.	**Cash Flows from Operating Activities**			
	Profit/Loss before Tax		618.091	1.012.447
	Adjustment for :			
	Depreciation		116.075	131.577
	Interest of lease		2.195	3.114
	Gain of disposal of financial assets		0	2.579
	Unrealized currency gain		92.227	74.673
	Interest income / expenses		45.578	-18.490
	Operating profit before Working Capital		**874.166**	**1.205.901**
	Adjustment for:			
	Trade and other receivables		135.243	-920.670
	Trade payable and other liabilities		837.434	371.843
	Cash generated from Operations		**1.846.843**	**-548.827**
	Taxes paid actual period		-59.230	-268.862
	Taxes received prior period		0	267.237
	Net Cash from operating activities		**1.787.613**	**655.449**
B.	**Cash Flows from investing activities**			
	Paid in of disposal fixed assets		122	5.150
	Movements in fixed deposits more than 3 less 12 months		1.409.140	-5.518.452
	Purchase of fixed assets		-26.766	-53.015
	Interest received		-40.839	60.014
	Net Cash used in investigation activities		**1.341.656**	**-5.506.304**
C.	**Cash Flow from financing activities**			
	Payment Dividend		0	-2.000.000
	Net Cash introduced from financing activities		**0**	**-2.000.000**
	Net increase in Cash & Cash equivalents (A+B+C)		**3.129.270**	**-6.850.855**
	Effect of exchange rate changes on cash and cash equivalents		-95.869	6.760
	Cash and cash equivalents at the beginning of the reporting period		3.065.794	9.909.872
	Cash and cash equivalents at the end of the reporting period		**6.099.195**	**3.065.794**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 09.04.2021

Notes to the Financial Statements for the year ended 31st March 2021

1. GENERAL INSTRUCTIONS FOR FINANCIAL STATEMENT

Legal status and business activity

a) TKM Global GmbH (Company) was incorporated on 8th November 1994 in the Local Court of Frankfurt under company registration number HRB 48316,With date of 22nd October 2004 the company changed the registered address from Frankfurt to Hamburg. Currently the company is registed in the local court of Hamburg (HRB 90039) TKM Global is an unlisted public limited company incorporated in Esplanade 41, 20354 Hamburg, Germany. The establishment is a wholly owned subsidiary ofTKM Global Logistics LTd., with effect from 1st March 2005 With date of 13th March 2007 TKM Overseas Transport (Europe) GmbH changed its company name to TKM Global GmbH. With date of 1st October 2011 the company opened a branch office in Frankfurt, The Branch in Frankfurt has been closed.

b) The company's principal activity is performing national and international transports of all kinds, by air, ocean, road, supply chain management and related logistics activities like warehousing, packing, etc. The company is entitled to execute all appropriate activities. The company is also entitled to represent other companies, to hold interest and establish subsidiaries.

c) The functional and presentation currency of the Company is EURO which is the primary economic enviroment in which the Company operates.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Compliance with Ind AS

The Financial Statement comply in all material aspects except of the information on personnel compensation required to be disclosed by IND AS 24 p17 (a) - € with Indian Accounting Standdards (Ind AS) notified under section 133 of the Companies Act (the Act), There are not changes in the status of assets, finance and income by using Ind AS the first time.

b) Historical Cost Convention

The Financial Statement have been prepared on a historical cost basis, except for certain financial assets and liabilities which are measured at fair value

c) Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- expected to be realised or intended to be sold or consumed in normal operating circle held primarily for the purpose of trading
- expected to be realised within twelve months after the reporting period, or
- cash or cash equivalent unless restricted from being exchanged for used to settle the liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liabiltiy is classified as current when:

- it is expected to be settled in the normal operating cycle
- it is held primarily for the purpose of trading
- it is due to be settled within twelve months after the reporting period, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the period .

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

d) Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incured subsequenty to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognisesd as an expense in the Statement of Profit and Loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

Notes to the Financial Statements for the year ended 31st March 2021

Gain or loss arising on disposal of an asset is determined as the differences between the sale proceeds and the carrying amount of the asset, and is recognised in the Statement of Profit and Loss.

<u>Depreciation Method and Estimated Useful Lives</u>

Depreciation of property, plant and equipment is calculated on pro-rata using the straight-line method to allocate their cost, over their estimated lives. The useful lives determined are in line with useful lives prescribed in Schedule II to the Act, except in respect of vehicle and certain plant and equipment, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

The details of estimated life for each category of assets are as under:

Type of asset	estimated life
Furniture and fixture	10 years
Vehicles - Four Wheeler	8 years
Office Equipment	5 years
Computers	3 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains or losses on disposals are determined as differences between sale proceeds and carrying value of such items and are recognised in the statement of Profit and Loss within" Other income/other expenses".

Advanced paid towards the acquisitation of property, plant and equipment outstanding at each balance sheet date is classified as "Capital advances"

e) Intangible assets

Software for internal use, which is primarily acquired from third-party vendors is capitalized. It has a finite useful life and are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Subsequent costs associated with maintaining such software are recognised as expenses as incurred. Cost of software includes licence fees and cost of implementation /system integration services, where applicable.

<u>Amortisatlon method and period</u>

Intangible asset are amortised over period of 3 years. Amortisation is recognised on a straight-line basis over their estimated useful lives. Amortisation method and useful lives are reviewed periodically including at each financial year end.

An intangible asset is derecognised at diposal,or when no future economic benefit are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as differences between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss.

f) IND AS 116 Lease

Effective April 1, 2019 the Company adopted In AS 116 "Leases" and applied the standard of all lease contracts exsiting on April l, 2019 using modified retrospective method and is mearured at an amount equal to lease lia bility on the date of initial application Consequently, the Company recorded the lease liability at the present value of lease payments discounted at the borrowing rate at the date of inital application ,

The office rooms and a vehicle have been recognised in this asset class.

<u>Amortisation method and period</u>

Right of Use assets are amortised with over a period of the period of use of the assets. The office rooms contract has a period of 5 years and the lease contract of the vehicle has period of 3 years. Amortisation is recognised on a straight-line basis over the period of the contracts. Gains or losses arising from derecognition of an intangible asset, measured as differences between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss.

g) Impairment of Non-financial assets

Assets are tested in impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceed its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use.

h) Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes party to the contractual provisions of the instruments.

Financial assets and financial liabilties are initally measured at fair value.Transaction costs that are directly attributable to the acquisition or issues of financial assets and liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or
- through profit and loss), and
- those to be measured at amortised costs.

The classification depends on company's business model for managing the financial assets and the contractual terms of cash flows.

For assets measured at fair value, gains or losses is either recoded in the profit of loss or other comprehensive income. For investments in debt instruments, this depends on whether company has made an irrevocable election at the time of initial recognition to account for the equity invesment at fair value through other comprehensive income. The company reclassifies the debt instruments when and only when the business model for managing those assets changes.

Measurement

At initial recognitiation, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit and loss, transaction costs that are directly attribute to the acquistion of the financial asset. Transaction costs of financial assets carried at fair value through profit and loss are recognised as expenses in the statement of Profit and Losses.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing assets and the cash flow characteristics of the asset.The Company classified its debt instrument as amortised cost measurement categories. Assets that are held for collection of contractual cash-flows where those cash flows represent solely payments of prinicipal and interest are measured at amortised costs. A gain and loss on a debt instrument that is subsequently measured at amortised cost is recognised in profit and loss when the asset is derecognised .

Impairment of financial assets

The company assesses on forward looking basis the expected credit losses associated with its assets which are not fair valued through profit and loss. The impariment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only,the company applies the simplified approach permitted by Ind AS 109, "Financial Instruments", which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Derecognition of financial assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recepients.

Notes to the Financial Statements for the year ended 31st March 2021

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the finanical asset is derecognised. Where the entity has not transferred substantially all risks and reward of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial assset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Fair value of financial instruments

In determining the fair value of financial instruments, the company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted marked prices. All methods of assessing fair value result in general approximation of value, and such value many never actually be realised.

Offsetting financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

I) Trade Receivables

Trade receivables are amounts due from customers for good sold or services rendered in the ordinary course of business. Trade receivables are recognised initally at fair value and subsequently measured at amotised cost using the effective interest method, less provision from impairment

J) Cash and Cash Equivilant

Cash and cash equivalents comprise cash and bank balance in bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity of three months or less from the date of investment.

k) Trade Payables

Trade payables represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are represented as current liablities unless payment is not due within 12 months after the reporting period. They are recognised initially at the fair value and are subsequently measured at amortised cost using the effective interest method where the time value of money is significant.

I) Provisions

Provisions are recognised when the establishment has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertaintes surrounding obligation.

m) Employee benefit costs

Liabilities for short-term employee benefits, that are expected to be settled wholly within 12 months after the end of period in which the employees render the related service, are recognised in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilites are settled.

The liabilities are presented under "Other financiai Liabilities" .

n) Sales of Service and other Operating Revenue

Revenue from sale of services and other operating revenue are recognised when services are transferred to the customer i.e. when the Company satisfies the performance obligation with respect to the services being rendered, risk of loss have been transferred to the customer and either the customer has accepted the services in accordance with the contract or the acceptance provisions have elapsed or the company has objective evidence that all criteria for acceptance have been satisfied. Revenue from sale of service are recognised based on the price specified in the contract, which is fixed. No elements of financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period, which is consistent with the market practices. A receivable is recognised when the services are transferred, as this is the point in time that the consideration is unconditional because only passage of time is required before payment is due.

The company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year.

As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

o) Contract assets

A Contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Establishment performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised from the earned consideration that is conditional. The contract assets are transferred to receivable when the rights become unconditional.

p) Contact liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Establishment has received consideration from the customer. If a customer pays consideration before the Establishment transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Establishment performs under the contract.

q) Interest income

Interest income is recognised on time proportion basis, by reference to the principal outstanding and the interest rate applicable.

r) Foreign currency transaction

Transactions in foreign currencies are translated in Euro at the rate of exchange ruling on the date of the transactions. Monetary assets and liabilities expressed in foreign currencies are translated in Euro at the rate of exchange ruling at the balance sheet date. Gains or losses resulting from foreign currency transactions are taken on the income statement.

s) Equity

Share capital is recorded at the value of proceeds received towards interest in share capital of the company.
Last year in the statement of Profit and loss was an formular error in Earning per share.
This error has been corrected in the actual profit and loss statement.

t) Share-based payments

There are no share-based payments

u) Current and deferred taxes

Taxes on income

Current tax is calculated under the tax payable method on the taxable income for the period as determined in accordance with the provisions of the German Corporate Income Tax Code.

Deferred tax

Deferred tax is recognised on timing differences; being the differences between taxable income and accounting that originate in one period and are capable of reversal in one or more subsequent periods.

Value added tax

As per German tax laws, VAT will be charge on 19% (16 % for the second half on 2020) standard rate or 0% on every taxable supply.
The company is required to file its VAT returns and compute the payable tax {which is output tax less input tax) for tax period, which is quarterly.

v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) .The board of director is collectively the CDOM. Based on the synergies, risks, and returns associated with business operations and in terms of Ind AS 108, the CDOM of the company has assessed that the company is predominantly engaged in the business of a single reportable segment of Logistics Service Provider during the year.

3. USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGEMENTS

The preparation of Standalone Financial Statements in conformity with Ind AS requires management to make judgments estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Standalone Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods impacted.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each impacted line item in the Standalone Financial Statements.

The areas involving critical estimates or judgements are:

a) Estimation of Expected Useful Lives and Residual Values of Property, Plant and Equipment

Mangement reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of assets. Uncertainties in these estimates relate to technical and economic obsolescence that may changes the utility of property, plant and equipment.

b) Impairment of Trade receivables

Impairment of trade receivables is primarily estimated based on prior experience with and the past due status of receivables based on factors that include ability to pay and payment history. The assumptions and estimates applied for determining the provision for impairment are reviewed periodically.

c) Contingencies

Legal proceedings covering a range of matters are pending against the company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business.

The company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not dermlnable, the matter is disclosed.

d) Deferred Taxes

Deffered income tax expense is calculated based on the differences between the carrying value of assets and liabilies for financial reporting purposes and their respective bases that are considered temporary in nature.

Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimizinng measures. Economic conditions may change and lead to different conclusion regarding recoverability.

Notes to the Financial Statements for the year ended 31st March 2021

NOTE 1: TANGIBLE AND INTANGIBLE ASSETS

CURRENCY: EUR

	Gross Block				Depreciation				Net Block
	As at 01.04.2020	Additions	Deduction/ Disposals	As at 31.03.2021	As at 01.04.2020	For the period	on deduction /adjustment	As at 31.03.2021	As at 31.03.2021
Equipment	65.911	25.422	-22 .259	69.074	40.644	11.167	-22 .204	29 .607	39.467
Funiture & Fixture	267.313	1.344	-903	267.754	53.741	26.411	-837	79.313	188.441
Vehicles	116.818	0	0	116.818	92.481	5.984	0	98.465	18.353
Property, plant and equipment	**450.042**	**26.766**	**-23.162**	**453.646**	**186.866**	**43.562**	**-23.041**	**207.385**	**246.261**
Software	26.679	0	-2.007	24.672	24.172	568	-2.006	22 .734	1.938
Intagible assets	**26.679**	**0**	**-2.007**	**24.672**	**24.172**	**568**	**-2.006**	**22.734**	**1.938**
Right of Use	301.840	0	0	301.840	71.945	71.945	0	143.890	157.950
Right of Use assets	**301.840**	**0**	**0**	**301.840**	**71.945**	**71.945**	**0**	**143.890**	**157.950**

	Gross Block				Depreciation				Net Block
	As at 01.04.2019	Additions	Deduction/ Disposals	As at 31.03.2020	As at 01.04.2019	For the period	on deduction /adjustment	As at 31.03.2020	As at 31.03.2020
Equipment	54.039	13.829	-1.957	65.911	25.889	9.630	-915	34.604	31.307
Funiture & Fixture	254.527	15.696	-2.908	267.315	34.859	26 .294	-1.372	59.781	207.533
Vehicles	113.664	23.490	-20.336	116.818	89.760	23.056	-20.335	92.481	24.337
Property, plant and equipment	**422.230**	**53.015**	**-25.201**	**450.044**	**150.508**	**58.980**	**-22.622**	**186.866**	**263.177**
Software	26 .679	0	0	26 .679	23.519	652	0	24.171	2.508
Intagible assets	**26.679**	**0**	**0**	**26.679**	**23.519**	**652**	**0**	**24.171**	**2.508**
Right of Use	0	301.840	0	301.840	0	71.945	0	71.945	229.895
Right of Use assets	**0**	**301.840**	**0**	**301.840**	**0**	**71.945**	**0**	**71.945**	**229.895**

NOTE 2: OTHER FINANCIAL ASSETS	As at 31st March 2021	As at 31st March 2020
Security deposit	22.100	22.100
	22.100	**22.100**

NOTE 3: TRADE RECEIVABLE	As at 31st March 2021	As at 31st March 2020
Trade receivable considered good - unsecured	1.086.525	1.255.415
Trade receivable - credit impaired	-106.822	-125 047
thereof exceeding more than 6 months		
Less: allowance for doubtful depts third parties	0	-6 295
less: allowance for doubtful depts related parties	-95.952	-105,622
Less: lump-sum allowance	-10.870	-13.130
	979.703	**1.130.368**

NOTE 4: CASH AND BANK BALANCES	As at 31st March 2021	As at 31st March 2020
Balances with banks	3.691,728	2.552 206
Cash on hand	1.894	2.482
Cash and Bank balances	**3.693.622**	**2.554.688**
Fixed deposits less than three months	2.405,574	511.106
Other bank balances (Fixed deposits more than 3 months and less 12 months)	17.897.120	19.306.260
	23.996.316	**22.372.054**

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

NOTE 5: CONTRACT ASSETS/LIABILIES	As at 31st March 2021	As at 31st March 2020
Contract assets relating to costs incurred to fulfill a contract	884.458	560.281
Contract liabilities relating to advance received a fulfill a contract	1.764.329	778.421
	879.872	**218.141**

NOTE 6: OTHER FINANCIAL ASSETS	As at 31st March 2021	As at 31st March 2020
Accrued interest	11.215	15.954
Overpaid creditors	58	0
Interest on loan advances	0	0
Expected payment transfer	0	0
Customs money in transit	3.214	0
Travel advances to personal	850	7393
Prepayment of suppliers	1.998	234
	17.334	**23.581**

NOTE 7: OTHER CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Tax refunds corporation tax previous year	162.395	190.994
Tax refunds city tax previous year	139.194	293.159
Tax prepayment city and corporation tax	0	294.322
Calculated taxes	0	-280.500
Tax refunds VAT	14.990	38.071
Deferred Tax	0	0
Prepayment and deferred charges	15.695	18.742
	332.274	**626.788**

NOTE 8: SHARE CAPITAL	As at 31st March 2021	As at 31st March 2020
Authorised issued and paid up	51.129	51.129
	51.129	**51.129**

NOTE 9: RESERVES AND SURPLUS	As at 31st March 2021	As at 31st March 2020
Profit brought forward	21.785.287	23.349.151
Payment dividend	0	-2 .000.000
Surplus reserve	948.871	948.871
	22.734.158	**22.298.022**

NOTE 10: NON CURRENT LIABILITES	As at 31st March 2021	As at 31st March 2020
Long-term provision for tax	31.851	46.000
Lease liabilities	82.977	157.958
	114.828	**203.958**

NOTE 11: TRADE PAYABLES	As at 31st March 2021	As at 31st March 2020
For operation	592.888	356.603
For accrued wages and salaries	288.620	375.087
	881.508	**731.691**

NOTE 12: OTHER FINANCIAL LIABILITES	As at 31st March 2021	As at 31st March 2020
Overpaid debtor	0	0
Others	784.781	1.022.688
	784.781	**1.022.688**

NOTE 13: CURRENT PROVISIONS	As at 31st March 2021	As at 31st March 2020
Provision for accounting and audit	101.950	70.366
	101.950	**70.366**

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

NOTE 14: INCOME TAX	As at 31st March 2021	As at 31st March 2020
Tax-Profit before Tax of the year	618.091	1012.447
Income Tax Expense calculated at 32,275%	199.489	326.109
Net Effect of deferred tax assets and liablities	6.594	6,660
Effect of expenses that are not deductable	2.111	12.416
Effect of offsetting foreign withholding tax	-27.252	0
Effect of other terms	9.306	4.031
Effect of tax taken forwarded	0	-130.887
Income Tax Expense of the period	**190.248**	**218.329**
Income Tax Corporate Tax and Soli	106 600	102.400
Prepayment Corporate Tax and Soli	-63.298	-151253
Note 6	**43.302**	**-48.853**
Income Tax City Tax Hamburg	110.900	106.100
Prepayment City Tax	-65 799	-143 069
	45.101	**-36.969**
(Withholding tax)	0	0
Current tax-refund (-)	**88.403**	**-85.822**

NOTE 15: DEFERRED TAX	01.04.2019	changes/credit of the period	01.04.2020	changes/credit of the period	31.03.2021
Deferred tax assets					
Converting markt to markt cash, bank balances			0	154	154
Converting markt payables	0	0	0	21	21
Converting other assets			0	123	123
Converting other liabilities			0	21.750	21.750
Current assets			0	2.541	2.541
FX converting markt receivables	0	25.320	25.320	-25.063	257
Liability of lease	0	68,731	68.731	-42.097	26.634
	0	**94.051**	**94.051**	**-42.571**	**51.480**
Deferred tax liablities					
FX converting markt receivables	-4.707	4.707	0	0	0
FX converting other assets					
FX converting markt payables	-665	-620	-1.284	1.284	0
Provision storage			0	-1.268	-1.268
Property, plant, equipment and intangible asset	-6.189	-484	-6.672	603	-6.069
Converting markt to markt cash, bank balances	-28.521	-2 .099	-30.620	30.620	0
Right of Use	0	-73.796	-73.796	23.094	-50.702
	-40.082	**-72.292**	**-112.372**	**54.333**	**-58.039**
Deferred tax (charge)/credlt		**-72.292**		**11.763**	
Deferred tax (liability)/Asset (net)	**-40.082**		**-18.321**		**-6.558**

NOTE 16: REVENUE FROM OPERATIONS	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Freight	1.702.083	1.392.251	5.775.528	7.929 .730
	1.702.083	**1.392.251**	**5.775.528**	**7.929.730**

NOTE 17: OTHER INCOME	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Interest	8.757	6.840	45.578	18.490
Other income	46.043	-3.803	57.043	-203
	54.800	**3.038**	**102.621**	**18.287**

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

NOTE 18: EMPLOYEE BENEFITS EXPENSE	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Salaries and social welfare expenses	224.150	278.714	926.567	1.157.261
	224.150	**278.714**	**926.567**	**1.157.261**

NOTE 19: FINANCE COSTS	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Applicable net gain/loss on foreign	0	14.461	0	-26.716
Interest on lease liabilities	457	672	2.195	3.114
Currency transaction	-114.804	0	226.649	0
Interest on tax payment recent years	-13.286	-14.088	-13.286	-14.088
	-127.633	**1.045**	**215.558**	**-37.690**

NOTE 20: OPERATIONAL COSTS	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Freight	1.065.336	828.373	3.669.710	5.314.897
	1.065.336	**828.373**	**3.669.710**	**5.314.897**

NOTE 21: DEPRECIATION AND AMORTISATION	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Depreciation on tangible and intangible assets	29.021	32.370	116.075	131.577
	29.021	**32.370**	**116.075**	**131.577**

NOTE 22: OTHER EXPENSES	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Office	46.366	39.873	124.987	129 .568
General sales and administration	-39.095	16.767	11.283	96 .013
Business development of promotion	-6.845	5.914	16.621	67.357
Legal, accounting and secreterial	52.371	27.909	90.831	55 .772
loss on debtors	74.437	998	88.425	20.819
	127.234	**91.462**	**332.148**	**369.528**

NOTE 23: CURRENT TAX ACTUAL PERIOD	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Corporation tax and solditriy surcharge	33.400	-43.800	106.600	102.400
City tax	34.900	-45.300	110.900	106.100
Withholding tax	-29.131	1.004	-27.252	10.488
	39.169	**-88.096**	**190.248**	**218.988**

NOTE 24: TAX FOR PRIOR PERIODS	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Corporation tax and solditriy surcharge	-45.269	0	-45.269	0
City tax	48.814	0	48.738	0
Withholding tax	0	0	0	0
	3.545	**0**	**3.469**	**0**

NOTE 25: DEFERRED TAXES	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Difference between German tax and IndAS	77.730	-1.083	-11.762	-21.761
	77.730	**-1.083**	**-11.762**	**-21.761**

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

NOTE 26: EARNING PER SHARE	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Profit after tax for continuing operations	318.331	252.505	436.136	815.221
Profit atrributable to shareholder	318.331	252.505	436.136	815.221
Weight average no. of share for basic	100	100	100	100
	3.183	**2.525**	**4.361**	**8.152**

1. Fair Value Measurements

a) Financial Instruments by Category

The following table presents carrying amount and fair value of each category of financial asset and liabilities as 31.03.2021

		31.03.2021 Fair value	31.03.2021	31.03.2020 Fair Value	31.03.2020
a) Financial Assets					
Assets Carried at Amortised Costs					
i) Trade receivables	3	979.703	979.703	1.130.368	1.130.368
ii) Cash and cash equivalents	4	6.099.196	6.099.196	3.065.794	3.065.794
iii) Other bank balances	4	17.897.120	17.897.120	19.306.260	19.306.260
iv) Other financial assets	5	17.334	17.334	23.581	23.581
Total Financial Assets		**24.993.353**	**24.993.353**	**23.526.004**	**23.526.004**

		31.03.2021 Fair value	31.03.2021	31.03.2020 Fair Value	31.03.2020
b) Financial Liabilities					
Liabilities Carried at Amortised Costs					
i) Trade payables	10	881.508	881.508	731.691	731.691
ii) Other financial liabilities	11	784.781	784.781	1.022.688	1.022.688
Total Financial Liabilities		**1.666.288**	**1.666.288**	**1.754.379**	**1.754.379**

b) Fair Value Measurement

The fair values of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liablity in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the quarter ended 31 March 2021.

The following methods and assumptions were used to estimate the fair value:

i) In respect of investments in mutal funds, the fair value represents net asset value as stated by the issuers of these mutual fund units in the publised statement. Net asset values represent the price at which the issuer will issue the further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

ii) In respect of security deposits given and security deposits accepted which are non-interest bearing, the company has used discounted cash flows to arrive at fair value at the Balance Sheet date.

iii) The management assessed that fair values of trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables, borrowings (current) and other financial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

c) Fair Value Hierachy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below:

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

Level 1: Level 1 hierarchy includes financial instruments measured using quote prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in active market (for example, over-the counter derivative) is determined using valuation techniques which maximise the use of observarable market data and rely as little a possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instruments is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

2. Financial Risk Management

The company's activities expose it to credit risk, liquidity risk and market risk. The company's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Company's senior management that the company financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and the company's risk appetite.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The board of and agees policies for managing each of these risks, which are summarised below:

a) Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The company is exposed to credit risk from its operating activities (primarly Trade Receivables) and from its investing activities (primarly Term Deposits with banks).

Trade receivables

Trade receivables are typically unsecured and are derived form revenue earned from customers. Customer credit risk is managed centrally and is subject to the company's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the company grants credit terms in the normal course of business. Outstanding customer receivables are regulary monitored. The company uses expected credit loss model to assess the impairment loss. The company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the company's historical experience with customers.

Other financial assets

Credit risk from balance with banks, term deposits, loans and investments is managed by company's finance department. Investments of surplus funds are made only with approved counterparties, who meet the minimum threshold requirement.

The company's maximum exposure to credit risk for the components of the Balance Sheet as 30 September 2019 and 30.09.2018 is the carrying amounts.

Net Gains/Net Losses on Financlal Assets measured at amortised cost

Reconciliation of Loss Allowance Provision	As at 31st March 2021	As at 31st March 2020
Opening Balance	129.072	123.552
Loss Allowance during the year		
Bad debts during the year adjusted with provisions	-22.250	5.520
Closing Balance	**106.822**	**129.072**

Other income	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Interest	8.757	6.840	45.578	18.490
	8.757	**6.840**	**45.578**	**18.490**

CURRENCY: EUR

b) Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements.

The company closely monitors its liquidity position and maintains adequate sources of financing.

c) Market risk

i) foreign currency exchange rate risk:
Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The company transacts business in local and foreign currency.

The company closely monitors its assets and liabilities in foreign currency and carries out activities if assets and liabilities in foreign currency exceed certain limits.

ii) interest rate risk:
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company does not have any interest bearing financial liabilities. The Company's interest earning financial assets are term deposits with banks, which are fixed rate interest bearing investments and accordingly, the company is not significant exposed to interest rates.

3. Capital Management

The company's objectives when managing capital are to
- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The company determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

Earning per share	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Profit after tax for continuing operations	318.331	252 .505	436.136	815.221
Profit atrributable to shareholder	318.331	252 .505	436.136	815.221
Weight average no. of share for basic	100	100	100	100
	3.183	**2.525**	**4.361**	**8.152**

Last year in the statement of profit and loss was an formular error in Earning per share.
This error has been corrected in the actual profit and loss statement.

7. Related parties

Related parties comprise the following

Parent company	TKM Global Logistics Ltd.
Ultimate parent company	Tata Steel Limited
	TM International Logistics Ltd.
Director of TKM Global GmbH	Mr. Amar Patnaik
Joint Ventures of ultimate Parent Company	IQ Martrade Holding and Management
	GmbH, Germany
	NYK Holding (Europe) B.V. Netherlands
Fellow Subsidiaries	International Shipping and Logistics . FZE, Dubai

CURRENCY: EUR

Transaction with related parties

Transaction (services rendered)	For the quarter ended		For the period ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
TKM India	11.316	23.794	38.274	167.662
TMILL	0	0	32.033	-217
Tata Steel, India	236.032	88.498	720.633	477.423
Tata Limited London	1.419.100	1.140.683	4.249.846	5.702.385
Tata Sons	0	0	0	0
Tata Taco Nanjing	8.841	232.395	199.061	2.559.167
Tata Hitach	0	0	0	-349
ISL Dubai	0	0	23.077	0
Voltas	1.789	0	7.804	10.527
TKM China	180	570	666	2.541
Direct costs (service availed)				
TKM India	25.869	76.478	198.437	151.970
TMILL				
Tata Steel, India				
Tata Limited London	0	145	0	145
Tata Sons				
Tata Tacon Nanjing	0			
ISL Dubai	0	0	0	131.477
TKM China	702 .312	119.131	1.218.632	626.177

Outstanding trade receivables	For the quarter ended 31st March 2021	For the period ended 31st March 2021
TKM India	24.135	24.135
-doubtful debts TKM India	-13.952	-13.952
TMILL	0	0
Tata Indien	285.481	285 .481
-doubtful debts Tata Steel	-82.000	-82.000
Tata London	279.468	279.468
Tata Taco Nanjing	49.196	49.196
TKM China	2.796	2 .796
Outstanding payable receivable	**545.124**	**545.124**
TKM India	7.639	7 .639
Tata Steel, India	0	0
Tata Limited London	0	0
TMILL	0	0
Tata Tacon Nanjing	0	0
TKM China	178.556	178.556
Outstanding	**186.194**	**186.195**
Contract liabilities		
Tata Limited London	1.764.329	1.764.329

8.

Contingent Liabilities	As at 31st March 2021	As at 31st March 2020
Banker Letter Guarantee	66.048	66.048
	66.048	**66.048**

Approved by managing directors on

For TKM Global GmbH

NOTES

TKM Global China Limited

CORPORATE INFORMATION

As on 1st April, 2021

Board of Directors
Mr. Dinesh Shastri
Mr. Amar Patnaik
Mr. Anand Chand

Registered Office:
Unit G, Floor 11, HengJi Mansion
99 Huai Hai East Road, Huangpu District
Shanghai - 200 021, P. R. China
Tel: +8621 64155365
Fax: +8621 64156378

Management Team
Mr. Chirag Bijlani – General Manager

Auditors
M/s. Shanghai Jia Liang, CPAs

Bankers
HSBC Bank

DIRECTORS' REPORT

TMILL Group of Companies

TO THE MEMBERS,

The Directors hereby present their ninth report on the business and operations of the Company and the financial accounts for the year ended 31st March, 2021.

The Company was formed on 25th June, 2008 with limited liability based on the Foreign-Invested Enterprise law of the People's Republic of China. The business license was issued by Shanghai Administration for Industry and Commerce of the PRC.

The Company is a wholly owned subsidiary of TKM Global Logistics Limited, which is incorporated in India.

FINANCIAL HIGHLIGHTS

Particulars	31.03.2021 Amount in INR	31.03.2021 Amount in RMB	31.03.2020 Amount in INR	31.03.2020 Amount in RMB
Revenue	224,733,806	20,430,346	196,349,088	18,611,288
Less: Direct Costs	195,740,380	17,794,580	162,453,257	15,398,413
Gross Profit	**28,993,426**	**2,635,766**	**33,895,831**	**3,212,875**
Less: Administrative Expenses	30,288,390	2,753,490	30,979,189	2,936,416
Profit/(Loss) from Operating Activities	**(1,294,964)**	**(117,724)**	**2,916,642**	**276,459**
Add: Other Income	113,696	10,336	2,511,333	238,041
Less: Income Tax expense	69,916	6356	362,783	34,387
Net profit/(Loss) for the year	**(1,251,184)**	**(113,744)**	**5,065,192**	**480,113**

OPERATIONAL REVIEW

During the year under review, the Company earned a Total Revenue of RMB 20,430,346 (₹224,733,806/-) vis-à-vis RMB 18,611,288 (₹196,349,088/-) during the previous financial year.

The Net Loss for the FY'21 was RMB 113,744 (₹1,251,184 /-) against a Net Profit RMB 480,113 (₹5,065,192/-) in previous year.

During this period, while sea freight FCL export volumes were 1,292 TEUS from 2,217TEUS in the previous year, the dip in the FCL Teus were much affected due to both TSL project volumes and Non-Tata volumes from some accounts like Delsey/Aurobindo which were low due to the out-break of COVID-19.

While for sea freight LCL export volumes were 2,111 WM, 30% up from previous year 1,620 WM, with better yields.

The earnings for both per Teus/ per WM on the local sales were much increased, as landside services were continued to be sold aggressively (Incl DDP /Buyers Consolidation Cargo).

Break bulk exports nomination volumes were in total of 125 FRTs towards the planned 5,000 FRTs in FY'21, this was mainly from TKM GmbH nominations a/c Tata Steel KPO-II project movements from China, which most of the volumes were postponed due to the slow down.

The airfreight volume was 92,000 KGS as compared to 228,000 KGS in the PY, mainly from local sales outbounds from China only,

During the period, the operating contribution percentage stood at approx 13% as compared to 17% of the last year, but with better yields both in Sea LCL & Air Freights.

During the year, a positive operating cash flow was maintained while outstanding were kept under control.

OPPORTUNITIES AND CHALLENGES

The world's second largest economy expanded 2.3% in 2020 compared to a year earlier, which was the record lowest in last 4 decades.

- China's trade recovered in the third quarter of 2020, with medical equipment, electronics, and machinery driving growth, Shanghai throughput was 43.5 mil Teus (50% Exports),
- Freight markets are showing no sign of cooling down as supply chain bottlenecks, equipment shortages, and a lack of capacity keep ocean logistics capacity tight and prices high, expected to continue in 2021.
- In FY'22 the company will continue its focus to provide outbound services for TSL exports from China and to expand the local customers base to provide service offering mainly on Exports from China with Buyers Consolidations, Special Equipment's Exports and Door-to-Door movements which earn higher yields.

DIRECTORS

The Board of the Company comprises of 3 (Three) Non-Independent Non-Executive Directors. During the year under review, Mr. Dinesh Shastri has been appointed as a Director on the Board w.e.f 16th November, 2020 in place of Mr. Ashish Kumar Gupta- Director who had resigned from the Board w.e.f 15th November, 2020.

As on 31st March, 2021, Mr. Dinesh Shastri, Mr. Amar Patnaik and Mr. Anand Chand continued to be the Directors on the Board of the Company.

AUDITORS

M/s. Shanghai Jia Liang CPAs are the Statutory Auditors of the Company and being eligible, have offered themselves for re-appointment.

AUDIT OBSERVATIONS & EXPLANATIONS

No qualification, reservation or adverse remark or disclaimer have been made by the Auditor's in their report.

ACKNOWLEDGEMENT

I wish to take the opportunity to place on record my sincere appreciation and gratitude for the continued assistance, support and co-operations extended by all Government Authorities, Banks, Overseas Associates, Clearing Agents, Shipping Lines, Air Lines and other business associates and last but not the least the Members of the Company.

For **TKM Global China Limited**

Amar Patnaik

Director
DIN: 02730170

Date : 19 April, 2021
Place: China

TKM GLOBAL CHINA LIMITED

INDEPENDENT AUDITORS' REPORT

To the Shareholder of TKM Global China Limited
(established in the People's Republic of China with limited liability)

Opinion

We have audited the financial statements of TKM Global China Limited ("the Company"), which comprise the statement of financial position as at 31 March 2021, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 March 2021 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the 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 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 this 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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that 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.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

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

Auditors' responsibilities for the audit of the financial statements (continued)

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

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

Shanghai Jialiang CPAs
Shanghai . China
19 April 2021

Statement of Financial Position as at 31st March, 2021

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	9	249,206	303,445
Right-of-use assets	10	292,834	133,106
Other intangible assets	11	27,843	7,930
Deferred tax assets	7	496	1,623
Total Non-Current Assets		**570,379**	**446,104**
Current Assets			
Trade and other receivables	12	1,072,662	1,192,888
Amount due from related companies	17	2,574,425	810,102
Cash and cash equivalents	18	2,804,366	4,112,570
Total Current Assets		**6,451,453**	**6,115,560**
Total Assets		**7,021,832**	**6,561,664**
EQUITY AND LIABILITIES			
Capital and reserves			
Issued capital	13	6,834,500	6,834,500
Accumulated losses	14	(2,751,989)	(2,638,245)
Total Equity		**4,082,511**	**4,196,255**
LIABILITIES			
Non-Current Liabilities			
Lease liabilities	15	139,598	
Deferred tax liabilities	7	17,537	12,308
Total Non-Current Liabilities		**157,135**	**12,308**
Current Liabilities			
Trade and other payables	16	2,589,975	1,561,583
Amount due to related companies	17	51,490	651,920
Lease liabilities	15	140,721	139,598
Total current liabilities		**2,782,186**	**2,353,101**
Total liabilities		**2,939,321**	**2,365,409**
Total equity and liabilities		**7,021,832**	**6,561,664**

Statement of Profit and Loss for the year ended 31st March, 2021

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
Revenue	5	20,430,346	18,611,288
Cost of Sales		(17,794,580)	(15,398,413)
Gross profit		**2,635,766**	**3,212,875**
Investment income	6	6,369	234,967
Administration expenses		(2,743,725)	(2,913,273)
Financial expenses		(9,765)	(23,143)
Other income		3,967	3,074
(Loss)/profit before income tax		**(107,388)**	**514,500**
Income tax expenses	7	(6,356)	(34,387)
(Loss)/profit for the year	8	(113,744)	480,113
Other comprehensive income, net of income tax		-	-
Total comprehensive (loss)/income for the year		**(113,744)**	**480,113**

Statement of Changes in Equity for Year ended 31st March, 2021

CURRENCY: RMB

	Issued capital	Accumulated losses	Total
Balance at 1 April 2019	6,834,500	(3,118,358)	3,716,142
Profit for the year		480,113	480,113
Total comprehensive income for the year	-	480,113	480,113
Balance at 31 March 2020	**6,834,500**	**(2,638,245)**	**4,196,255**
Balance at 1 April 2020	**6,834,500**	**(2,638,245)**	**4,196,255**
Loss for the year	-	(113,744)	(113,744)
Total comprehensive income for the year	-	(113,744)	(113,744)
Balance at 31 March 2021	**6,834,500**	**(2,751,989)**	**4,082,511**

TMILL Group of Companies

Cash Flow Statement for the year ended 31st March, 2021

CURRENCY: RMB

Particulars		For the year ended March 31, 2021	For the year ended March 31, 2020
Cash flows from operating activities			
(Loss)/profit before income tax		(107,388)	514,500
Adjustments for:			
Depreciation on property, plant and equipment		64,389	71,982
Depreciation on right-of-use assets		159,728	157,350
Amortisation of intangible assets		2,687	7,730
Exchange gains		139,141	(84,145)
Interest income		(6,369)	(234,967)
Losses on disposal of fixed assets		(352)	-
Finance expenses		9,765	23,143
Operating profit before movements in working capital		261,601	455,593
Movements in working capital			
Decrease in trade and other receivables		120,226	585,500
(Increase)/decrease in amount due from related companies		(1,764,323)	712,312
Increase/(decrease) in trade and other payables		1,028,392	(299,216)
(Decrease)/increase in amount due to related companies		(600,430)	581,189
Cash generated from operations		(954,534)	2,035,378
Income taxes paid		-	(23,703)
Net cash (used in)/generated from operating activities		**(954,534)**	**2,011,675**
Cash flows from investing activities			
Interest received		6,369	234,967
Payments for property, plant and equipment		(10,150)	(284,770)
Payments for software		(22,600)	-
Payments for right-of-use assets		(188,500)	(174,000)
Process from disposal of property, plant and equipment		352	-
Net cash used in investing activities		**(214,529)**	**(223,803)**
Cash flows from financing activities		**-**	**-**
Net increase in cash and cash equivalents		**(1,169,063)**	**1,787,872**
Cash and cash equivalents at 1 April		**4,112,570**	**2,240,553**
Effects of exchange rate changes		**(1,39,141)**	**84,145**
Cash and cash equivalents at 31 March		**2,804,366**	**4,112,570**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

CURRENCY: RMB

1. General information

TKM Global China Limited (the "Company") is a limited company incorporated in Shanghai, China. Its parent Company is TKM Global Logistics Limited. Its ultimate controlling party is TATA Steel Ltd. The principal activities of the Company include undertaking ocean shipping, land transportation and air-express for import and export product, int'l transportation agent of international display.

2. Basis of preparation of the financial statements

The financial statements on pages 4 to 29 have been prepared in accordance with International Financial Reporting Standards ("IFRSs") which collective term includes all applicable International Financial Reporting Standards, International Accounting Standards and Interpretations issued by the International Accounting Standards Board.

3. Significant accounting policies

3.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards.

3.2 Basis of preparation

The financial statements have been prepared on the historical cost basis except for certain properties and financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3.3 Revenue recognition

The Company shall account for a contract with a customer when all of the following criteria are met:

(a) the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations;

(b) the Company can identify each party's rights regarding the goods or services to be transferred;

(c) the Company can identify the payment terms for the goods or services to be transferred;

(d) the contract has commercial substance (i.e. the risk, timing or amount of the Company's future cash flows is expected to change as a result of the contract); and

(e) it is probable that the Company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, the Company shall consider only the customer's ability and intention to pay that amount of consideration when it is due. The amount of consideration to which the Company will be entitled may be less than the price stated in the contract if the consideration is variable because the Company may offer the customer a price concession.

CURRENCY: RMB

The Company shall recognise revenue when (or as) the Company satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer.

The Company transfers control of a good or service over time and, therefore, satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

(a) the customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs;

(b) the Company's performance creates or enhances an asset (for example, work in progress) that the customer controls as the asset is created or enhanced; or

(c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

If a performance obligation is not satisfied over time in accordance with the above paragraphs, the Company satisfies the performance obligation at a point in time.

When (or as) a performance obligation is satisfied, the Company shall recognise as revenue the amount of the transaction price that is allocated to that performance obligation.

The Company shall consider the terms of the contract and its customary business practices to determine the transaction price. When determining the transaction price, the Company shall consider the effects of all of the following: (a) variable consideration; (b) constraining estimates of variable consideration; (c) the existence of a significant financing component in the contract; (d) non-cash consideration; and (e) consideration payable to a customer.

3.4 Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The Company did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. The costs are included in the related right-of¬use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The Company applies IAS 36 Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statement of profit or loss.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient.

3.5 Foreign currencies

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences on transactions entered into in order to hedge certain foreign currency risks; and
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

3.6 Employee benefits

The Company's PRC employees are enrolled in the mandatory central pension plan operated by the local municipal government. The Company is required to make a contribution of the basic and other salaries of the employees or that specified by the local municipal government, to the central pension plan to fund the retirement benefits. The local municipal government undertakes to assume the retirement benefits obligations of all existing and future retired PRC employees. The only obligation of the Company in respect to the central pension plan is to meet the required contribution under the plan. The contributions are charged to the "statement of profit or loss" as they become payable in accordance with the rules of the central pension plan.

3.7 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. The directors of the Company reviewed the Company's investment property portfolios and concluded that none of the Company's investment properties are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, the directors have determined that the 'sale' presumption set out in the amendments to 'AS 12 is not rebutted. As a result, the Company has not .recognised any deferred taxes on changes in fair value of the investment properties as the Company is not subject to any income taxes on the fair value changes of the investment properties on disposal.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

3.8 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the statement of financial position at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amounts do not differ materially from those that would be determined using fair values at the end of each reporting period.

Any revaluation increase arising on the revaluation of such land and buildings is recognised in other comprehensive income and accumulated in equity, except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such land and buildings is recognised in profit or loss to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation on revalued buildings is recognised in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3.9 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

3.10 Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.11 Financial instruments

Financial assets and financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the instruments.

Initial measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.12 Financial assets

Financial assets are classified into the following specified categories: financial assets subsequently measured at amortised cost, financial assets at fair value through other comprehensive income (FVOCI) and financial assets at fair value through profit or loss (FVTPL). The classification depends on both: (a) the Company's business model for managing the financial assets and (b) the contractual cash flow characteristics of the financial asset. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Financial assets subsequently measured at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and;
(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at FVOCI

A financial asset shall be measured at fair value through other comprehensive income if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and;
(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at FVTPL

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

Option to designate a financial asset at fair value through profit or loss

Despite the above classification, the Company may, at initial recognition, irrevocably designate a financial asset as measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Initial recognition

The Company shall recognise a financial asset or a financial liability in its statement of financial position when, and only when, the Company becomes party to the contractual provisions of the instrument. When the Company first recognises a financial asset, it shall measure it in accordance with 3.11.

Subsequent measurement

After initial recognition, the Company shall measure a financial asset in accordance with the classification at: (a) amortised cost; (b) fair value through other comprehensive income; or (c) fair value through profit or loss.

Amortised cost measurement - Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees

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and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Impairment

The Company shall recognise a loss allowance for expected credit losses on financial assets subsequently measured at amortised cost or financial assets at FVOCI.

At each reporting date, the Company shall measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

The objective of the impairment requirements is to recognise lifetime expected credit losses for all financial instruments for which there have been significant increases in credit risk since initial recognition — whether assessed on an individual or collective basis — considering all reasonable and supportable information, including that which is forward-looking.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company shall measure the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

Recognition of expected credit losses

If the Company has measured the loss allowance for a financial instrument at an amount equal to lifetime expected credit losses in the previous reporting period, but determines at the current reporting date that the credit risk on that financial instrument has not increased significantly since initial recognition, the Company shall measure the loss allowance at an amount equal to 12-month expected credit losses at the current reporting date.

The Company shall recognise in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised.

At each reporting date, the Company shall assess whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Company shall use the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company shall compare the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

The Company may assume that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date.

If reasonable and supportable forward-looking information is available without undue cost or effort, the Company cannot rely solely on past due information when determining whether credit risk has increased significantly since initial recognition. However, when information that is more forward-looking than past due status (either on an individual or a collective basis) is not available without undue cost or effort, the Company may use past due information to determine whether there have been significant increases in credit risk since initial recognition.

Measurement of expected credit losses

The Company shall measure expected credit losses of a financial instrument in a way that reflects:

(a) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;

(b) the time value of money; and

(c) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

When measuring expected credit losses, the Company need not necessarily identify every possible scenario. However, it shall consider the risk or probability that a credit loss occurs by reflecting the possibility that a credit loss occurs and the possibility that no credit loss occurs, even if the possibility of a credit loss occurring is very low.

The maximum period to consider when measuring expected credit losses is the maximum contractual period (including extension options) over which the Company is exposed to credit risk and not a longer period, even if that longer period is consistent with business practice.

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However, some financial instruments include both a loan and an undrawn commitment component and the Company 's contractual ability to demand repayment and cancel the undrawn commitment does not limit the Company's exposure to credit losses to the contractual notice period. For such financial instruments, and only those financial instruments, the Company shall measure expected credit losses over the period that the Company is exposed to credit risk and expected credit losses would not be mitigated by credit risk management actions, even if that period extends beyond the maximum contractual period.

Derecognition of financial assets

The Company shall derecognise a financial asset when, and only when :

(a) the contractual rights to the cash flows from the financial asset expire, or

(b) it transfers the financial asset and the transfer qualifies for derecognition .

The Company transfers a financial asset if, and only if, it either:

(a) transfers the contractual rights to receive the cash flows of the financial asset, or

(b) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients in an arrangement that meets the conditions in the following paragraph.

When the Company retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients '), the Company treats the transaction as a transfer of a financial asset if, and only if, all of the following three conditions are met.

(a) the Company has no obligation to pay amounts to the eventual recipients unless it collects equivalent amounts from the original asset. Short-term advances by the Company with the right of full recovery of the amount lent plus accrued interest at market rates do not violate this condition.

(b) the Company is prohibited by the terms of the transfer contract from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows.

(c) the Company has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay.In addition, the Company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents during the short settlement period from the collection date to the date of required remittance to the eventual recipients, and interest earned on such investments is passed to the eventual recipients

3.13 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Financial/ liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is (i) contingent consideration that may be paid by an acquirer as part of a business combination to which IFRS 3 applies, (ii) held for trading, or (iii) it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration that may be paid by an acquirer as part of a business combination may be designated as at FVTPL upon initial recognition if:

CURRENCY: RMB

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and IAS 39 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line items.

Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

4. Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

4.1 Useful lives of property, plant and equipment

The Company's management determines the estimated useful lives for its property, plant and equipment. This estimate is based on the historical experience of the actual useful lives of property, plant and equipment of similar nature and functions. It could change significantly as a result of technical innovations and competitor actions in response to severe industry cycles.

The Company's management will increase the depreciation charge where useful lives are less than previously estimated lives, or will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold.

4.2 Impairment of receivables

The Company's management reviews receivables on a regular basis to determine if any provision for impairment is necessary. This estimate is based on the credit history of its customers, past settlement and industry practice and current market conditions . Management reassess the impairment of receivables at the balance sheet date.

5. Revenue

The following is an analysis of the Company's revenue:

		For the year ended March 31, 2021	For the year ended March 31, 2020
Rendering of service		20,430,346	18,611,288

Revenue from major products and services

The following is an analysis of the Company's revenue from its major products and services:

		For the year ended March 31, 2021	For the year ended March 31, 2020
International forwarding		20,430,346	18,611,288

CURRENCY: RMB

6. Investment income

		For the year ended March 31, 2021	For the year ended March 31, 2020
Interest income:			
Bank deposits		6,369	234,967

7. Income taxes

7.1 Income tax recognised in profit or loss

		For the year ended March 31, 2021	For the year ended March 31, 2020
Current tax		-	(23,702)
Deferred tax		(6,356)	(10,685)
Total income tax expense		**(6,356)**	**(34,387)**

The income tax expenses for the period can be reconciled to the accounting (loss)/ profit as follows:

		For the year ended March 31, 2021	For the year ended March 31, 2020
(Loss) / Profit before income tax		(107,388)	514,500
Income tax expense calculated at 5% (2019: 25%)		26,847	(25,725)
Effect of expenses that are not deductible for tax purposes		(2,853)	2,782
Effect of unused tax losses and tax offsets not recognised as deferred tax assets		(30,350)	(13,574)
Adjustments to deferred tax attributable to changes in tax rates		-	2,130
Income tax expense recognised in profit or loss		**(6,356)**	**(34,387)**

7.2 Deferred tax balances

The following is the analysis of deferred tax assets/(liabilities) presented in the statement of financial position:

		For the year ended March 31, 2021	For the year ended March 31, 2020
Deferred tax assets		496	1,623
Deferred tax liabilities		(17,537)	(12,308)
		(17,041)	**(10,685)**

Deferred tax (liabilities)/assets in relation to:

	For the year ended March 31, 2020	Recognised in profit or loss	For the year ended March 31, 2021
Depreciation	(12,308)	(5,229)	(17,537)
Finance expenses for leasing	1,623	(1,127)	496
	(10,685)	(6,356)	(17,041)

7.3 Unrecognised deductible temporary differences, unused tax losses and unused tax credits

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

		For the year ended March 31, 2021	For the year ended March 31, 2020
Tax losses (revenue in nature)		469,611	136,961

8. (Loss)/profit for the year

(Loss)/profit for the year has been arrived at after charging/(crediting):

8.1 Depreciation and amortisation expense

		For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation of property, plant and equipment		64,389	71,982
Depreciation of right-of-use assets		159,728	157,350
Amortisation of intangible assets		2,687	7,730
Total depreciation and amortisation expense		226,804	237,062

CURRENCY: RMB

8.2 Employee benefits expense

		For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries		1,027,950	1,137,546
Social welfare		231,997	347,212
Total employee benefits expense		**1,259,947**	**1,484,758**

9. Property, plant and equipment

		For the year ended March 31, 2021	For the year ended March 31, 2020
Carrying amounts of:			
Equipment & vehicles		192,227	234,765
Computers		19,376	24,554
Furniture & fixtures		37,603	44,126
		249,206	**303,445**

	Equipment	Computers	Furniture & fixtures	Total
Cost				
Balance at 1 April 2020	407,032	45,700	103,062	555,794
Additions	5,200	4,950	-	10,150
Disposals	(43,006)	-	-	(43,006)
Balance at 31 March 2021	369,226	50,650	103,062	522,938
Accumulated depreciation				
Balance at 1 April 2020	(172,267)	(21,146)	(58,936)	(252,349)
Depreciation expense	(47,738)	(10,128)	(6,523)	(64,389)
Eliminated on disposals of assets	43,006	-	-	43,006
Balance at 31 March 2021	(176,999)	(31,274)	(65,459)	(273,732)

The following useful lives are used in the calculation of depreciation:

	Depreciation rates
Equipment	20% p.a.
Computers	25% p.a.
Furniture & fixtures	6.33% p.a.

10. Right of use assets (Company as a lessee)

		For the year ended March 31, 2021	For the year ended March 31, 2020
Carrying amounts of:			
Office lease		292,834	133,106
			Office lease
Cost			
Balance at 1 April 2020			290,456
Additions			319,456
Deductions for the year			(290,456)
Balance at 31 March 2021			319,456
Accumulated depreciation			
Balance at 1 April 2020			(157,350)
Depreciation expense			(159,728)
Deductions for the year			290,456
Balance at 31 March 2021			(26,622)

The following useful lives are used in the calculation of depreciation:

Office lease 50% p.a.

Notes forming part of the Financial Statements for the year ended 31st March, 2021

CURRENCY: RMB

11. Other intangible assets

		For the year ended March 31, 2021	For the year ended March 31, 2020
Carrying amounts of:			
Software		27,843	7,930
		For the year ended March 31, 2021	**For the year ended March 31, 2020**
			Software
Cost			
Balance at 1 April 2020			77,300
Additions			22,600
Balance at 31 March 2021			99,900
Accumulated amortisation			
Balance at 1 April 2020			(69,370)
Amortisation expense			(2,687)
Balance at 31 March 2021			(72,057)

The following useful lives are used in the calculation of amortisation.

Software 10 years

12. Trade and other receivables

		For the year ended March 31, 2021	For the year ended March 31, 2020
Trade receivables		800,856	928,570
Allowance for doubtful debts		-	-
		800,856	928,570
Deposits		45,708	45,708
Prepayments & other receivables		226,098	218,610
VAT & other taxes		-	-
		1,072,662	1,192,888

13. Issued capital

		For the year ended March 31, 2021	For the year ended March 31, 2020
Share capital		6,834,500	6,834,500
Share premium		-	-
		6,834,500	**6,834,500**

14. Accumulated losses

		For the year ended March 31, 2021	For the year ended March 31, 2020
Accumulated losses		(2,751,989)	(2,638,245)
			For the year ended March 31, 2021
Balance at beginning			(2,638,245)
Loss attributable to owners of the Company			(113,744)
Balance at end			**(2,751,989)**

15. Lease liabilities

		For the year ended March 31, 2021	For the year ended March 31, 2020
Current		139,598	139,598
Non-current		140,721	-
Balance at end		**280,319**	**139,598**

CURRENCY: RMB

16. Trade and other payables

		For the year ended March 31, 2021	For the year ended March 31, 2020
Trade payables		2,494,211	1,359,793
Non-trade payables		93,602	198,468
VAT & other taxes		2,162	3,322
		2,589,975	**1,561,583**

17. Related party transactions

Details of transactions between the Company and its related parties are disclosed below:

17.1 Trading transactions

During the period, Company entities entered into the following trading transactions with related parties:

	Rendering of services For the year ended		Purchases of services For the year ended	
	31/3/2021	31/3/2020	31/3/2021	31/3/2020
TKM INDIA	768,339	1,816,953	165,674	145,998
TKM GERMAN	9,920,704	4,699,420	31,308	21,972
TRL CHINA	-	278,130	-	-
NANJING TATA	1,134,319	2,782,149	-	-
	11,823,362	**9,576,652**	**196,982**	**167,970**

The following balances were outstanding at the end of the reporting period:

	Amount due from related parties		Amount due to related parties	
	31/3/2021	31/3/2020	31/3/2021	31/3/2020
TKM INDIA	294,230	383,488	28,976	1,920
TKM GERMAN	1,952,793	195,462	22,514	-
NANJING TATA	327,402	231,152	-	650,000
	2,574,425	**810,102**	**51,490**	**651,920**

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in the Current or prior years for bad or doubtful debts in respect of the amounts due from related parties.

18. Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand and in banks, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the reporting year as shown in the statement of cash flows can be reconciled to the related items in the statement of financial position as follows:

		For the year ended March 31, 2021	For the year ended March 31, 2020
Cash and bank balances		2,804,366	4,112,570

19. Financial risk management

19.1 Financial risk factors

The Company's activities are exposed to credit risks, foreign exchange risk and interest rate risk.

Credit risks

Credit risk or the risk of counterparties defaulting, is managed through the application of credit approvals, credit limits and monitoring procedures. The Company minimises its exposure to credit risk by dealing with counter parties with acceptable credit rating.

CURRENCY: RMB

The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful debts, if any, estimated by the Company's directors based on prior experience and their assessment of the current economic environment.

Foreign exchange risk

RMB is not freely convertible into other foreign currencies and conversion of RMB into foreign currencies is subject to rules and regulations of foreign exchange control promulgated by the PRC government.

The Company's cash and cash equivalents are deposited with banks in the PRC. The remittance of these funds out of the PRC is subject to the exchange control restrictions imposed by the PRC government.

The Company has not used any forward contracts or currency borrowings to hedge its exposure to foreign currency risk.

19.2 Fair values

The fair values of the Company's current financial assets and liabilities are not materially different from their carrying amounts because of the immediate or short term maturity.

20. Events after the reporting period

There are no events after the reporting period to be disclosed.

21. Approval of financial statements

The financial statements were approved by the board of directors and authorised for issue on 19 April 2021.

NOTES

TM International Logistics Limited
Consolidated Financial Statement

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2021, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, theaforesaid Consolidated Financial Statements give the information required by the Companies Act,2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

1. We have audited the accompanying Consolidated Financial Statements of TM International Logistics Limited CUlhe Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 14 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Other Informationr

4. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's Directors' Report, but does not include the financial statements and our auditor's report thereon.
5. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
6. In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (refer paragraph 14 below), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

7. The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.
8. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
9. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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

10. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.
11. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
    - dentify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
    - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
    - Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
    - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
12. We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors 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.
13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

14. We did not audit the financial statements/ financial information of three subsidiaries whose financial statements/ financial information reflect total assets of ₹ 56,580 lakhs and net assets of ₹ 47,343 lakhs as at March 31, 2021, total revenue of ₹ 60,317 lakhs, total comprehensive income (comprising of profit and other comprehensive income) of ₹ 1,576 lakhs and net cash flows amounting to ₹ 5,631 lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

    Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

15. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
    (c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.
    (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
    (e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary company incorporated in India, as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and its subsidiary company incorporated in India, none of the directors of the Holding Company and its subsidiary company incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
    (f) With respect to the adequacy of internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate report in Annexure A.
    (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
        i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations as at March 31, 2021 on the consolidated financial position of the Group - Refer Note 34 to the Consolidated Financial Statements.
        ii. The Group has long-term contracts as at March 31, 2o21 for which there were no material foreseeable losses. The Group did not have any derivative contracts as at March 31, 2021.
        iii. During the year ended March 31, 2021, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary company incorporated in India.
        iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended March 31, 2021.
16. The Group 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 Act.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants

Dhiraj Kumar
Partner

Place: Hyderabad — Membership Number: 060466
Date: April 28, 2021 — UDIN: 21060466AAAAAY7774

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 15(f) of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2021

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143of the Act

1. In conjunction with our audit of the Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary company, which is a company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary company, to whom reporting under clause (i) of sub-section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Holding Company's and its subsidiary company's, incorporated in India, internal financial controls with reference to Consolidated Financial Statements 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 ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, 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 Consolidated Financial Statements, whether due to fraud or error.
5. 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 with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2021, 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 Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants

Dhiraj Kumar
Partner

Place: Hyderabad — Membership Number: 060466
Date: April 28, 2021 — UDIN: 21060466AAAAAY7774

Consolidated **Balance Sheet** as at 31 March, 2021

₹ in Lakhs

	Particulars	Note	As at 31st March 2021	As at 31st March 2020
I	**ASSETS**			
(1)	**Non-current Assets**			
	(a) Property, Plant and Equipment	4	8,744.01	8,522.04
	(b) Intangible Assets	5	3,841.21	3,989.51
	(c) Right of use assets	6	22,935.33	22,452.68
	(d) Capital Work-in-Progress		-	136.40
	(e) Intangible Assets under Development		230.05	121.47
	(f) Financial Assets			
	(i) Loans	7	429.74	468.64
	(ii) Other Financial Assets	8	27.77	369.47
	(g) Non-current Tax Asset (Net)	9	2,847.00	2,322.52
	(h) Deferred Tax Assets (Net)	45.1	1,268.20	1,244.49
	(i) Other Non-current Assets	10	63.20	92.86
	Total Non-current Assets		**40,386.51**	**39,720.08**
(2)	**Current Assets**			
	(a) Inventories	11	320.98	628.11
	(b) Financial Assets			
	(i) Investments	12	3,000.43	-
	(ii) Trade Receivables	13	22,246.05	21,590.19
	(iii) Cash and Cash Equivalents	14	11,805.95	5,249.20
	(iv) Other Bank Balances	15	34,731.80	39,165.30
	(v) Loans	16	71.16	57.96
	(vi) Other Financial Assets	17	4,692.46	491.17
	(c) Other Current Assets	18	11,628.47	11,583.93
	Total Current Assets		**88,497.30**	**78,765.86**
	Total Assets		**1,28,883.81**	**1,18,485.94**
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	19	1,800.00	1,800.00
	(b) Other Equity	20	69,436.37	67,019.86
	Total Equity		**71,236.37**	**68,819.86**
	LIABILITIES			
	(1) Non-current Liabilities			
	(a) Financial Liabilities			
	Other Financial Liabilities	21	15,943.52	16,239.29
	(b) Provisions	22	3,488.65	3,442.27
	(c) Deferred Tax Liabilities (Net)	45.2	5.28	14.19
	Total Non-current Liabilities		**19,437.45**	**19,695.75**
	(2) Current Liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	23		
	(a) Total outstanding dues of Micro Enterprises and Small Enterprises		196.38	-
	(b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		12,019.06	12,260.92
	(ii) Other Financial Liabilities	24	10,482.40	6,550.90
	(b) Provisions	25	401.32	628.77
	(c) Current Tax Liabilities (Net)	26	0.36	0.47
	(d) Other Current Liabilities	27	15,110.47	10,529.27
	Total Current Liabilities		**38,209.99**	**29,970.33**
	Total Liabilities		**57,647.44**	**49,666.08**
	Total Equity and Liabilities		**1,28,883.81**	**1,18,485.94**

The accompanying Notes form an integral part of the Consolidated Balance Sheet.

This is the Consolidated Balance Sheet referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Profit and Loss** for the year ended 31 March, 2021

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
I.	**Revenue from Operations**	28	**1,23,312.96**	**1,02,990.64**
II.	**Other Income**	29	1,435.68	2,189.93
III.	**Total Income (I +II)**		1,24,748.64	1,05,180.57
IV.	**Expenses**			
	Operational Expenses	30	99,379.88	82,660.83
	Employee Benefits Expense	31	6,107.64	6,360.64
	Finance Costs	32	1,833.67	1,254.79
	Depreciation and Amortisation Expense	4, 5 & 6	7,311.24	4,948.49
	Other Expenses	33	5,610.19	5,177.30
	Total Expenses		**1,20,242.62**	**1,00,402.05**
V.	**Profit Before Tax (III-IV)**		4,506.02	4,778.52
VI.	**Income Tax Expense**	44	1,083.72	1,397.62
	(1) Current Tax		1,148.58	1,414.77
	(2) Tax Relating to Earlier Years		(31.53)	(15.91)
	(3) Deferred tax		(33.33)	(1.24)
VII.	**Profit for the Year (V-VI)**		**3,422.30**	**3,380.90**
VIII	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		(30.38)	(106.16)
	(2) Income Tax on Above		(1.44)	30.33
	Items that will be Reclassified to Profit or Loss			
	(1) Exchange Differences on Translation of Foreign Operations		26.03	3,369.70
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**3,416.51**	**6,674.77**
X.	**Earning per Equity Share**			
	(1) Basic	41	19.01	18.78
	(2) Diluted		19.01	18.78

The accompanying Notes form an integral part of the Consolidated Statement of Profit and Loss

This is the Consolidated Statement of Profit and Loss referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Changes in Equity** for the year ended 31 March, 2021

₹ in Lakhs

A. Equity Share Capital (Refer Note 19)	₹ in Lakhs
Balance as at 1st April 2019	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2020	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	**1,800.00**

₹ in Lakhs

B. Other Equity (Refer Note 20)	Other Equity				
	General Reserves	Retained Earnings	Capital Reserve	Foreign Currency Translation Reserve	Total
Balance as at 1st April 2019	8,562.57	42,329.64	630.36	10,082.52	61,605.09
Profit for the Year	-	3,380.90	-	-	3,380.90
Other Comprehensive Income for the Year	-	(75.83)	-	3,369.70	3,293.87
Final Dividend on Equity Shares for FY 18-19	-	(1,260.00)	-	-	(1,260.00)
Balance as at 31st March 2020	**8,562.57**	**44,374.71**	**630.36**	**13,452.22**	**67,019.86**
Balance as at 1st April 2020	**8,562.57**	**44,374.71**	**630.36**	**13,452.22**	**67,019.86**
Profit for the Year	-	3,422.30	-	-	3,422.30
Other Comprehensive Income for the Year	-	(31.82)	-	26.03	(5.79)
Final Dividend on Equity Shares for FY 19-20	-	(1,000.00)	-	-	(1,000.00)
Balance as at 31st March 2021	**8,562.57**	**46,765.19**	**630.36**	**13,478.25**	**69,436.37**

The accompanying Notes form an integral part of the Consolidated Statement of Changes in Equity

This is the Consolidated Statement of Changes in Equity referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Cash Flows** for the year ended 31 March, 2021

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		4,506.02	4,778.52
	Adjustments for:			
	Depreciation / Amortisation Expenses		7,311.24	4,948.49
	Profit on Revaluation of Investments	29	(0.43)	-
	Finance Costs	32	1,833.67	1,254.79
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	29	(0.33)	(5.12)
	Profit on Sale of Investments	29	(9.39)	(52.43)
	Interest Income	29	(676.49)	(1,335.75)
	Dividend Income from Mutual Funds	29	-	(11.88)
	Operating Profit before Changes in Operating Assets and Liabilities		**12,964.29**	**9,576.62**
	Changes in Operating Assets and Liabilities		-	-
	(Increase)/ Decrease in Trade Receivables		(729.70)	(1,113.72)
	(Increase)/ Decrease in Financial Assets		(4,277.58)	2,277.30
	(Increase)/ Decrease in Loans		25.70	53.97
	(Increase)/ Decrease in Other Assets		(83.68)	(1,088.30)
	(Increase)/ Decrease in Inventories		297.67	(451.19)
	Increase/ (Decrease) in Trade Payables		28.04	881.74
	Increase/ (Decrease) in Financial Liabilities		2,549.53	(41.07)
	Increase/ (Decrease) in Other Liabilities		4,514.69	(4,243.41)
	Increase/ (Decrease) in Provisions		(304.19)	180.22
	Cash Generated from Operations		14,984.77	6,032.16
	Direct Taxes Paid (Net of Refund)		(1,642.41)	(2,178.65)
	Net Cash from/ (used in) Operating Activities		**13,342.36**	**3,853.51**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment & Intangible Assets		(1,589.56)	(1,737.58)
	Proceeds from Disposal of Property, Plant & Equipment		8.15	977.02
	Fixed Deposits (Placed)/ Realised (Net)		4,765.41	(6,568.60)
	Sale of Investments in Mutual Funds		10,459.39	28,115.78
	Purchase of Investments In Mutual Funds		(13,450.00)	(27,949.99)
	Interest Received		762.59	1,627.19
	Net Cash from/ (used in) Investing Activities		**955.98**	**(5,536.18)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(5,293.51)	(3,126.67)
	Interest Elements of Lease Payments		(1,729.54)	(1,208.42)
	Dividend Paid		(1,000.00)	(1,260.00)
	Net Cash used in Financing Activities		**(8,023.05)**	**(5,595.09)**
D.	**Effect of Exchange Rate on Translation of Foreign Currency Cash and Cash Equivalents**		281.47	2,221.50
	Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C+D)		**6,556.76**	**(5,056.26)**
	Cash and Cash Equivalents at the Beginning of the Year	14	5,249.20	10,305.46
	Cash and Cash Equivalents at the End of the Year	14	**11,805.96**	**5,249.20**

Note
The above Consolidated Statement of Cash Flows have been prepared under the 'Indirect Method' as set out in Ind AS-7 'Statement of Cash Flows'.
The accompanying Notes form an integral part of the Consolidated Statement of Cash Flows.

This is the Consolidated Cash Flow Statement referred to in our report of even date

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April, 2021

Place: Kolkata
Date: 28th April, 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Office

Notes forming part of the Consolidated Financial Statements

for the year ended 31 March, 2021

1 COMPANY BACKGROUND

TM International Logistics Limited ('TMILL' or 'the Company') is a public limited company incorporated in India with its registered office in Kolkata, West Bengal, India. TMILL is a Joint Venture between Tata Steel Limited (51%), IQ Martrade of Germany (23%), and Nippon Yusen Kaisha- NYK (26%). TMILL is in the business of Port Operation, material transportation through railways and related services. The Company offers a broad range of services in Port handling and storing Bulk, Break Bulk, Project Cargo with related services of Agency business, Custom Clearance, Warehousing operations, etc.

The Consolidated Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 28, 2021.

2 SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these Consolidated Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation

(i) Compliance with Ind AS

The Consolidated Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical Cost Convention

The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following:

a) certain financial assets and liabilities which are measured at fair value;
b) defined benefit plans - plan assets measured at fair value.

(iii) Current versus Non-current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- expected to be realised or intended to be sold or consumed in normal operating cycle,
- held primarily for the purpose of trading,
- expected to be realised within twelve months after the reporting period, or
- cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it is expected to be settled in the normal operating cycle,
- it is held primarily for the purpose of trading,
- it is due to be settled within twelve months after the reporting period, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

2.2 Principles of Consolidation

(i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

(ii) Manner of Consolidation

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

2.3 Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised as an expense in the Statement of Profit and Loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

Gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation Method and Estimated Useful lives

Depreciation is calculated on a pro-rata basis using the straight-line method to allocate their cost, over their estimated useful values in accordance with Schedule II to the Act, except in respect of Buildings constructed on the Leased Land, Vessels and certain Non-Factory Buildings, Plant and Equipments, Vehicles and Computers, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

The estimated useful lives for the main categories of property, plant and equipment are:

Type of Asset	Estimated Useful life
Buildings Constructed on the Leased Land	Upto 30 years
Non-Factory Building	30/60 years
Plant and Equipments	7 -15 years
Vehicles	5 - 10 years
Vessels	5 years
Office Equipment	5 years
Furniture and Fixtures	10 years
Computers-Desktop, Laptops etc.	3/4 years
Computers-Servers	6 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains or losses on disposals are determined as difference between sale proceeds and carrying value of such items and are recognised in the Statement of Profit and Loss within 'Other Income'/'Other Expenses'. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances'.

2.4 Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as difference between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss.

The estimated useful lives for the main categories of intangible assets are:

Type of Asset	Estimated Useful life
Operational Rights under Service Concession Agreement Berth#13-Haldia Port	30 years
Special Freight Train Operator License	20 years

2.5 Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows, which are largely independent of the cash inflows from other assets or groups of assets (cashgenerating units).

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying amount does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss immediately.

2.6 Leases

As a Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Company is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third-party financing and make adjustments specific to the lease e.g. term, country, etc.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straightline basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of building are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

As a Lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

2.7 Financial Instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

A. Investments and Other Financial Assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of cash flows.

For assets measured at fair value, gains or losses is recorded in either the profit or loss or other comprehensive income. For investments in debt instruments, this depends on the business model in which the investment is held. For investments in equity instruments, this depends on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Group reclassifies the debt investments when and only when the business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at fair value through profit or loss are recognised as expense in the Statement of Profit and Loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instrument as amortised cost measurement categories. Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired.

Equity Instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Changes in the fair value of financial assets at fair value through profit or loss are recognised within 'Other Income' in the Statement of Profit and Loss.

(iii) Impairment of Financial Assets

The Group assesses on a forward-looking basis the expected credit losses associated with its assets which are not fair valued through profit or loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109, 'Financial Instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Derecognition of Financial Assets

A financial asset is derecognised only when the Group has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity neither has transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset.

Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Fair Value of Financial Instruments

In determining the fair value of financial instruments, the Group

uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

(vi) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.8 Trade Receivables

Trade receivables are amounts due from customers for services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.9 Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.10 Trade Payables

Trade Payables represent liabilities for goods and services provided to the Group prior to the end of financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and are subsequently measured at amortised cost using the effective interest method where the time value of money is significant.

2.11 Employee Benefits

A. Short-term Employee Benefits

Liabilities for short-term employee benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service, are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented under 'Trade Payables - Current' in the Balance Sheet.

B. Post-Employment Benefits

i) Defined Benefit Plans

The liability or asset recognised in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in 'Employee Benefits Expense' in the Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the year in which they occur, directly in Other Comprehensive Income. These are included in 'Retained Earnings' in the Statement of Changes in Equity.

ii) Defined Contribution Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the year in which the employee has rendered the service.

C. Other Long-term Employee Benefits

The liabilities for compensated absences which are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are considered as other long-term employee benefits. They are therefore measured by actuaries as the present value of expected future benefits in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented under 'Provision for Employee Benefits' within 'Provisions' in the Balance Sheet and portion of such provisions is presented as current if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

D. Termination Benefits

Termination benefits obligation arise from either Company's decision to terminate the employment or an employee's decision to accept Company's offer of benefits in exchange for termination of employment. The net present value of the obligation for amounts payable to employees, who have opted for retirement under the Employees' Early Separation Scheme of the Company, is charged to the Statement of Profit and Loss.

2.12 Income Tax

The income tax expense for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax credits and unused tax losses.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Consolidated

Financial Statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill.

Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction impacts neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences, tax credits and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax are recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, if any. In this case, the tax is also recognised in Other Comprehensive Income or directly in equity, respectively.

2.13 Provisions and Contingencies

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.14 Revenue Recognition

Revenue from contracts with customers are recognised when services promised in the contract are transferred to the customer. The amount of revenue recognised depicts the transfer of promised services to customers for an amount that reflects the consideration to which the Group is entitled to in exchange for the services rendered.

Sale of Services and Other Operating Revenue

Revenue from sale of services and other operating revenue are recognised when services are transferred to the customer i.e. when the Group satisfies the performance obligation with respect to the services being rendered, risk of loss have been transferred to the customer and either the customer has accepted the services in accordance with the contract or the acceptance provisions have elapsed or the Group has objective evidence that all criteria for acceptance have been satisfied. Revenue from sale of services are recognised based on the price specified in the contract, which is fixed. No element of financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period, which is consistent with the market practices. A receivable is recognised when the services are transferred, as this is the point in time that the consideration is unconditional because only passage of time is required before payment is due.

The Group does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

Voyage Charter

Contract with a customer in case of voyage charter is accounted for when all the following criteria's are met:

- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Establishment;
- The stage of completion of the transaction at the end of the reporting period can be measured reliably; and
- The cost incurred for the transaction and the costs to complete the transaction can be measured reliably.

When the outcome of the transaction cannot be estimated reliably, revenue shall be recognised only to the extent of the expenses recognised that are recoverable. Losses on voyages are recognised during the period in which the loss first becomes probable and can be reasonably estimated.

Time Charter

Revenue under time charter is recognised based on the terms of the time charter agreement.

Demurrage Income

Demurrage income, which is included in time/voyage chartering, represents payments by the customers to the Establishment when loading or discharging time exceeds the stipulated time in the time/ voyage charter, and is recognised when services have been performed and there exists no significant uncertainty as to its measurability and collectability.

Interest Income

Interest income on loans and deposit with banks is recognised on time proportion basis, by reference to the principal outstanding and the interest rate applicable.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2021

Dividend Income

Dividend is recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

2.15 Foreign Currency Transactions and Translation

Functional and Presentation Currency

Items included in the Consolidated Financial Statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The Consolidated Financial Statements are presented in Indian Rupee (₹), which is the Group's functional and presentation currency.

Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. At the year-end, monetary assets and liabilities denominated in foreign currencies are restated at the year-end exchange rates. Exchange differences arising from settlement of foreign currency transactions and from year-end restatement are recognised in the Statement of Profit and Loss on a net basis within 'Other Income'/ 'Other Expenses'.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Group Companies

The results and financial position of foreign operations (none of which has a currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet
- income and expenses are translated at average exchange rates
- all resulting exchange differences are recognised in other comprehensive income

2.16 Earnings per Share

Basic Earnings per Share

Basic earnings per equity share is computed by dividing profit or loss attributable to owners of the Parent Company by the weighted average number of equity shares outstanding during year end.

Diluted Earnings per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.17 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Board of Directors is collectively the Group's CODM. Based on the synergies, risks and returns associated with business operations and in terms of Ind AS 108, CODM of the Group has assessed that the Group is predominantly engaged in the operating segments as disclosed in the segment information presented in Note 39.

3 USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGMENTS

The preparation of Consolidated Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Consolidated Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised and future years impacted.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each impacted line item in the Consolidated Financial Statements.

The areas involving critical estimates or judgements are:

A. Employee Benefits (Estimation of Defined Benefit Obligation)

Post-employment benefits represent obligation that will be settled in the future and require assumptions to project benefit obligations. Post-employment benefit accounting is intended to reflect the recognition of future benefit cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made.

The accounting requires the Group to make assumptions regarding variables such as discount rate, rate of compensation increase and future mortality rates. Changes in these key assumptions can have a significant impact on the defined benefit obligations funding requirements and benefit costs incurred.

B. Estimation of Expected Useful Lives and Residual Values of Property, Plant and Equipment

Management reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment.

C. Impairment of Trade Receivables

Impairment of trade receivables is primarily estimated based on prior experience with and the past due status of receivables based on factors that include ability to pay and payment history. The assumptions and estimates applied for determining the provision for impairment are reviewed periodically.

D. Recognition of Profits on Voyages in Progress/ Trips in Progress

Profit on voyages in progress is recognised only when, in the opinion of management, sufficient progress has been made on the voyage/ trip that the final outcome can be reliably estimated. Otherwise no profits are recognised on such contracts.

E. Contingencies

Legal proceedings covering a range of matters are pending against the Group. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Group often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Group consults with legal counsel and certain other experts on matters related to litigations. The Group accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

F. Deferred Taxes

Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax bases that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimizing measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

NOTE 4 AND 5: PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

₹ in Lakhs

	As at 31st March 2021	As at 31st March 2020
Net Carrying Amount of :		
Note 4- Property Plant and Equipment		
Carrying amount of :		
Buildings	1,378.11	1,438.81
Leasehold Improvements	785.80	-
Plant and Equipments	5,670.82	6,379.15
Furniture and Fixtures	339.79	295.73
Vehicles	207.81	274.15
Office Equipments	361.68	134.20
Total Property Plant and Equipment	**8,744.01**	**8,522.04**
Note 5- Intangible Assets		
Softwares	287.27	128.51
Special Freight Train Operator Licence	802.47	852.47
Operational Rights under Service Concession Agreement Berth #13- Haldia Port	2,751.47	3,008.53
Total Intangible Assets	**3,841.21**	**3,989.51**

	Note 4							Note 5			
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment	Softwares	Special Freight Train Operator License	Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April, 2020	**1,658.42**	**-**	**8,952.41**	**447.65**	**479.19**	**298.91**	**11,836.58**	**358.32**	**1,000.00**	**4,097.80**	**5,456.12**
Additions	-	804.61	201.15	85.08	20.24	295.94	1,407.02	218.71	-	-	218.71
Disposals	-	-	1.17	20.43	24.78	82.64	129.02	2.50	-	-	2.50
Exchange Differences on Consolidation	(18.01)	-	(172.34)	6.21	0.08	3.12	(180.94)	1.27	-	-	1.27
Gross Carrying Amount as at 31st March, 2021	**1,640.41**	**804.61**	**8,980.05**	**518.51**	**474.73**	**515.33**	**12,933.64**	**575.80**	**1,000.00**	**4,097.80**	**5,673.60**
Accumulated Depreciation/ Amortisation as at 1st April, 2020	**219.61**	**-**	**2,573.26**	**151.92**	**205.04**	**164.71**	**3,314.54**	**229.81**	**147.53**	**1,089.27**	**1,466.61**
Charge for the Year	48.10	18.81	792.27	44.04	85.26	66.68	1,055.16	60.07	50.00	257.06	367.13
Disposals	-	-	1.06	15.99	24.78	79.36	121.19	2.51	-	-	2.51
Exchange Differences on Consolidation	(5.41)	-	(55.24)	(1.25)	1.40	1.62	(58.88)	1.16	-	-	1.16
Accumulated Depreciation/ Amortisation as at 31st March, 2021	**262.30**	**18.81**	**3,309.23**	**178.72**	**266.92**	**153.65**	**4,189.63**	**288.53**	**197.53**	**1,346.33**	**1,832.39**
Net Carrying Amount at the Beginning of the Year	**1,438.81**	**-**	**6,379.15**	**295.73**	**274.15**	**134.20**	**8,522.04**	**128.51**	**852.47**	**3,008.53**	**3,989.51**
Net Carrying Amount at the End of the Year	**1,378.11**	**785.80**	**5,670.82**	**339.79**	**207.81**	**361.68**	**8,744.01**	**287.27**	**802.47**	**2,751.47**	**3,841.21**
Gross Carrying Amount as at 1st April, 2019	**2,514.80**	**-**	**7,340.92**	**469.79**	**421.23**	**239.72**	**10,986.46**	**325.48**	**1,000.00**	**3,649.26**	**4,974.74**
Additions	11.31	-	1,104.46	103.43	144.61	76.80	1,440.61	18.40	-	448.54	466.94
Disposals	927.18	-	0.28	166.94	109.90	59.43	1,263.73	0.32	-	-	0.32
Exchange Differences on Consolidation	59.49	-	507.31	41.37	23.25	41.82	673.24	14.76	-	-	14.76
Gross Carrying Amount as at 31st March, 2020	**1,658.42**	**-**	**8,952.41**	**447.65**	**479.19**	**298.91**	**11,836.58**	**358.32**	**1,000.00**	**4,097.80**	**5,456.12**
Accumulated Depreciation/ Amortisation as at 1st April, 2019	**216.55**	**-**	**1,649.07**	**147.85**	**192.67**	**116.18**	**2,322.32**	**170.18**	**97.53**	**866.94**	**1,134.65**
Charge for the Year	62.05	-	772.07	55.98	94.10	65.65	1,049.85	45.33	50.00	222.33	317.66
Disposals	75.65	-	0.17	84.62	75.92	55.47	291.83	0.32	-	-	0.32
Exchange Differences on Consolidation	16.66	-	152.29	32.71	(5.81)	38.35	234.20	14.62	-	-	14.62
Accumulated Depreciation/ Amortisation as at 31st March, 2020	**219.61**	**-**	**2,573.26**	**151.92**	**205.04**	**164.71**	**3,314.54**	**229.81**	**147.53**	**1,089.27**	**1,466.61**
Net Carrying Amount at the Beginning of the Year	**2,298.25**	**-**	**5,691.85**	**321.94**	**228.56**	**123.54**	**8,664.14**	**155.30**	**902.47**	**2,782.32**	**3,840.09**
Net Carrying Amount at the End of the Year	**1,438.81**	**-**	**6,379.15**	**295.73**	**274.15**	**134.20**	**8,522.04**	**128.51**	**852.47**	**3,008.53**	**3,989.51**

Note 1 : Aggregate amount of depreciation and amortisation expense has been included under "Depreciation and Amortisation Expenses" in the Statement of Profit and Loss.
Note 2 : Title deed of immovable property is held in the name of the company

₹ in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2021	As at 1st April 2020
Net Carrying Amount of :		
Note 6- Right of Use Assets		
Land & Buildings	1,556.36	2,112.43
Railway Rakes	21,362.13	20,310.99
Vehicles	16.84	29.26
Total Right of Use Assets	**22,935.33**	**22,452.68**

₹ in Lakhs

	Land & Buildings	Railway Rakes	Vehicles	Total Right of Use Assets
Gross Carrying Amount as at 1st April 2020	2,549.52	23,444.11	43.89	**26,037.52**
Additions	24.32	6,445.59	-	**6,469.91**
Adjustment on account of Modification of Lease	(217.08)	-	-	**(217.08)**
Exchange Differences on Consolidation	9.30	-	1.61	**10.91**
Gross Carrying Amount as at 31st March 2021	**2,366.06**	**29,889.70**	**45.50**	**32,301.26**
Accumulated Depreciation as at 1st April 2020	437.09	3,133.12	14.63	**3,584.84**
Charge for the Year	479.25	5,394.45	15.25	**5,888.95**
Adjustment on account of Modification of Lease	(110.21)	-	-	**(110.21)**
Exchange Differences on Consolidation	3.57	-	(1.22)	**2.35**
Accumulated Depreciation as at 31st March 2021	**809.70**	**8,527.57**	**28.66**	**9,365.93**
Net Carrying Amount at the Beginning of the Year	**2,112.43**	**20,310.99**	**29.26**	**22,452.68**
Net Carrying Amount at the End of the Year	**1,556.36**	**21,362.13**	**16.84**	**22,935.33**

	Land & Buildings	Railway Rakes	Vehicles	Total Right of Use Assets
Gross Carrying Amount as at 1st April 2019 (On account of adoption of Ind AS 116)	1,285.04	6,106.64	43.89	7,435.57
Additions	1,264.48	17,337.47	-	18,601.95
Gross Carrying Amount as at 31st March 2020	**2,549.52**	**23,444.11**	**43.89**	**26,037.52**
Accumulated Depreciation as at 1st April 2019	-	-	-	-
Charge for the Year	434.01	3,133.12	13.85	3,580.98
Exchange Differences on Consolidation	3.08	-	0.78	**3.86**
Accumulated Depreciation as at 31st March 2020	**437.09**	**3,133.12**	**14.63**	**3,584.84**
Net Carrying Amount at the Beginning of the Year	**1,285.04**	**6,106.64**	**43.89**	**7,435.57**
Net Carrying Amount at the End of the Year	**2,112.43**	**20,310.99**	**29.26**	**22,452.68**

₹ in Lakhs

7. LOANS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Security Deposits #	378.04	397.87
Loan to Employees	51.70	70.77
	429.74	**468.64**

₹ in Lakhs

8. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Deposits with Banks (with Maturity of More than 12 Months) # *	23.88	355.78
Accrued Interest on Deposits	3.89	13.69
	27.77	369.47
* Earmarked Amount	**23.88**	354.01
# Financial Assets carried at Amortised Cost		

₹ in Lakhs

9. NON CURRENT TAX ASSETS (NET)	As at 31st March 2021	As at 31st March 2020
Advance Payment of Taxes	2,847.00	2,322.52
[Net of Provision for Tax: ₹ 9,602.80 Lakhs (31st March 2020: ₹ 8,929.37 Lakhs)]		
	2,847.00	**2,322.52**

₹ in Lakhs

10. OTHER NON CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Prepaid Expenses	63.20	92.86
	63.20	**92.86**

₹ in Lakhs

11. INVENTORIES- CURRENT	As at 31st March 2021	As at 31st March 2020
At Lower of Cost and Net Realisable Value		
Stores and Spares	320.98	628.11
[Net of Provision : ₹ 28.60 Lakhs (31st March 2020: ₹ 24.87 Lakhs)]		
	320.98	**628.11**

₹ in Lakhs

12. INVESTMENTS- CURRENT	As at 31st March 2021	As at 31st March 2020
Investments Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Quoted)		
In units of ₹ 1,000/- each		
IDFC Liquid Fund-Direct Plan-Growth	1,000.19	-
40,232.917 (31st March 2020 : Nil) Units		
UTI Liquid Cash Fund-Direct Plan-Growth	1,100.07	-
32,638.416 (31st March 2020 : Nil) Units		
In units of ₹ 1,000/- each		
Aditya Birla Sunlife Liquid Fund-Direct Plan-Growth	900.17	-
2,71,516.578 (31st March 2020 : Nil) Units		
	3,000.43	-
Aggregate Value of Quoted Investments	**3,000.43**	**-**

₹ in Lakhs

13. TRADE RECEIVABLES	As at 31st March 2021	As at 31st March 2020
Trade Receivable Considered Good - Unsecured #	22,246.05	21,590.19
Trade Receivables Credit Impaired	2,405.45	1,907.43
	24,651.50	23,497.62
Less : Loss Allowance	2,405.45	1,907.43
	22,246.05	**21,590.19**
# Include Dues from Related Parties (Refer Note 50)	**14,561.30**	**14,277.35**

₹ in Lakhs

14. CASH AND CASH EQUIVALENTS	As at 31st March 2021	As at 31st March 2020
Cash on Hand	3.40	3.65
Cheques, Drafts on Hand	-	59.35
Balances with Banks		
In Current Account	9,463.45	4,761.73
In Deposit Account	2,339.10	424.47
	11,805.95	**5,249.20**

₹ in Lakhs

15. OTHER BANK BALANCES	As at 31st March 2021	As at 31st March 2020
Fixed Deposits with Banks*	34,731.80	39,165.30
	34,731.80	**39,165.30**
* Earmarked Amount	**2,404.29**	**1,819.68**

₹ in Lakhs

16. LOANS- CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Security Deposits	46.80	24.54
Loan to Employees	24.36	33.42
	71.16	**57.96**

₹ in Lakhs

17. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good		
Accrued Interest on Deposits	107.08	183.38
Contract Assets	375.41	143.68
Rebate Receivables	2,738.48	-
Other Receivables	1,471.49	164.11
	4,692.46	**491.17**

₹ in Lakhs

18. OTHER CURRENT ASSETS	As at 31st March 2021	As at 31st March 2020
Balance with Government Authorities @	374.31	817.68
Prepaid Expenses	565.58	645.82
Advance to Employees	3.51	6.32
Advance to Supplier/Service Providers	10,685.07	10,114.11
	11,628.47	**11,583.93**

@ Balances with Government Authorities primarily include unutilised goods and service tax on purchases, city tax input credits etc. These are regularly utilised to offset the goods and service tax, city tax, etc payable by the Group. Accordingly, these balances have been classified as current assets.

₹ in Lakhs

19: EQUITY SHARE CAPITAL	As at 31st March 2021	As at 31st March 2020
Authorised		
1,90,00,000 Equity Shares of ₹ 10 each	1,900.00	1,900.00
[31st March 2020: 1,90,00,000 shares of ₹ 10 each]		
Issued, Subscribed and Paid-up	**1,800.00**	**1,800.00**
1,80,00,000 Equity Shares of ₹ 10 each, fully paid up		
[31st March 2020: 1,80,00,000 shares of ₹ 10 each, fully paid up]		
	1,800.00	**1,800.00**

i. Reconciliation of Shares

Reconciliation of Shares	As at 31st March 2021		As at 31st March 2020	
Equity Shares of 10/- each	No. of shares (in Lakhs)	Amount (₹ in Lakhs)	No. of shares (in Lakhs)	Amount (₹ in Lakhs)
Balance at the Beginning of Year	180.00	1,800.00	180.00	1,800.00
Balance at End of the Year	180.00	1,800.00	180.00	1,800.00

ii. Terms and Rights attached to Equity Shares

The Parent Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Parent Company after distribution of all preferential amounts, in proportion to their shareholding.

iii. Details of Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Parent Company

	As at 31st March 2021		As at 31st March 2020	
	No. of shares (in Lakhs)	%	No. of shares (in Lakhs)	%
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

₹ in Lakhs

20: OTHER EQUITY	As at 31st March 2021	As at 31st March 2020
General Reserves		
Balance at the Beginning of the Year	8,562.57	8,562.57
Add; Transfer within Equity	-	-
Balance at the End of the Year	**8,562.57**	**8,562.57**
Retained Earnings		
Balance at the Beginning of the Year	44,374.71	42,329.64
Profit for the Year	3,422.30	3,380.90
Other Comprehensive Income		
-Remeasurement of Post Employment Defined Benefit Obligations (Net of Tax)	(31.82)	(75.83)
Final Dividend on Equity Shares	(1,000.00)	(1,260.00)
Balance at the End of the Year	**46,765.19**	**44,374.71**
Capital Reserve	630.36	630.36
Foreign Currency Translation Reserve		
Balance at the Beginning of the Year	13,452.22	10,082.52
Add/(Less): Exchange Differences on Translation of Foreign Operations during the Year	26.03	3,369.70
Balance at the End of the Year	**13,478.25**	**13,452.22**
	69,436.37	**67,019.86**

₹ in Lakhs

21: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Liability for Employee's Family Benefit Scheme	70.44	38.90
Lease Liabilities	15,873.08	16,200.39
	15,943.52	**16,239.29**

₹ in Lakhs

22. PROVISIONS- NON CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
- Provision for Gratuity	443.22	362.98
- Post Retirement Medical Benefit Payable	28.95	31.24
- Director Pension Scheme Payable	185.01	195.39
- Employee Seperation Scheme	690.68	850.97
- Provision for Compensated Absences	748.03	771.83
Replacement Obligation for Berth#13 at Haldia Port	1,392.76	1,229.86
	3,488.65	**3,442.27**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2021

₹ in Lakhs

23. TRADE PAYABLES- CURRENT	As at 31st March 2021	As at 31st March 2020
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	196.38	-
Creditors for Supplies and Services - Others #	10,179.07	10,374.48
Creditors for Accrued Wages and Salaries	1,839.99	1,886.44
	12,215.44	12,260.92
# Includes Dues to Related Parties (Refer Note 50)	**64.38**	**58.20**

₹ in Lakhs

24. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2021	As at 31st March 2020
Capital Liabilities	-	5.50
Liability for Employee's Family Benefit Scheme	21.24	8.57
Lease Liabilities	7,942.24	6,536.83
Other Liabilities #	2,518.92	-
	10,482.40	**6,550.90**
# Includes Dues to Related Parties (Refer Note 50)	**2,518.92**	**-**

₹ in Lakhs

25. PROVISIONS- CURRENT	As at 31st March 2021	As at 31st March 2020
Provision for Employee Benefits		
- Provision for Gratuity	141.65	173.72
- Post Retirement Medical Benefit Payable	2.79	2.86
- Director Pension Scheme Payable	17.83	17.91
- Employee Seperation Scheme	206.42	205.68
- Provision for Compensated Absences	32.63	19.60
Replacement Obligation for Berth#13 at Haldia Port	-	209.00
	401.32	**628.77**

₹ in Lakhs

26. CURRENT TAX LIABILITIES (NET)	As at 31st March 2021	As at 31st March 2020
Provision for Taxes	0.36	0.47
[Net of Advance: ₹ 11.05 Lakhs (31st March 2020: ₹ 11.05 Lakhs)]		
	0.36	**0.47**

₹ in Lakhs

27. OTHER CURRENT LIABILITIES	As at 31st March 2021	As at 31st March 2020
Contract Liabilities #	14,660.95	10,209.49
Dues Payable to Goverment Authorities @	439.67	305.85
Other Payables	9.85	13.93
	15,110.47	10,529.27
# Includes Dues to Related Parties (Refer Note 50)	**6,621.89**	**5,795.43**

@ Dues Payable to Government Authorities comprise goods and service tax, withholding taxes, payroll taxes and other taxes payable.

₹ in Lakhs

28. REVENUE FROM OPERATIONS	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Income from Port Related Services	23,832.49	24,553.90
Income from Railway Services	36,187.39	23,879.38
Income from Shipping Freight	53,097.06	40,422.18
Income from Freight, Agency and Related Services	10,135.50	14,007.64
Income from Warehousing Services	60.52	127.54
	1,23,312.96	**1,02,990.64**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2021 will be recognised as revenue during the next reporting period - ₹ 2,921.91 Lakhs (31st March 2020 : ₹ 1,453.13 Lakhs)

₹ in Lakhs

29. OTHER INCOME	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Dividend Income from Mutual Funds	-	11.88
Interest on Income Tax Refund	83.14	131.47
Interest Income from Financial Assets carried at Amortised Cost - Deposits	593.35	1,204.28
Gain on Foreign Currency Transactions (Net)	-	36.90
Profit on Sale of Property Plant & Equipment (Net)	0.33	5.12
Profit on Sale of Investments in Mutual Funds	9.39	52.43
Profit on Revaluation of Investments	0.43	-
Provision for Loss Allowances Written Back	0.52	21.65
Income from Rental Services	20.20	11.06
Liabilities no Longer Required Written Back	645.03	668.63
Income from Insurance Claim	-	8.85
Other Non Operating Income	83.29	37.66
	1,435.68	**2,189.93**

₹ in Lakhs

30. OPERATING EXPENSES	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Intraport Transportation including On Shore Handling	1,192.36	2,790.47
Custom Clearence Charges	129.22	178.45
Stevedoring & Other Related Expenses	10,821.86	10,305.90
Equipment Assistance Charges	119.88	146.99
Royalty to Kolkata Port Trust - Haldia Dock Complex	1,127.28	1,010.85
Vessel Hire Charges	28,208.08	21,073.72
Bunkering Charges	9,217.09	8,758.91
Ocean Freight Charges	7,693.37	11,221.04
Railway Freight Charges	28,788.60	19,548.65
Warehousing Charges	63.39	-
Other Charges	12,018.75	7,625.85
	99,379.88	**82,660.83**

₹ in Lakhs

31. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Salaries and Wages, including Bonus	5,496.66	5,734.83
Contribution to Provident and other Funds	408.50	329.49
Staff Welfare Expenses	202.48	296.32
	6,107.64	**6,360.64**

₹ in Lakhs

32. FINANCE COST	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Unwinding of Discount	92.74	46.37
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,740.93	1,208.42
	1,833.67	**1,254.79**

₹ in Lakhs

33. OTHER EXPENSES	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Consumption of Stores and Spare Parts	553.08	595.05
Power & Fuel	114.23	149.70
Rent (including Plot Rent)	668.25	714.20
Repairs to Buildings	145.48	156.45
Repairs to Machinery	643.30	500.68
Repairs- Others	230.21	222.40
Insurance Charges	190.56	186.37
Rates and Taxes	139.84	55.41
Travelling Expenses	170.89	379.51
Provision for Dead Stock	3.73	-
Loss on Foreign Currency Transactions (Net)	206.17	-
Corporate Social Responsibility Expenditure (Refer Note 33.2)	110.76	99.66
Replacement Obligation under SCA at Berth#13, Haldia	100.45	141.68
Security Charges	312.81	288.78
Provision for Loss Allowance	656.71	30.82
Bad Debts Written off [Net of Adjustment of Provision for Loss Allowance ₹ 113.81 Lakhs (31st March 2020: Nil)]	6.05	15.08
Professional & Consultancy charges	327.49	335.59
Payment to Auditors (Refer Note 33.1)	36.51	26.84
Miscellaneous Expenses	993.67	1,279.08
	5,610.19	**5,177.30**

33.1 Payment to Auditors ₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
As Auditors		
- Audit Fees	21.00	12.04
- Tax Audit	4.00	2.84
- Other Matters (including Certification)	11.05	10.18
- Out of Pocket Expenses	0.46	1.78

33.2 Disclosures in relation to Corporate Social Responsibility expenditure ₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Contribution towards promoting health care including preventive health care and sanitation	44.11	3.50
Contribution towards rural development projects	19.47	32.94
Contribution towards disaster management	14.39	-
Contribution towards promoting education	12.79	54.18
Others	20.00	9.04
Total	**110.76**	**99.66**
Amount required to be spent as per Section 135 of the Act	94.85	94.86
Amount spent during the year on		
(i)Construction/Acquisition of an asset	20.47	21.02
(ii)On purposes other than above	90.29	78.64
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent as at 1st April 2020	-	
Amount required to be spent during the year	94.85	
Amount spent during the year	110.76	
Balance excess spent as at 31st March 2021	**15.91**	

34. CONTINGENCIES:

a. Contingent Liability

₹ in Lakhs

Particulars	As at 31st March 2021	As at 31st March 2020
Claims against the Group not acknowledged as debts		
Service Tax	7,648.46	7,661.12
Income Tax	245.89	478.46
Tariff Authority of Major Ports	13,336.20	11,985.34
Syama Prasad Mookerjee Port Trust	1,729.88	1,717.68
Customs Duty	25.00	25.00
Others	49.87	102.13
	23,035.30	**21,969.73**

The details of material litigations are as described below:

Taxes, Dues and Other Claims

(a) Service Tax: **₹705.96 Lakhs** (31st March 2020: ₹ 705.96 Lakhs). The Service Tax Department has raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 and the Parent Company has filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa. The matter is pending with Hon'ble High Court of Orissa.

(b) The Service Tax Department has raised the demand for **₹6,677.63 Lakhs** (31st March 2020: ₹ 6,677.63 Lakhs) on applicability of service tax on remittances made to Overseas Logistics Service Providers by one of the subsidiary company from Financial Year 2005-2006 to Financial Year 2009-2010. The subsidiary company has filed an appeal against the demand and has obtained stay from Kolkata High Court against the pre-deposit demanded by the CESTAT Eastern Zone. The matter is pending with CESTAT Eastern Zone.

(c) Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) has claimed an amount of **₹1,280.02 Lakhs** (31st March 2020: ₹ 1,280.02 Lakhs) in December, 2007 for cargo shifting charges. An appeal has been filed with Hon'ble Calcutta High Court by the Parent Company. The hearing has not been concluded and the suit is pending for disposal at Hon'ble Calcutta High Court.

(d) In accordance with the provisions of the Major Port Trust Act, Tariff Authority of Major Ports (TAMP) issued tariff order directing the parent Company to refund the alleged excess charge of ₹ 2,359.55 Lakhs to the customers alongwith compound interest totalling to **₹11,655.04 Lakhs** (31st March 2020: ₹10,406.28 Lakhs) relating to the period from 01st April 2002 to 30th September 2007. The matter is pending to be heard by Hon'ble Calcutta High Court.

(e) Tariff Authority of Major Ports (TAMP) vide order dated 25th May 2011 has notified the revised rates of various port charges of Berth# 13, Haldia Dock Complex, to be effective from 24th June 2011, against which the Parent Company has filed writ petition with Hon'ble Calcutta High Court. As per Hon'ble Calcutta High Court order dated 05th July 2011, the Parent Company had made the monthly deposit of differential amount between revised and earlier rates amounting to **₹1,681.16 Lakhs** (31st March 2020: ₹ 1,579.06 Lakhs) with a scheduled bank till April, 2014.

35. COMMITMENTS

In terms of the Licence Agreement dated 29th January 2002 with Board of Trustees for the Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust), the Parent Company is required to invest in equipments and infrastructure in Berth #13 (Haldia Dock Complex) as follows:

Sl. No	Purpose of Investment	Phasing of Investment from Licence Agreement dated 29th January 2002 (₹ in Lakhs)			
		Within 18 months (Lapsed on 28th July 2003)	Within 24 months (Lapsed on 28th January 2004)	Within 36 months (Lapsed on 28th January 2005)	Total
1	For Procurement of Equipment for Ship to Shore Handling & Vice versa and Horizontal Transfer of Cargo	2,306.00	285.00	-	2,591.00
2	Storage of Cargo	-	174.00	120.00	294.00
3	Office Building, Workshop etc.	-	75.00	25.00	100.00
4	Utility Services	-	22.00	-	22.00
	Total	**2,306.00**	**556.00**	**145.00**	**3,007.00**

As at 31st March 2021, Parent Company's investments in equipments and infrastructure aggregate to **₹2580.00 Lakhs** (31st March 2020: ₹2580.00 Lakhs).

The Management of the Parent Company has requested the Port Trust Authorities for suitable modification to the investment obligation in view of the changes in the business and economic scenario. The Port Trust Authorities have, subject to sanction of the Government of India, approved the changes proposed by the Parent Company in the specifications of the equipments and other required infrastructure.

(b) Estimated amount of contracts remaining to be executed on capital account and not provided for: **₹404.30 Lakhs** (31st March 2020: ₹1,199.78 Lakhs).

36. LEASES

(a) Group as a Lessee

This note provides information for leases where the Group is a lessee. For leases where the Group is a lessor, see Note 36 (b). The Group leases various Offices, Warehouses, and Railway Rakes. Rental contracts are typically made for fixed periods of 1 year to 9 years, but may have extension options as described below.

Amounts recognised in the Statement of Profit and Loss

₹ in Lakhs

Particulars	Note	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Interest expense (included in finance costs)	32	1,729.54	1,208.42
Expense relating to short-term leases (included in other expenses)	33	359.96	441.34

Total Cash Outflow for Leases for the Year ended 31st March 2021 was **₹ 7,023.05 lakhs.** (31st March, 2020 : ₹ 4,335.09 Lakhs).

Extension and Termination options

Extension and Termination options are included in a number of building and railway rakes leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of Warehouses, and Railway Rakes, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

As at 31st March 2021, potential future cash outflows of ₹ 132.30 Lakhs (undiscounted) have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated).

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. During the current financial year, no extension or termination options in lease agreements were exercised.

(b) Group as a Lessor

The Group leases out office premises. Rental contracts are typically made for fixed periods of 1 year but may have extension options except in case of some office spaces due to the fact that the Establishment could replace them without significant cost or business disruption. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants, however leased assets are not used as security for borrowing purposes. Lease payments received during the period ended 31st March 2021 (recognised as Income from Rental Services in Note 29) is **₹ 20.20 lakhs** (31st March 2020: ₹ 11.06 lakhs).

37.DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES (MSES)

₹ in Lakhs

	Particulars	As at 31st March, 2021	As at 31st March, 2020
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**196.38**	-
	- Interest due thereon	**0.22**	-
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year		
	- Principal amount	**-**	-
	- Interest due thereon	**-**	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		
	- Principal amount	**544.71**	-
	- Interest due thereon	**11.17**	-
4	The amount of interest accrued and remaining unpaid at the end of the accounting year	**11.39**	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the micro and small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**11.39**	-
	The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of the information available with the Group.		

38 IMPACT OF COVID 19

The Group is in the logistics business comprising Port Operations, Railways, Warehouse, Maritime Logistics, Customs House Agent, etc. The operations of the Group, qualifying as essential services, have continued during the lockdown period during the year and gradually the operations picked momentum. Major customers of the Group are Tata Steel and other Tata Steel group companies and the Group believes that its receivable carries lower credit risk. The Group has made detailed assessment of its liquidity position including its cash flows, business outlook and of the recoverability and carrying value/ amount of its assets, including but not limited to Property, Plant and Equipment, Intangible Assets, Right-of-Use Assets, Trade Receivables and Investments as at the Balance Sheet date, and has concluded that there are no material adjustments required in these consolidated financial statements

39. SEGMENT REPORTING

A. Segment Information

The Group's CODM has identified three reportable segments of its business viz. Port and Railway Operations & Other, Shipping and Freight Forwarding.

Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements. Also, the Group's income taxes and investments are managed at head office and are not allocated to operating segments.

Sales between segments are carried out at cost plus appropriate margin and are eliminated on consolidation. The segment revenue is measured in the same way as in the Statement of Profit and Loss.

Segment assets and liabilities are measured in the same way as in the consolidated financial statements. These assets and liabilities are allocated based on the operations of the segment and the physical location of the assets.

B. Segment Revenue:

₹ in Lakhs

Particulars	For the year ended 31 March, 2021				
	Business Segments			Eliminations	Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding		
Revenue from External Customers	**60,109.28**	**53,097.06**	**10,106.62**	**-**	**123,312.96**
	(48,563.05)	(40,422.18)	(14,005.41)	-	(102,990.64)
Inter-Segment Revenue	72.57	-	485.68	558.25	-
	(27.50)	-	(563.33)	(590.83)	-
Total Segment Revenue	**60,181.85**	**53,097.06**	**10,592.30**	**558.25**	**123,312.96**
	(48,590.55)	(40,422.18)	(14,568.74)	(590.83)	(102,990.64)

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2021

₹ in Lakhs

Particulars	For the year ended 31 March, 2021				
	Business Segments			Eliminations	Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding		
Time of Revenue Recognition					
At a Point in Time	**23,994.46**	**-**	**10,592.30**	**558.25**	**34,028.51**
	(24,711.17)	-	(14,568.74)	(590.83)	(38,689.08)
Over Time	**36,187.39**	**53,097.06**	**-**	**-**	**89,284.45**
	(23,879.38)	(40,422.18)	-	-	(64,301.56)

Segment Results:

₹ in Lakhs

Particulars	For the year ended 31 March, 2021				
	Business Segments			Eliminations	Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding		
Segment Profit before Finance Cost and Tax	**4,249.07**	**1,281.93**	**470.72**	**-**	**6,001.72**
	(4,331.74)	(1,051.83)	(815.40)	-	(6,198.97)
Reconciliation to Profit before Tax					
Unallocable Income/(Expenses) (Net)					**337.97**
					(165.66)
Finance Cost					**(1,833.67)**
					(1,254.79)
Profit Before Tax					**4,506.02**
					(4,778.52)
Other Information					
Depreciation and Amortisation (Allocable)	**6,429.38**	**628.38**	**253.48**		**7,311.24**
	(4,018.33)	(644.18)	(285.98)		(4,948.49)
Other Significant Non-Cash Expenses other than Depreciation	**15.96**	**572.65**	**82.21**		**670.82**
	(4.77)	-	(43.17)		(47.94)

Segment Assets:

₹ in Lakhs

Particulars	As at 31st March, 2021			
	Business Segments			Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding	
Segment Assets	**56,989.47**	**13,646.50**	**4,568.26**	**75,204.23**
	(50,468.42)	(14,240.79)	(5,437.09)	(70,146.30)
Unallocable Assets				**53,679.58**
				(48,339.64)
Total Assets				**128,883.81**
				(118,485.94)

Segment Liabilities:

₹ in Lakhs

Particulars	As at 31st March, 2021			
	Business Segments			Eliminations
	Port and Railway Operations & Others	Shipping	Freight Forwarding	
Total Segment Liabilities	**47,804.83**	**5,591.12**	**4,251.09**	**57,647.05**
	(42,229.34)	(3,661.15)	(3,775.11)	(49,665.60)
Unallocable Liabilities				**0.39**
				(0.48)
Total Liabilities				**57,647.44**
				(49,666.08)

* Figures in brackets represents comparative figures of previous year.

C. Entity-wise Disclosures:

(i)

₹ in Lakhs

The Parent Company is Domiciled in India. The Amount of Group's Revenue from External Customers Broken Down by Location of the Customers is shown below:	For the year ended 31st March, 2021	For the year ended 31st March, 2020
India	**91,802.73**	72,132.34
Rest of the World	**31,510.23**	30,858.30

(ii)

₹ in Lakhs

Non-current Assets (other than Financial Assets and Deferred Tax Assets) by Location of the Assets is shown below:	As at 31 March, 2021	As at 31 March, 2020
India	**33,478.23**	31,678.44
Rest of the World	**5,182.57**	5,959.04

(iii)

₹ in Lakhs

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Tata Steel Limited	**56,841.98**	38,118.31

40 (a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) (KoPT/Licensor) on 29th January'2002 for allotment of multipurpose berth along with its back up area at Haldia Dock Complex. TMILL has taken a berth (Berth #13) at Haldia Port on lease from the Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) – Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in Dec'2006 and Sep'2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meters and 9,000 square meters respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth #13. Said plots have been taken on lease for a period ending on 28th January, 2032 (i.e. end date of lease period of the original Service Concession Agreement).

(b) (i) The rates for TMILL is governed by Tariff Authority for Major Ports (TAMP) and is as per the "Guidelines for Regulation of Tariff at Major Ports, 2004".

The actual physical and financial performance will be reviewed at the end of the prescribed tariff validity period with reference to the projections relied upon at time of fixing the prevailing tariff. If performance variation of more than + or – 20% is observed as compared to the projections, tariff will be adjusted prospectively. While doing so, 50 % of the benefit / loss already accrued will be set off while revising the tariff.

TAMP will prescribe a timetable specifying when each port should submit tariff proposal for review/revision. Till such a timetable is prescribed, proposals for revision of existing tariff shall be forwarded at least 3 months before these are due for revision. Major Port Trusts, including Private Terminal Operators will be duty bound to send proposal for fixation of tariff within the prescribed time frame. In case of failure on their part to do so, TAMP may for good and sufficient reasons to believe that interests of users are to be protected and / or to rationalise tariff arrangements commonly at ports, *suo motu*, initiate proceedings in any tariff matter, review and, if necessary, revise the tariffs. In such proceedings, opportunity of hearing will be given to the concerned ports.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2021

The Major Port Trusts, including Private Terminal Operators at such ports shall initiate tariff proposal and forward the same to TAMP at least three months before these are due for revision. The Private Operators can submit their tariff proposals directly to TAMP with a copy to the landlord port trust for information.

Tariff once fixed shall be in force for three years unless a different period is explicitly prescribed in any individual case by TAMP or in the past concession agreement. For good and sufficient reasons, ports may propose revision ahead-of-schedule. After the specified validity period is over, the approval accorded will lapse automatically unless specifically extended by TAMP.

(ii) The Licensee shall pay to the Licensor royalty per month at the percentage level set out in the License Agreement.

(c) (i) KoPT has granted to TMILL the exclusive right to enter upon, occupy and use the KoPT's assets for the purpose of providing the services at Berth#13 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth#13 and during the operation phase shall manage, operate, maintain, repair and replace the Project facilities and Services, entirely at its cost, charges, expenses, risk in accordance with the provision of the License agreement. TMILL has to provide Services on a common user basis and may offer preferential or priority berthing to the customers to optimise the use of Berth#13 in accordance with License Agreement.

(iii) TMILL shall at its own cost make development and improvements in the Licensor's Assets and shall install/provide cargo handling equipment's as may be necessary or appropriate as per the License Agreement.

(iv) At the end of the concession period, TMILL shall handover Licensor's Assets to the Licensor free of cost and also transfer all its rights, titles and interest in or over the tangible assets at Berth#13. On the transfer date, the Licensor shall pay to the license the compensation/terminal value, as the case may be, in accordance with the license agreement.

(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement. As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

(d) There had been no changes in the arrangement during the year.

(e) The service concession agreement have been classified as Intangibles Assets.

(f) Intangible Assets include Upfront Fees paid to Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) – Haldia Dock Complex towards securing the right to operate Berth No. 13 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period (Refer Note 5).

₹ in Lakhs

41. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2021	For the Year ended 31st March 2020
(A) Basic		
(i) Number of Equity Shares at the Beginning of the Year (₹ in Lakhs)	180.00	180.00
(ii) Number of Equity Shares at the End of the Year (₹ in Lakhs)	180.00	180.00
(iii) Weighted Average Number of Equity Shares		
Outstanding during the Year (₹ in Lakhs)	180.00	180.00
(iv) Face Value of Each Equity Share (₹)	10.00	10.00
(v) Profit after Tax Attributable to the Equity Shareholders		
Profit for the Year (₹ in Lakhs)	**3,422.30**	3,380.90
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	**19.01**	18.78
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**19.01**	**18.78**

42. INTEREST IN SUBSIDIARIES

The Parent Company's subsidiaries at 31st March 2021 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Parent Company, and the proportion of ownership interests held equals the voting rights held by the Parent Company. Place of incorporation or registration is also their principal place of business.

Name of Subsidiary	Principal Activity	Place of Incorporation and Operation	Proportion of Ownership Interest and Voting Power held by the Group	
			For the Year ended 31st March 2021	For the Year ended 31st March 2020
International Shipping & Logistics FZE	Shipping	UAE	100%	100%
TKM Global Logistics Limited	Freight Forwarding	India	100%	100%
TKM Global GMBH	Freight Forwarding	Germany	100%	100%
TKM Global China Limited	Freight Forwarding	China	100%	100%

43. EMPLOYEE BENEFITS

(a) Defined Contribution Plans

The Group provides Superannuation Benefit to its employees. The contribution towards Superannuation is paid to a separate trust administered by the Group. The Group has no legal or constructive obligation to pay further contributions if the funds do not hold sufficient assets to pay employee benefits. The contributions are recognised as expenses in the statement of profit and loss based on the amount of contribution required to be made and when services are rendered by the employees.

One of the subsidiary provides Provident Fund to its employees and both the employer and employee make monthly contributions to a fund administered by Government of India. The subsidiary company has no legal or constructive obligation to pay further contributions if the funds do not hold sufficient assets to pay employee benefits. The contributions are recognised as expenses in the statement of profit and loss based on the amount of contribution required to be made and when services are rendered by employees.

The Group has recognised expenses under defined contribution plan in the Statement of Profit and Loss, as below: ₹ in Lakhs

	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Superannuation Fund	**54.07**	**56.30**
Tata Employees' Pension Scheme	7.96	6.12
Provident Fund (with Regional Provident Fund Commissioner)	25.83	29.61
Total	**87.86**	**92.03**

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded

a. Director Pension Scheme

b. Post Retirement Medical Benefit Scheme

Provident Fund (Funded)

The Parent Company provides Provident Fund benefit to its employees. The contributions towards Provident Fund upto May, 2009 were paid to the trust administered by the Government. The Parent Company has got exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Parent Company has been contributing PF dues from June, 2009 onwards to the Trust fund created under the name and style as 'TM International Logistics Limited Employees' Provident Fund'

Both the employees and the Parent Company make monthly contributions to the Fund at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/ nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Parent Company.

The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, an amount of **₹37.51 lakhs** (31st March 2020 - Nil) has been provided towards future anticipated shortfall with regard to interest rate obligation of the Parent Company as at the Balance Sheet date.

₹ in Lakhs

Principal Actuarial Assumptions	For the Year Ended 31st March 2021	For the Year Ended 31st March 2020
Discount Rate	**6.70%**	**6.70%**
Expected Return on Exempted Fund	8.50%	8.50%
Expected Guranteed Interest Rate	**8.50%**	**8.65%**

The Parent Company has recognised expenses in Statement of Profit and Loss, as below: ₹ in Lakhs

Nature of Benefits	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Contribution to Provident Fund Trust	**180.72**	110.82

Post Retirement Gratuity

The Group provides Gratuity Benefits to its employees. Gratuity liabilities of Parent Company and one of its subsidiary are funded. The present value of these defined benefit obligations are ascertained by an independent actuarial valuation as per the requirement of Indian Accounting Standards 19 - Employee Benefits. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date less the fair value of the plan assets (for funded plans), together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in Statement of Profit and Loss in full in the year in which they occur.

These plans typically expose the Group to acturial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Discount Rate Risk	The Group is exposed to the risk of falling discount rate.A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.
Demographic Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality and attrition rates of plan participants.An increase in life expectancy or service term of the plan participants will increase the plan's liability.
Salary Growth Risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following table sets forth the particulars in respect of the Gratuity Plan (Funded) of the Group: ₹ in Lakhs

Description	For the Year Ended 31st March 2021	For the Year Ended 31st March 2020
1. Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation:		
a. Present Value of Obligation at the Beginning of the Year	1,543.82	1,383.81
b. Current Service Cost	117.52	105.38
c. Interest Expenses	91.41	91.18
d. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	(4.32)	(18.70)
Actuarial Loss arising from Changes in Financial Assumptions	46.27	56.72
e. Benefits Paid	(164.75)	(103.34)
f. Exchange Rate Variation	(10.03)	28.77
g. Present Value of Obligation at the End of the Year	1,619.92	1,543.82
2. Reconciliation of Opening and Closing balances of the Fair Value of Plan Assets:		
a. Fair Value of Plan Assets at the Beginning of the Year	1,007.12	1,037.82
b. Acquisitions	-	11.84
c. Interest Income	65.96	26.87
d. Contributions from Employer	119.59	31.18
e. Return on Plan Assets, excluding Amounts included in Interest Income Above	7.13	2.35
f. Benefits Paid	(164.75)	(102.94)
g. Fair Value of Plan Assets at the End of the Year	1,035.05	1,007.12

Description	For the Year Ended 31st March 2021	For the Year Ended 31st March 2020
3. Reconciliation of Present Value of the Defined Benefit Obligation and the Fair Value of Plan Assets:		
a. Present Value of Obligation at the End of the Year	1,619.92	1,543.82
b. Fair Value of Plan Assets at the End of the Year	1,035.05	1,007.12
c. Liabilities Recognised in the Balance Sheet	584.87	536.70
Provision for Employee Benefit - Current (Refer Note 25)	141.65	173.72
Provision for Employee Benefit - Non current (Refer Note 22)	443.22	362.98
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	117.52	105.38
b. Net Interest Cost	25.45	64.31
Total Expense Recognised during the Year in the Statement of Profit and Loss	142.97	169.69
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	(4.32)	(18.70)
b. Actuarial (Gain)/Loss due to DBO Assumption Changes	46.27	56.72
c. Actuarial (Gain)/Loss arising during the Year (a + b)	41.95	38.02
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	(7.13)	(2.35)
Total Expense Recognised in Other Comprehensive Income (c + d)	34.82	35.67
6. Category of Plan Assets:		
Fund Managed by Tata Steel Limited	920.00	882.00
Funded with LICI	115.05	125.12
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	64.54	66.23
b. 1-5 Years	433.68	393.42
c. More than 5 Years	1,435.23	1,262.75
8. Assumptions		
a. Discount Rate (per annum)	3.20% to 6.70%	5.00% to 6.70%
b. Rate of Escalation in Salary (per annum)	3.50% to 9.00%	5.00% to 9.00%

Assumption regarding future mortality experience are based on mortality tables of Indian Assured Lives Mortality (2006-2008) published by the Institute of Actuaries of India

₹ in Lakhs

	For the Year Ended 31st March 2021 Amount invested in %	For the Year Ended 31st March 2020 Amount invested in %
9. Investment Details		
a. Government of India Securities	9.10%	9.61%
b. Public Sector unit Bonds	0.85%	1.09%
c. State / Central Government Guarenteed Securities	6.13%	6.43%
d. Schemes of Insurance	73.68%	71.63%
e. Private Sector unit Bonds	5.78%	6.07%
f. Others (including bank balances)	**4.46%**	5.17%

10. Actuarial assumptions for the determination of the defined obligation are discount rate and expected salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of change in	For the Year Ended 31st March 2021		For the Year Ended 31st March 2020	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(132.46)	146.19	(132.07)	145.78
(ii) Closing Balance of Obligation	1,487.46	1,766.11	1,411.75	1,689.60
Decrease by 1%				
(i) Aggregate Service and Interest Cost	151.54	(130.75)	151.81	(129.89)
(ii) Closing Balance of Obligation	1,771.46	1,489.17	1,695.63	1,413.93

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

11. The Group expects to contribute **₹132.93 Lakhs** (31st March 2020 - ₹ 166.06 Lakhs) to the funded gratuity plans during the next financial year.

12. The weighted average duration of the defined benefit obligation as at 31st March 2021 is 9-10 years (31st March 2020: 9-10 years).

Details of Unfunded Post Retirement Defined Benefit Obligations (Other than Provident Fund and Gratuity) are as follows:

₹ in Lakhs

	For the year ended 31st March 2021		For the year ended 31st March 2020	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	34.10	213.30	33.78	211.26
b. Interest Cost	2.27	13.65	2.52	15.13
c. Remeasurement (Gain)/Loss:				
(i) Actuarial Loss Arising from Changes in Financial Assumptions	-	-	1.90	11.84
(ii) Actuarial Gain Arising from Experience Adjustments	(3.50)	(4.95)	(3.60)	(5.76)
d. Benefits Paid	(1.13)	(19.16)	(0.50)	(19.17)
Closing Defined Benefit Obligation	**31.74**	**202.84**	**34.10**	**213.30**
2. Present Value of Obligations				
a. Fair Value of Plan Assets as at the End of the Year	-	-	-	-
b. Present Value of Obligation as at the End of the Year	31.74	202.84	34.10	213.30
c. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	2.79	17.83	2.86	17.91
(ii) Retirement Benefit Liability - Non Current	28.95	185.01	31.24	195.39
3. Amounts Recognised in the Statement of Profit and Loss during the Year:				
a. Net Interest Expenses	2.27	13.65	2.52	15.13
Components of Defined Benefit Costs Recognised in Profit or Loss	2.27	13.65	2.52	15.13
b. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial (Gain)/ Loss Arising from Changes in Financial Assumptions	-	-	1.90	11.84
(ii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	(3.50)	(4.95)	(3.60)	(5.76)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	(3.50)	(4.95)	(1.70)	6.08
Total	**(1.23)**	**8.71**	**0.82**	**21.21**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	6.70%	6.70%	6.70%	6.70%
b. Medical Inflation (Per Annum)	6.00%	NA	6.00%	NA
c. Salary Escalation (Per Annum)	NA	6.00%	NA	6.00%
5. Experience on Acturial Gain/Loss for Benefit Obligations:				
Present Value of Defined Benefit Obligations	31.74	(202.84)	(34.10)	(213.30)
Experience Gain / (Loss) Adjustments on Plan Liabilities	(3.50)	(4.95)	(3.60)	(5.76)

6. Actuarial assumptions for the determination of the defined obligation (post retirement medical benefit scheme) are discount rate and expected medical inflation. Actuarial assumptions for the determination of the defined obligation - Ex-MD Pension are discount rate and salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Effect of Change in Post Retirement Medical Benefit Scheme	31st March 2021		31st March 2020	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(2.13)	2.40	(2.34)	2.64
(ii) Closing Balance of Obligation	29.61	34.14	31.76	36.74
Decrease by 1%				
(i) Aggregate Service and Interest Cost	2.41	(2.16)	2.64	(2.36)
(ii) Closing Balance of Obligation	34.15	29.58	36.73	31.74

Effect of Change in Ex- MD Pension	31st March 2021		31st March 2020	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(13.39)	15.08	(14.62)	16.52
(ii) Closing Balance of Obligation	189.45	217.92	198.68	229.82
Decrease by 1%				
(i) Aggregate Service and Interest Cost	15.13	(13.60)	16.57	(14.84)
(ii) Closing Balance of Obligation	217.97	189.24	229.87	198.46

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(c) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Company's policy. The Company records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹ 780.66 Lakhs and ₹ 791.43 Lakhs as at 31st March 2021 and 31st March 2020 respectively. Some portion of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

44. INCOME TAX RECONCILIATION

₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
A. Tax Expense Recognised in Profit or Loss		
Current Tax on Profits for the Year	1,148.58	1,414.77
Adjustment for Current Tax of Earlier Years	(31.53)	(15.91)
	1,117.05	**1,398.86**
Deferred Tax		
Origination and Reversal of Timing Differences	(33.33)	(1.24)
	(33.33)	**(1.24)**
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	(1.44)	(30.33)
	(1.44)	**(30.33)**

The Income Tax Expense for the Year can be Reconciled to the Accounting Profit as follows: ₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Profit Before Tax for the Year	4,506.02	4,778.52
Income Tax Expense at Tax Rates Applicable to Individual Entities	728.95	1,443.93
Effect of Income Exempt from Income Taxes	317.12	(3.09)
Effect of Expenses that are not Deductible in Determining Taxable Profit	36.54	27.55
Effect of Items Taxable at Special Rates - Dividend from Subsidiary	-	(182.16)
Effect on Deferred Tax Balances Due to Change in Income Tax Rate	5.64	158.31
Deferred tax reversal on unadjusted tax losses	**22.20**	-
Effect of Other Items	4.80	(31.01)
	1,115.25	1,413.53
Adjustment for Current Tax of Earlier Years	(31.53)	(15.91)
Income Tax Expense for the Year	**1,083.72**	**1,397.62**

45.1

₹ in Lakhs

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2019	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2020	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2021
Deferred Tax Liabilities							
Right-of-use Assets	(2,108.39)	(3,452.57)	-	(5,560.96)	(135.03)	-	(5,695.99)
	(2,108.39)	**(3,452.57)**	**-**	**(5,560.96)**	**(135.03)**		**(5,695.99)**
Deferred Tax Assets							
Property Plant & Equipment and Intangible Assets	206.05	(158.15)	-	47.90	(47.19)	-	0.71
Items Allowable for Tax Purpose on Payment/ Adjustment	214.50	(13.07)	-	201.43	3.26	-	204.69
MAT Credit Entitlement	37.42	12.30	-	49.72	2.77	-	52.49
Replacement Obligation for Berth#13 at Haldia Port	361.08	1.04	-	362.12	(11.60)	-	350.52
Employees' Early Separation Scheme (ESS)	338.15	4.20	-	342.35	(16.75)	-	325.60
Provision for Doubtful Debts & Advances	19.23	2.45	-	21.68	(5.30)	-	16.38
Unabsorbed Business Loss	72.94	21.39	-	94.33	(49.51)	-	44.82
Lease Liabilities	2,108.39	3,564.78	-	5,673.17	280.49	-	5,953.66
Others	13.34	(0.59)	-	12.75	2.57	-	15.32
	3,371.10	**3,434.35**	**-**	**6,805.45**	**158.74**	**-**	**6,964.19**
Net Deferred Tax Asset	**1,262.71**	**(18.22)**	**-**	**1,244.49**	**23.71**		**1,268.20**

45.2

₹ in Lakhs

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2019	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2020	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2021
Deferred Tax Liabilities							
Property Plant & Equipment and Other Intangible Assets	(32.43)	19.46	(1.22)	(14.19)	9.62	(0.71)	(5.28)
	(32.43)	**19.46**	**(1.22)**	**(14.19)**	**9.62**	**(0.71)**	**(5.28)**
Net Deferred Tax Liability	**(32.43)**			**(14.19)**			**(5.28)**

46. FAIR VALUE MEASUREMENTS

(a) Instruments by Category

The following table presents carrying amount and fair value of each category of financial assets and liabilities as at the year end:

₹ in Lakhs

	Note No.	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Investments in Mutual Fund	12	3,000.43	-
Security Deposit	7	76.08	69.96
Assets Carried at Amortised Cost			
Loans (other than Security Deposits carried at FVTPL)	7, 16	424.82	456.64
Trade Receivables	13	22,246.05	21,590.19
Other Financial Assets	8, 17	4,720.23	860.63
Cash and Cash Equivalents	14	11,805.95	5,249.20
Other Bank Balances	15	34,731.80	39,165.30
Total Financial Assets		**77,005.36**	**67,391.92**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	23	12,215.44	12,260.92
Lease liabilities	21, 24	23,815.31	22,737.22
Other Financial Liabilities	21, 24	2,610.61	52.97
Total Financial Liabilities		**38,641.36**	**35,051.11**

(b) Fair Value Measurement

The fair values of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31st March 2020.

The following methods and assumptions were used to estimate the fair values:

(i) In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

(ii) In respect of security deposit given which are non-interest bearing, the Group has used discounted cash flows to arrive at the fair value as at Balance Sheet date.

(iii) The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other fnancial assets (current), trade payables and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classifed its fnancial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

₹ in Lakhs

	As at 31st March 2021	As at 31st March 2021	As at 31st March 2020	As at 31st March 2020
	Level 1	Level 3	Level 1	Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds	3,000.43	-	-	-
Security Deposits	-	76.08	-	69.96
	3,000.43	**76.08**	**-**	**69.96**

47 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to credit risk, liquidity risk and market risk. The Group's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Group's senior management that the Group's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and the Group's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Group is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Deposits with Banks and Investments in Mutual Funds)

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Group's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Group grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Group uses expected credit loss model to assess the impairment loss. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Group's historical experience with customers.

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Group's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements. The Group's maximum exposure to credit risk for the components of the Balance Sheet as of 31st March 2021 and 31st March 2020 is the carrying amounts as disclosed in Note 46.

Financial Assets that are Neither Past Due Nor Impaired

None of the Group's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2021 and 31st March 2020. Of the total trade receivables, ₹ 15,147.62 Lakhs as at 31st March 2021 and ₹ 11,339.22 Lakhs as at 31st March 2020 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Group's credit period for customers generally ranges from 0 - 60 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

₹ in Lakhs

Period (in days)	As at 31st March 2021	As at 31st March 2020
1-90	5,709.18	8,006.93
91-180	598.46	1,801.88
More than 180	790.79	442.16
	7,098.43	**10,250.97**

Receivables are deemed to be past due or impaired with reference to the Group's policy on provisioning of receivables. Further, case to case basis are analysed with reference to the customer's credit quality and prevailing market conditions. Receivables that are classified as 'past due' in the above tables are those that have not been settled within the terms and conditions that have been agreed with that customer.

Other than trade receivables, the Group has no significant class of financial assets that is past due but not impaired. ₹ in Lakhs

Reconciliation of Loss Allowance Provision - Trade receivables	As at 31st March 2021	As at 31st March 2020
Opening Balance	1,907.43	1,748.45
Provision made during the Year	656.71	30.82
Provision written back/reversed during the Year	(0.52)	(21.65)
Bad Debts during the year adjusted with Provisions	(113.81)	-
Exchange Difference on Consolidation	(44.36)	149.81
Closing Balance	**2,405.45**	**1,907.43**

(b) Liquidity Risk:

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and maintains adequate sources of financing.

Maturities of Financial Liabilities

The table below analyse Group's financial liabilities into relavant maturity groupings based on their contractual maturities.The amount disclosed in the table are the contractual undiscounted cash flows."

₹ in Lakhs

	As at 31st March 2021				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	12,215.44	-	-	-	12,215.44
Lease Liabilities	7,942.24	13,689.98	5,173.60	524.32	27,330.14
Other Financial Liabilities (other than Lease Liabilities)	2,540.17	33.17	4.37	32.90	2,610.61
	22,697.85	**13,723.15**	**5,177.97**	**557.22**	**42,156.19**

₹ in Lakhs

	As at 31st March 2020				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	12,260.92	-	-	-	12,260.92
Lease Liabilities	6,536.83	12,240.12	7,477.58	739.26	26,993.80
Other Financial Liabilities (other than Lease Liabilities)	14.07	7.78	3.12	30.05	55.02
	18,811.82	**12,247.90**	**7,480.70**	**769.31**	**39,309.74**

(c) Market Risk

a) Foreign Currency Exchange Rate Risk:

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group transacts business in local currency and in foreign currencies. The Group has foreign currency trade receceivables and trade payables and is therefore exposed to foreign curreny risk. The Group strives to acheive asset - liability offset of foreign currency exposures.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2021

(i) Foreign Currency Risk Exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

₹ in Lakhs

Receivables in Foreign Currency	As at March 31, 2021		As at March 31, 2020	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
EUR	-	-	0.01	0.47
GBP	-	-	^0.00	0.07
JPY	-	-	0.74	0.46
SGD	^0.00	0.11	^0.00	0.14
USD	0.17	11.84	0.53	37.19

₹ in Lakhs

Payable in Foreign Currency	As at March 31, 2021		As at March 31, 2020	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
CHF	-	-	^0.00	0.25
EUR	0.01	1.28	0.26	20.74
GBP	0.01	0.46	0.01	0.63
JPY	37.29	26.28	2.47	1.59
SGD	-	-	^0.00	0.20
USD	0.96	70.55	0.87	63.62

^Amount is below the rounding off norm adopted by the Group.

(ii) Sensitivity

The sensitivity of proft or loss to changes in the foreign exchange rates arises mainly from foreign currency denominated financial instruments

₹ in Lakhs

Payable in Foreign Currency	As at March 31, 2021		As at March 31, 2020	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
CHF Sensitivity				
INR/CHF -Increase by 10%*	-	-	-	(0.02)
INR/CHF -Decrease by 10%*	-	-	-	0.02
EUR Sensitivity				
INR/EUR -Increase by 10%*	-	0.05	(0.13)	(2.07)
INR/EUR -Decrease by 10%*	-	(0.05)	0.13	2.07
GBP Sensitivity				
INR/GBP -Increase by 10%*	-	0.01	(0.05)	(0.06)
INR/GBP -Decrease by 10%*	-	(0.01)	0.05	0.06
JPY Sensitivity				
INR/JPY -Increase by 10%*	-	^0.00	(2.63)	(0.16)
INR/JPY -Decrease by 10%*	-	^(0.00)	2.63	0.16
SGD Sensitivity				
INR/SGD -Increase by 10%*	0.01	0.01	-	(0.02)
INR/SGD -Decrease by 10%*	(0.01)	(0.01)	-	0.02
USD Sensitivity				
INR/USD -Increase by 10%*	1.18	3.72	(7.05)	(6.36)
INR/USD -Decrease by 10%*	(1.18)	(3.72)	7.05	6.36

* Holding all other variables constant
^Amount is below the rounding off norm adopted by the Group.

ii) Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group does not have any interest bearing financial liabilities. The Group's interest earning financial assets are loan given to subsidiary and term deposits with banks, which are fixed rate interest bearing investments and accordingly, the Group is not significantly exposed to interest rate risk.

(d) Securities Price Risk

Securities price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded prices. The Group invests its surplus funds in various debt instruments, which mainly comprises liquid schemes of mutual funds. Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.

Securities Price Risk Exposure

The Group's exposure to securities price risk arises from investments in mutual funds held by the Group and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 46.

48 CAPITAL MANAGEMENT

The Group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The Group determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

49 LIST OF RELATED PARTIES AND RELATIONSHIP

(a) Entities with Joint Control of or Significant influence over the Company:

Name	Type	Place of Incorporation
Tata Steel Limited	Joint Venturer	India
IQ Martrade Holding and Management GmbH	Joint Venturer	Germany
NYK Holding (Europe) B.V.	Joint Venturer	Netherland

(b) Joint Venture of Entities with Joint Control of or Significant influence over the Parent Company:

Tata NYK Shipping Pte Limited
Mjunction Services Limited

(c) The Group has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Year

The Indian Steel and Wire Products Limited
Tata Metaliks Limited
Jamshedpur Continous Annealing & Processing Company Private Limited
Tata Steel Long Products Limited (Formerly Tata Sponge Iron Limited)
The Tinplate Company of India Limited
Tata Steel BSL Limited
Tata Steel Mining Limited
Tata Steel Downstream Products Limited (Formerly Tata Steel Processing and Distribution Limited)

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri	Managing Director (w.e.f. 16th November 2020) Non-Executive Director (till 30th September 2019)
Mr. Ashish Kumar Gupta (till 15th November 2020)	Managing Director
Mr. Dipak Kumar Banerjee (till 16th May 2019)	Independent Director
Mr. Virendra Sinha	Independent Director
Captain Vivek Singh Anand (till 19th October 2020)	Non-Executive Director
Mr. Shinichi Yanagisawa (till 23rd July 2020)	Non-Executive Director
Mr. Sandipan Chakravortty (till 30th September 2019)	Non-Executive Director
Mr. Peeyush Gupta (till 30th September 2019)	Non-Executive Director
Mr. Sandeep Bhattacharya	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director
Ms. Stephanie Sabrina Hahn (w.e.f 16th April 2019)	Non-Executive Director
Mr. Dibyendu Bose (w.e.f 1st October 2019)	Non-Executive Director
Mr. Rajiv Mukerji (w.e.f 1st October 2019)	Non-Executive Director
Mr. Amitabh Panda (w.e.f 1st October 2019)	Non-Executive Director
Mr. Nobuaki Sumida (w.e.f 23rd July 2020)	Non-Executive Director
Captain Amit Wason (w.e.f. 19th October 2020)	Non-Executive Director

(e) Others with which Transactions have taken place during the Current/ Previous Year

Name	Relationship
'TM International Logistics Limited Employees' Provident Fund'	Post Employment Benefit Plan of the Company

50. Particulars of Transactions with Related Parties during the Year and Balances Outstanding at Year-end ₹ in Lakhs

Particulars	Entities with Joint Control of or Significant Influence over the Company	Fellow Subsidiaries	Joint Venture of Tata Steel Limited	Total
Transactions				
Rendering of Services	**56,841.98**	**18,407.74**	**284.44**	**75,534.16**
	(38,118.31)	(9,274.08)	(177.34)	(47,569.73)
Receiving of Services	**377.23**	**-**	**-**	**377.23**
	(330.92)	-	-	(330.92)
Re-imbursement Received	**19,157.79**	**7,020.39**	**12,793.80**	**38,971.98**
	(19,780.83)	(5,465.17)	(10,488.76)	(35,734.76)
Dividend paid	**1,000.00**	**-**	**-**	**1,000.00**
	(1,260.00)	-	-	(1,260.00)
Balance Outstanding as at Year-end				
Trade Receivables	**8,874.65**	**5,452.15**	**234.50**	**14,561.30**
	(11,013.44)	(3,213.37)	(50.54)	(14,277.35)
Trade Payables	**64.38**	**-**	**-**	**64.38**
	(58.20)	-	-	(58.20)
Contract Liabilities	**4,120.49**	**1,351.93**	**1,149.47**	**6,621.89**
	(4,114.30)	(944.27)	(736.86)	(5,795.43)
Other Financial Liabilities	**2,415.41**	**103.51**	**-**	**2,518.92**
	-	-	-	-
Security Deposit	**0.81**	**-**	**-**	**0.81**
	(0.81)	-	-	(0.81)

Figures in bracket represents transactions with related parties during the year ended 31st March 2020 and balances as at 31st March 2020.

Post Employment Benefit Plans

₹ in Lakhs

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2010
Contribution to TM International Logistics Limited Employees' Provident Fund	180.72	110.82

Transactions with Key Management Personnel during the Year and Balances Outstanding at Year-end

₹ in Lakhs

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Remuneration to Key Management Personnel		
Short-term Benefits #	306.82	181.67
Post-employment Benefits	-	13.03
Other long- term Benefits	-	28.83
Balance Outstanding at Year-end		
Short-term Benefits	3.16	2.48
Commission Payable to Key Management Personnel	15.00	12.00

Includes Deputation Charges paid to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - ₹ 84.14 Lakhs (31st March 2020: NIL).

51. CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not been notified as on date. The Group will assess the impact of the Code as and when the same comes into effect and accordingly, record any related impact in the year the Code becomes effective.

52. ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III TO THE ACT

Payable in Foreign Currency	Net Assets, i.e., Total Assets Minus Total Liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)
Parent	**30.00%**	**21,370.08**	**52.80%**	**1,806.97**	**215.46%**	**(12.48)**	**52.52%**	**1,794.49**
TM International Logistics Limited"	29.33%	20,182.78	46.97%	1,588.16	(1.83%)	(60.23)	22.89%	1,527.93
Subsidiaries								
Indian								
1. TKM Global Logistics Limited	**3.56%**	**2,539.12**	**0.18%**	**6.01**	**(277.24%)**	**16.06**	**0.65%**	**22.07**
	4.31%	2,966.06	(5.27%)	(178.13)	(0.74%)	(24.52)	(3.04%)	(202.65)
Foreign								
1. International Shipping & Logistics FZE	**38.28%**	**27,272.60**	**36.42%**	**1,246.28**	**12310.38%**	**(712.96)**	**15.61%**	**533.32**
	38.85%	26,738.18	37.93%	1,282.22	66.27%	2,182.85	51.91%	3,465.07
2. TKM Global GmbH	**27.86%**	**19,842.85**	**11.10%**	**380.06**	**(11729.32%)**	**679.31**	**31.01%**	**1,059.37**
	26.95%	18,545.39	18.96%	641.17	35.95%	1,184.35	27.35%	1,825.52
3. TKM Global China Limited	**0.30%**	**211.72**	**(0.50%)**	**(17.02)**	**(419.28%)**	**24.28**	**0.21%**	**7.26**
	0.56%	387.45	1.41%	47.48	0.35%	11.42	0.89%	58.90
Total		**71,236.37**		**3,422.30**		**(5.79)**		**3,416.51**
		68,819.86		3,380.90		3,293.87		6,674.77

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration No. 304026E / E300009
Chartered Accountants

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Dibyendu Bose
Chairman
DIN: 00282821

Place: Hyderabad
Date: 28th April 2021

Place: Kolkata
Date: 28th April, 2021

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

ABOUT THIS REPORT

Navigating the Contents

This is the second Integrated Report of TM International Logistics Limited. It is based on the International Integrated Reporting <IR> Framework of the International Integrated Reporting Council (IIRC).

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 read with section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

The preparation of Consolidated Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Consolidated Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

The non-financial section is GRI referenced and includes information as per the BSE Guidance on ESG Disclosures.

Reporting Period

1 April 2020 to 31 March 2021

Scope of the Report

This report provides an overview of the entire operations of the TM International Logistics Group comprising TMILL and its subsidiaries, TKM Global Logistics, India, TKM GmbH Germany, TKM China and ISL, Dubai. The ESG data covers all its locations and business segments.

TM International Logistics Group of Companies

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