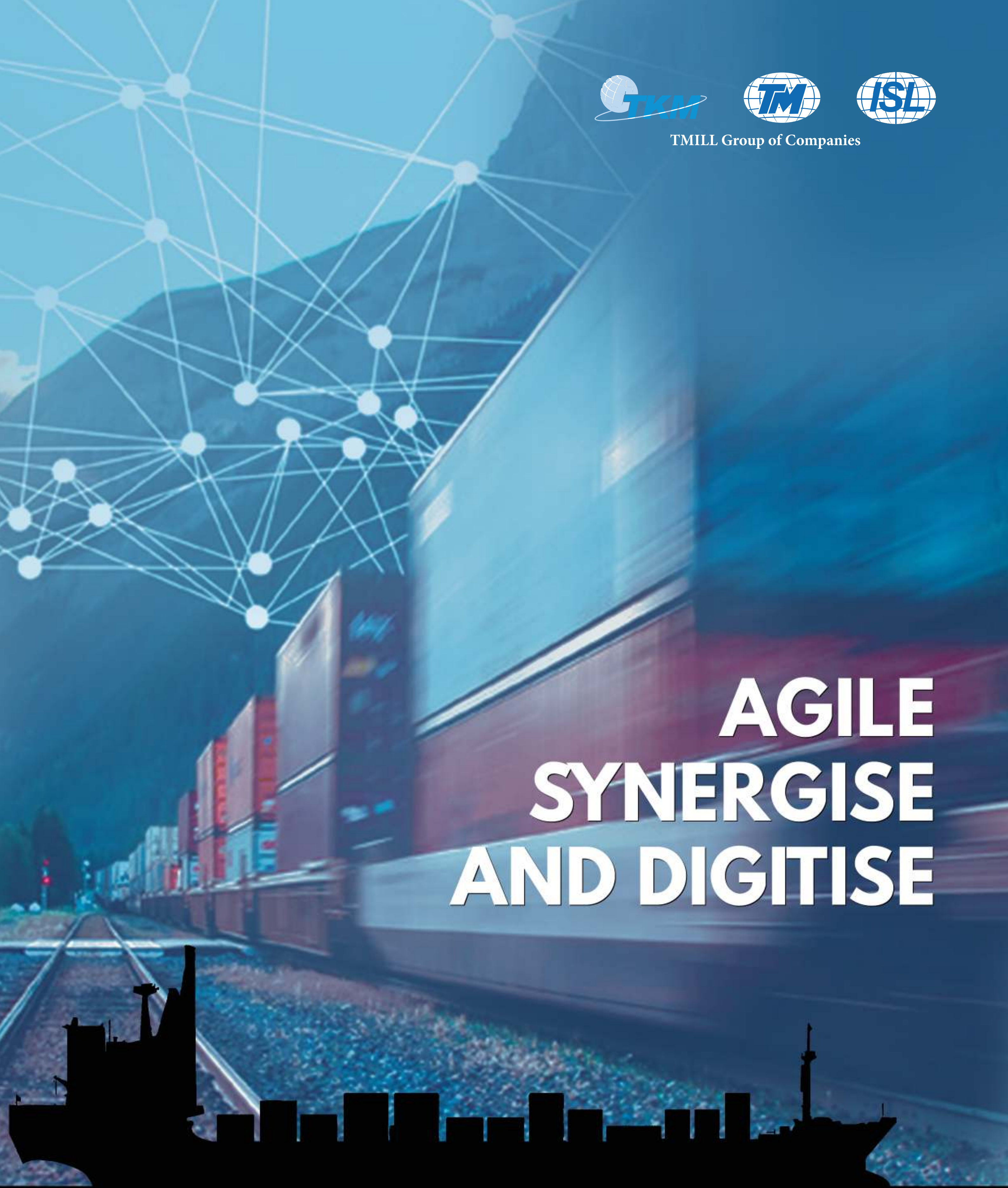

TMILL Group of Companies

AGILE SYNERGISE AND DIGITISE

TM INTERNATIONAL LOGISTICS LIMITED

(A JV OF TATA STEEL LIMITED, NYK HOLDING (EUROPE) BV AND IQ MARTRADE)

20th Annual Report 2021-22

TMILL Group of Companies

In keeping the momentum, **TM International Logistics Ltd. (TMILL)** continued to evolve to adopt agile business practices, integrate all its operations by tapping synergies and interlinking processes via digitisation to create a seamless experience for customers across business verticals.

Part of this evolution saw the Company revisit its strategy to develop a new Vision 2025.

About the Report

This report 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 is 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 amount of revenues and expenses for the years presented. Actual results may differ from these estimates.

Reporting Period
1 April 2021 to 31 March 2022

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.

Vision 2025

To be a leading **Integrated** Logistics Service Provider in select markets of India.

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Our Capitals

Financial Capital

The funds at TMILL's disposal to provide services to its customers and create assets to support its growth plans comprise its Financial Capital.

Human and Intellectual Capital

The capability and expertise of the human resource at TMILL and its group companies is used to ensure operational excellence, reliance and to deliver value to its customers.

Manufactured Capital

The assets at TMILL's command, both owned and leased, to achieve operational efficiency and service excellence in its operations.

Relationship Capital

The promoters, customers, suppliers, government authorities, management, workforce and communities in whom TMILL has built trust and collaborated with, to create value for all.

Social Capital

The communities and institutions surrounding TMILL operations that provide it with support and are a source of strength to its operations.

Force for Transformational Change

In pace with the global logistics industry and trends, TMILL took the challenge of radical transformation through the adoption of new age digital technologies and service integration to provide real-time supply chain visibility. A seamless process flow coupled with a culture of agile business practices, feedback from customers along with capability development of its people provided a strategic edge to its transformation journey.

The Company recorded a spectacular performance in FY22 continuing to create current and future stakeholder value via digitalisation across the organisation, learning & innovation by its people, process improvement across business verticals, following Safety practices and managing daily operations driven by key strategic and timely data driven business decisions.

The Company adopted Service Integration, enhanced Customer Experience and Improved Efficiency among the key strategic business drivers. This transformational change, is an ongoing process at TMILL and continues to be driven via Business Process Reengineering and redesigning of the IT infrastructure. These enablers formed the basis of its transformation and gave rise to an agile, risk conscious, synergised organisation with new visibility and a vision for now and the future.

Service Integration

TMILL continues to standardise all business processes – across its Lines of Business (LOB), - to create One Core supported by a centralised & integrated SAP-based IT System.

Visibility and enhanced Customer Experience

Digitisation and GPS based tracking enabled real time status monitoring, offering customer visibility and a seamless experience.

Improved Efficiency

Online access of information through a Quality portal to all personnel allows accurate (single source) & timely performance monitoring.

Integration

From one berth in Haldia Port in 2002, TMILL has evolved into an integrated logistics service provider, offering a bouquet of services across Ports, Railways, Shipping (Bulk/ Container), Terminal Operation and Handling Services, Custom Clearance, Freight Forwarding, Inland Logistics and Warehousing. In FY21-22, under the Go Green initiative, TMILL ventured into Inland Waterways as a strategic move to supplement rail and road transport aimed at the decongestion of these modes of transport. While each of these individual business verticals are at different stages of maturity, Railways and Warehousing under Integrated Logistics Services (ILS), have found firm foundation at TMILL and are poised to grow rapidly.

The Company is driving organisational change by shifting from the silo-working model to an integrated functional approach. The integration of these services is constrained by a mismatch in available market capacities and varying market factors. TMILL is addressing these challenges through the development of a comprehensive ILS strategy to inject synergies that will enable it to offer bundle services to customers, create integrated support functions, use technology that provides an integrated IT Platform to expand its businesses as well as will moderate enterprise risks due to market volatility and external factors.

The development of an IT architecture at the enterprise level for TMILL enabled integration and synergy within the organisation, making it more agile. Though it is still approaching the "Future Ready" status, TMILL continues to use proven technologies to explore innovative solutions to solve business constraints and increase Customer Delight.

Operational Excellence

By continuously enhancing value for its customers via its integrated service offerings and meeting service level requirements for all contracts, TMILL intends to become a leader in integrated offerings in Eastern India and to establish long-term partners.

The Company has created a consensus around long-term play with or without asset play to maximise long-term value. TMILL comprises four strategic business units with dedicated business and finance teams, and a common pool of support resources. The Safety organogram is being strengthened by onboarding qualified safety professionals at sites.

Initiatives in 2021-22

SBUs, Key Work Process and Key Requirements	Operational Excellence Improvement
Railways In the transportation of steel/ RM cargo through own/ leased rakes, the SBU provides better coordination between the customer and Indian Railways for maximum utilisation of the rolling stock and offers Long Term Contracts to ensure competitive freight costs.	TMILL achieved the highest slab of LTTC, introduced mixed loading, provided for additional Circuit approvals to enhance customer savings.
Shipping Responsible for chartering vessels, operation and ownership of ships, this SBU ensures that the right vessel of right specification for clients' requirement is provided in time at a competitive freight. It also ensures the sea worthiness of the vessel, that it is surveyed and certified to international trading norms	TMILL has focussed on reducing loss making vessels and the addition of a second vessel with lowest debtors. During the year, a greater Sustainability Focus was brought to the SBU.
Ports In handling Import/ Export vessel, terminal operations, multimodal or costal Shipping, the Ports SBU promises better co-ordination between Ports and the Supplier/Partner, optimising the ground fleet deployment, best practices in handling procedures over other berths/ ports, adherence to Safety practices and use of green logistics norms.	Its objective has been to improve productivity at Berth#13, ensure highest flux discharged rates and highest intra port trips in a single shift in Paradip. Effective monitoring and reduction of average fuel consumption, realtime monitoring of shore handling equipment for optimum utilisation of idle equipment as well as cost effective better claim coverage were recorded in FY22.
Maritime Logistics Services The traditional ship agency & allied services provider along with barging activities, MLS targets better coordination with Owner/Charterer of the Vessel/Port, Authority/Handling and Agent/Customs, besides adherence to all international Shipping & Port rules and regulations.	The SBU has brought about continued reduction in FDA cycle, created a common online repository of vessels handled at different key Indian Ports to provide customers a better fit to their requirements.
Integrated Logistics Services Across the supply chain of customers TMILL manages containerised cargo, Break Bulk, Air & ODC, Customs Clearance, Inland Transportation and Warehousing end-to-end logistics all of which requires Competitive freights, error-free timely documentation, on-time availability of Correct and Complete Shipping and commercial documents, operational compliance and damage free delivery, proper preservation of material, delivery compliance stock management, inventory visibility, storage system & FIFO Digitization and analytics.	TMILL ensures improved monitoring of fund flow and maintaining DSO, reduction of container detention or fines on late filling of BOEs, reduced system cost, increased utilisation of warehousing spaces (SCM), with reduction in VIVO and in loading/ unloading lead time. These initiatives resulted in greater saving for Tata Steel and appreciation from TSL Project team during the year. Previously TMILL had achieved reduction in penalty/ demmurage.

TMILL Group of Companies

Reliable Delivery Systems

TMILL taps the potential of TSL's vendor base, other steel and metal manufacturers in the eastern belt to ensure reliability in services. Its combination of lease plus own warehousing assets ensure an agile response to all customers.

Vulnerability assessment and penetration testing done and gaps under WIP.

Initiatives in 2021-22

Support Functions, Key Work Process and Key Requirements	Improvements
Information Technology Management IT service delivery BPR implementation, recovery of data and compliance to change request Server Uptime	1. Change request is rooted through e-ticketing. 2. Strengthening cyber security system: VAPT Action planning 3. Implementation of LoB application
Human Resource Management Performance oriented workforce, engagement of employees, training, compliance to statutory requirement, monitoring Cost Per Hire Recruitment Lead Time, job rotation and utilization of the training budget.	The Company's PMS framework was improved, level alignment brought about, a banding Framework created along with Stay allowance, Sabbatical policy Sahaj Jeevan scheme and One medical insurance for all
Financial & Legal Management Compliance to statutory requirements, closure of audit findings, Financial reporting in time, Cash inflow and outflow Management of working capital along with Treasury Management	The functions caters to the Company's need for real time updation of input credit, Online FD and Mutual fund creation for TMILL & TKM India. TMILL is the first company in eastern India to get the service from the bank and migration of PF software from server based application to software based application. After the creation of an effective IT based structure with regards to Lease Accounting (Ind AS 116) manual extraction of data from SAP was eliminated in FY22.
Purchase & Insurance Selection of vendors, understanding requirement of all purchase requisition, negotiations, addition of new vendors and monitoring the performance of vendors as per the SLA	Purchanse and Insurance have been instrumental in policy renewal (Ports and Railways with improved features and reduced deductibles), and savings of Rs 88 lakhs in Inland Transportation (of project cargo of TSL from Vizag to KPO)
Maintenance at Ports Skilled manpower, Right size of fleet, Inventory management, Compliance to maintenance schedule and management of the Maintenance Intervals	On a continuous basis equipment is tracked via GPS for Online monitoring of fuel
Safety Usage of PPE, Awareness amongst employees, Better ergonomics, Firefighting equipment, Mock drills, Evacuation plan, Proper signage, identification of hazards Safety Audits and regular conduct of mock drills	The Safety Portal of the Company was managed by the function, which strengthened its safety environment through dedicated safety professionals. A Shipping Scorecard was introduced in FY22
Strategy and Planning Environment scan inputs, strategic objectives, long term and short term strategy formulation, review and course correction and Transformational Change Contingency Measures Compliance to planning cycle	Granularity of strategic planning increased over FY22 with specific strategies on digital, customer savings. It monitors the Company's Sustainability performance, undertakes Scenario Planning and reports monthly on Variance Analysis/ Projections to the Board
ERM Management Strengthen achievement of Organisational goals, Risk Heat map, formulation of mitigation of contingency plans, number of risks identified at ABP & long term level review	A complete revamp of the CFT driven ERM framework was undertaken to align it with TSL and a benchmarking exercise undertaken with internal and external companies
External Stakeholder Engagements, CSR, Corporate Communication Positive Corporate brand image, Community Support, External Communication in brand building, Inclusion	Form having a limited presence on Facebook, TMILL's social media presence was extended to LinkedIn, and the Company's social media presense is actively managed via updates with an average of 5-6 posts in a month. It provides 70% business update snalysis report.

Company
Profile

About TMILL

A predominant player in the logistics industry in Eastern India, with an international presence in key geographies, TMILL is a joint venture between Tata Steel, IQ Martrade GMBH of Germany and NYK Holding (Europe) B.V.

It was established 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 in the development and expansion of major port projects. A Tata Steel Group company, TMILL ensures that India's foremost private sector steel producer has a reliable, agile, world-class logistics and cargo handling service provider, capable of keeping pace with the growth and expansion plans being pursued by Tata Steel.

In FY22, TMILL crossed the milestone of a turnover of INR1600 crores, operating a 2.0 Million Metric Tonnes Per Annum (MMTP) capacity General Cargo Terminal in Haldia Port. It is India's largest commercial freight train operator for Steel, after Indian Railways, with a total fleet size of 29 rakes for bulk and break bulk cargo movement across India, providing storage and handling services for capital goods, spares and consumables of steel plants as well as offering Warehousing facility, CHA & Freight Forwarding services to customers.

Our Vision

To be a leading Integrated Logistics Service Provider in select markets of India

Our Mission

Customer-oriented learning organisation, delivering system benefit across supply chain through leveraging Tata Steel Group support, underpinned by operational excellence and reliable delivery systems.

Our Guiding Values

Values	Approach
Customer Intimacy	Deep understanding of customer requirements
Integrity	Fair, honest, transparent and ethical in our conduct
Intensity	Carry through and accomplish tasks. Never give up. Overcome challenges. Remain Motivated.
Pioneering	Bold and agile to meet customer's emerging needs.

Cultural Traits

- Resilience
- Learning
- Open & Participative
- Focus on execution

Our Assets

A reliable and dependable service provider, TMILL owns a Cargo Terminal at Haldia port on a Build Own Operate Transfer (BOOT) model, 29 freight trains (till FY22) and two Panamax size ships, MV ISL Star and MV Subarnarekha.

Strategic Business Unit	Facilities and Assets
Ports & MLS	Berth #13 at Haldia Port, which is semi-mechanised and has a 71000 square metre LL-6 Railway siding with open and closed storage. The Division also uses other berths at Haldia and Paradip where it deploys mobile equipment and has a trailer workshop. Maritime Logistics Services
Railways	The Company has 29 rakes (till FY22) on lease from Indian Railways with the lease period varying from five to 10 years.
Shipping	TMILL's Shipping arm – ISL Dubai has two Vessels, MV ISL Star and MV Subarnarekha.
Integrated Logistics Services	TMILL has rented/leased premises, in proximity to TSL plants at Jamshedpur and Kalinganagar, for its Warehousing & SCM Division. A state-of-the-art racking system has been created at select warehouses.

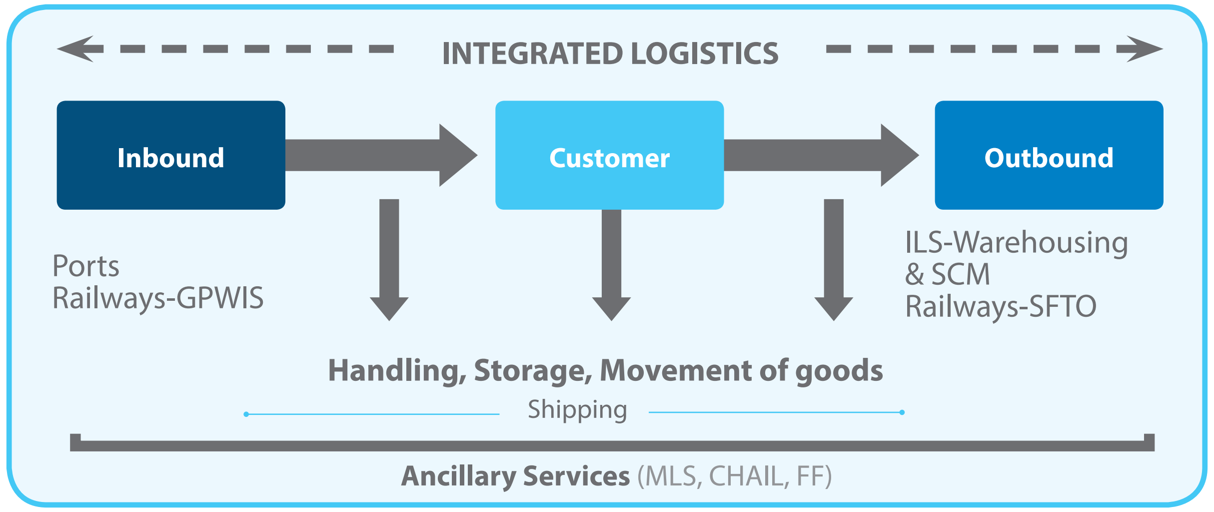
Our Business Verticals

TMILL Group of Companies

- Ports & MLS
- Railways
- Shipping
- Integrated Logistics Services (ILS)

Our Service Offerings

TMILL coordinates the handling, movement and storage of bulk and break bulk cargo. The Group also believes in catering to the ancillary needs of its customers and has thus placed itself at all levels of its customers' supply chain, including last mile delivery to bring overall delight and value in the system



Service delivery mechanism and current service offerings

Logistics Services

1 Port Operations & Maritime Logistics Services

- Terminal & Port Management
- On-shore handling
- Container Handling
- Vessel Agency

2 Railways

- Special Freight Train Operator (SFTO)
- General Purpose Wagon Investment Scheme (GPWIS)
- Non-Container Cargo Movement
- Bulk Movement of raw materials

3 Shipping International Shipping & Logistics FZE

- Dry Bulk Cargo Shipping
- Vessel under Ownership

4 Intergarted Logistics Services (ILS) & Supply Chain Management (SCM)

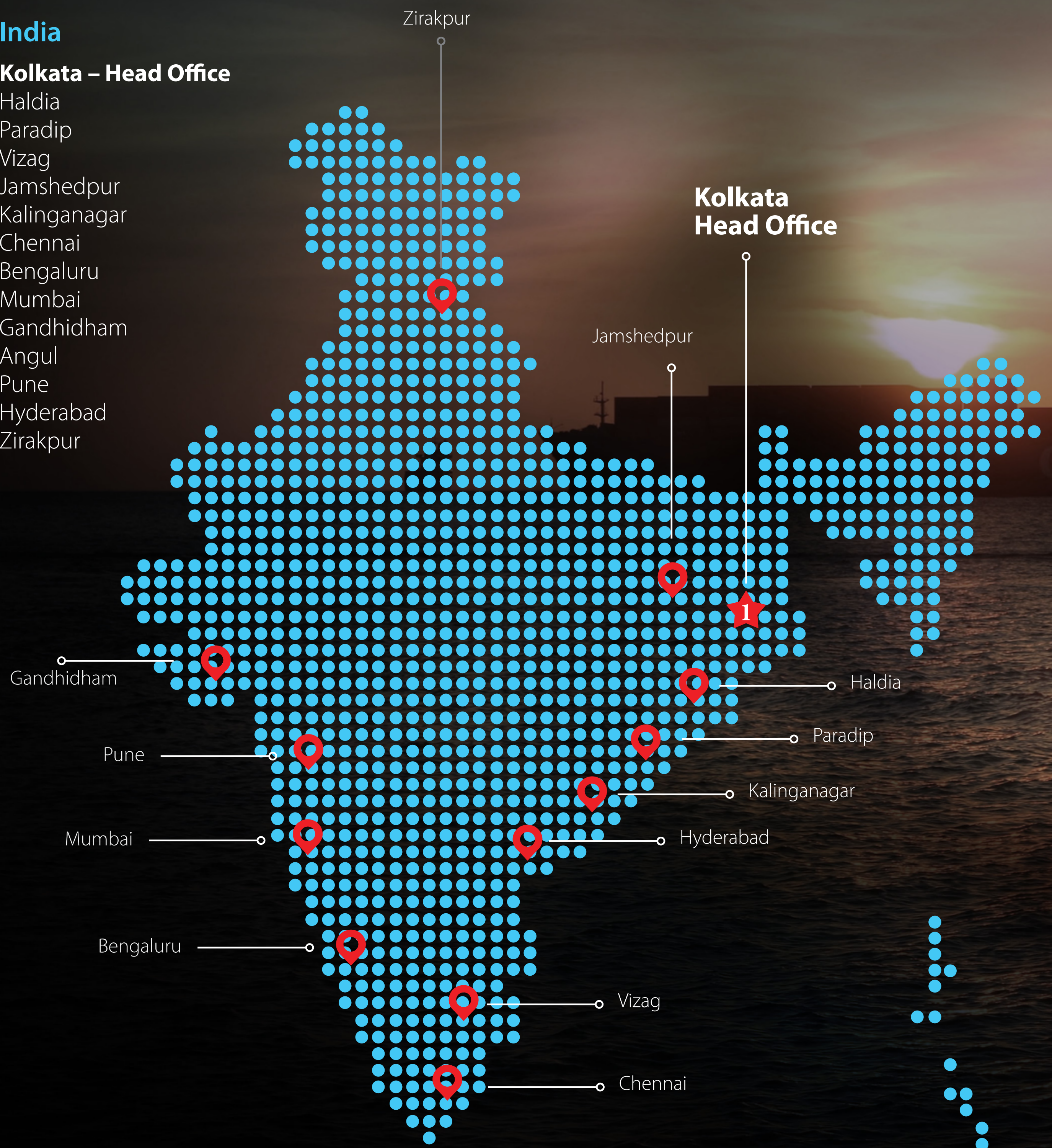
- Custom Clearance
- State-of-the-art Warehousing
- Pan India distribution of goods
- Last mile delivery
- Inventory Management
- Freight Forwarding

Our Presence

With offices and operations across the globe, TMILL is a dependable partner for the movement of cargo across the world for its customers.

India

Kolkata – Head Office
Haldia
Paradip
Vizag
Jamshedpur
Kalinganagar
Chennai
Bengaluru
Mumbai
Gandhidham
Angul
Pune
Hyderabad
Zirakpur



Germany

Hamburg
Frankfurt
Dusseldorf

Paris

China

Shanghai

Dubai

Key Markets and Customer Segments

The Buying Behaviour of customers is used as the main input by TMILL to segment its customer groups basis Tier-I (Long-Term contracts), Tier-II (other than long-term and spot) & Tier-III (Spot).

Basis of Market Segmentation

SBU	Cargo Type	Buying Behaviour	Industry	Key Markets
Ports & MLS	Bulk /Break Bulk	Long-term contracting	Steel/ Fertilizer	Eastern India
Railways	Bulk /Break Bulk	Long-term contracting	Steel/ cement/ Fertilizer	Pan India
Shipping	Bulk /Break Bulk	Mix of single trip, short term and long term contracting	Thermal power plant, Steel and Fertilizer	Coastal/ Global
ILS & SCM	Break bulk	Long-term contracting Spot (third-party)	Steel and Real-estate	Eastern India

Chairman's Statement

Dear Shareholders,

It is a pleasure and a privilege to write to you and present our 20th Annual Report for the financial year 2021-22. At the outset, I hope that this letter finds you and your families safe, especially when we saw the fury of pandemic wave 2 at the start of the year and the toll it took on lives and livelihoods across the world, including India.

FY 21-22 showed signs of anxiety in times of a pandemic, particularly at the peak of the second wave, which severely tested the tenacity of our people and the robustness of our business plan. Despite all challenges, TMILL registered its best ever operating profit of INR 68.1 Crores since its inception. The strong financial results owe its origin to a culture of resilience and agility, supported by robust people practices and organisation wide deep understanding of customer requirements. TMILL's journey has been a story of collaborative growth with Tata Steel across all aspects of supply chain as well as a healthy third-party dependent business portfolio (primarily in the Shipping business through ISL).

I am happy to share that the TMILL group achieved a turnover of INR 1673 Crores (FY21: INR 1233 Crores) and PBT of INR 78.23 Crores (FY21: INR 45.06 Crores) representing an increase of 36% and 74% respectively. This is a direct outcome of the increased contribution from the latest acquisition of MV Subarnarekha, underpinned by higher contribution and volumes at Haldia and a twofold increase in Warehousing volume across locations.

TMILL Standalone:

Port Operations continued its journey of growth and operational excellence by leveraging existing capabilities to develop a sizable share of 40% of the current steel volumes on account of third-party business in Haldia followed by best ever total volume of 5.14 MN MT (previous best: 3.8 MN MT in FY19), handled at Paradip. The Maritime Logistics (MLS) team successfully handled 122 agency calls (FY21: 57) in the last financial year.

Railway business achieved the highest PBT of INR 7.31 Crores (FY21: INR 1.11 Crores). GPWIS and SFTO business have continued to seamlessly scale up, with a smooth turnaround in GPWIS from negative INR 6.22 Crores to a profit of INR 5.74 Crores. TMILL's Railway Division is the largest non-container private rail operator in India now, with a fleet size of 29 rakes and carrying diversified cargo of finished steel, coal, limestone and iron ore.

Warehousing, FF & CHAIL verticals were strategically merged into a single vertical named **Integrated Logistics Solutions (ILS)** to increase focus in end-to-end [3PL, i.e Third Party Logistics companies which are service providers that offer a full range of services such as customs clearance, warehousing, transportation including freight forwarding and order fulfilment] services and provide a valued proposition to the customers. ILS achieved a PBT of INR 8.86 Crores (FY21: INR 6.62 Crores).

TMILL Overseas Subsidiaries:

ISL- the shipping subsidiary of TMILL has successfully handled highest revenue and contribution in last eight years. (Revenue – INR 735 Crores; Contribution – INR 66.11 Crores). For sustainable profitable growth, TMILL group moved from a pure asset light spot model to a portfolio centric approach with part ownership of asset, thereby increasing the asset portfolio through purchase of a new vessel "MV Subarnarekha". Our focus on portfolio optimisation continues with the ratio of "Owned" to "Tramp" Ship Days increasing to 478:2231 (FY21: 365:2835).

TKM Global handled a total ocean freight cargo volume of over 14,138 TEUs and 47,764 CBM of break bulk project cargo. It is also noteworthy that during the year, TKM ensured that there was zero disruption to service delivery. Overall, TKM Global demonstrated improved performance with a PBT of INR 11.61 Crores (FY21: INR 5.20 Crores) on the back of effective risk management.

Awards & Accolades: TMILL Haldia Port Operation (Berth #13) bagged the National Safety Award "Runner Up Prize" for the year 2018 received in 2022. Also, CII conferred TMILL with the National HR Excellence Award for the year 2021 for its strong commitment to HR Excellence. TMILL has been felicitated with the CII SCALE Award in 2021 for "Overall Excellence in Logistics and Supply Chain".

Covid Management Practises: On the Covid front, TMILL moved swiftly to provide relief, supplying face masks, food supplies and sanitizers across various locations besides taking all essential steps for the safety of its employees by preparing and executing Health SOPs. During the year, TMILL Group was actively involved in supporting and servicing Tata Steel with air lifting and shipping several COVID related cargo to India. Despite the pandemic, field operations continued round the year, while the offices were mostly on the Work from Home/ Hybrid working model.

TMILL has already achieved an initial milestone in its comprehensive digital journey towards making its global supply chain more customer centric and sustainable through its various digitisation projects. TMILL is at present working on a growth path backed by investment/ long term contract model in identified growth areas. This comes with its own set of risks and challenges, and therefore, data driven decision making and robust Risk Management shall be key focus areas going forward.

I would like to thank Mr. Dibyendu Bose and Mr. Nobuaki Sumida, who have superannuated/stepped down during the last year, for their valuable guidance and direction to the Management as Directors on the Board of the Company. I also welcome Mr. Shinichi Yanagisawa as Director on the Board of the Company.

On behalf of the Directors of the Company, I would like to thank all the stakeholders for reposing faith in it. I would also like to thank various government agencies, customers, suppliers, and all other stakeholders for their continued support to the Company.

I would like to specially thank all our employees who have worked hard under such challenging conditions to make this Company stronger and make it reach such heights through their continued commitment.

With kind regards,

Peeyush Gupta
Chairman

Managing Director's Statement

In FY'22, TMILL exhibited enormous character and agility to respond to the dynamic business needs of customers and delivered stakeholder value by focusing on People & their Safety, Process and Technology. Taking a step back, I start by acknowledging the unprecedented events of the past year amidst the COVID 19 pandemic and other geopolitical tensions. Safeguarding the health and safety of our employees continue to be our first priority.

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 very vital for which it is imperative they operate in a safe working environment.

There was 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 regular online safety training and awareness. Despite the pandemic, field operations continued round the year, while the offices were mostly on a Work from Home/ Hybrid working model. On the HR front, interventions in the form of Standard Policies for Medical Insurance across all workgroups, Sabbatical Policy, Salary Banding/Restructuring of operational levels, and extension of remote working benefits have contributed to higher employee morale. Project Udaan for systematic talent sourcing was introduced to help develop a future Leadership pipeline.

An Employee Engagement Survey was conducted to focus on understanding and appropriately addressing employee feedback. It is encouraging to see that TMILL scored 80% on overall employee experience. TMILL continues to focus on ensuring the emotional and mental wellbeing of its employees with programs like UTSAH. Additionally, Inhouse Doctor facility have also been extended to all employees.

TMILL has a very enthusiastic and engaged team and efforts are ongoing to further strengthen the talent pipeline and add to the skill mix required for addressing the changing business environment. Measures include greater diversity and inclusiveness and optimal blend of campus and lateral hires.

I am happy to share that CII conferred TMILL with the National HR Excellence Award for the year 2021 for its strong commitment to HR Excellence. It was also awarded in the Global HR for Best Workplace Practices by the World HRD Congress.

Process: In our endeavour towards achieving continuous improvement forty-three (43) improvement projects were undertaken that resulted in both tangible and intangible benefits.

In order to provide single point end-to-end solutions in CHAIL, FF and Warehousing space, these verticals were merged into a one under Integrated Logistics Solutions.

TMILL's Ports Division successfully leveraged its existing capabilities to develop third party opportunities. The Railways vertical ensured a smooth induction of new rakes and improved performance parameters. In shipping, ISL further diversified its portfolio by increasing the owned vessel count and continued to be the dominant player in the coastal segment.

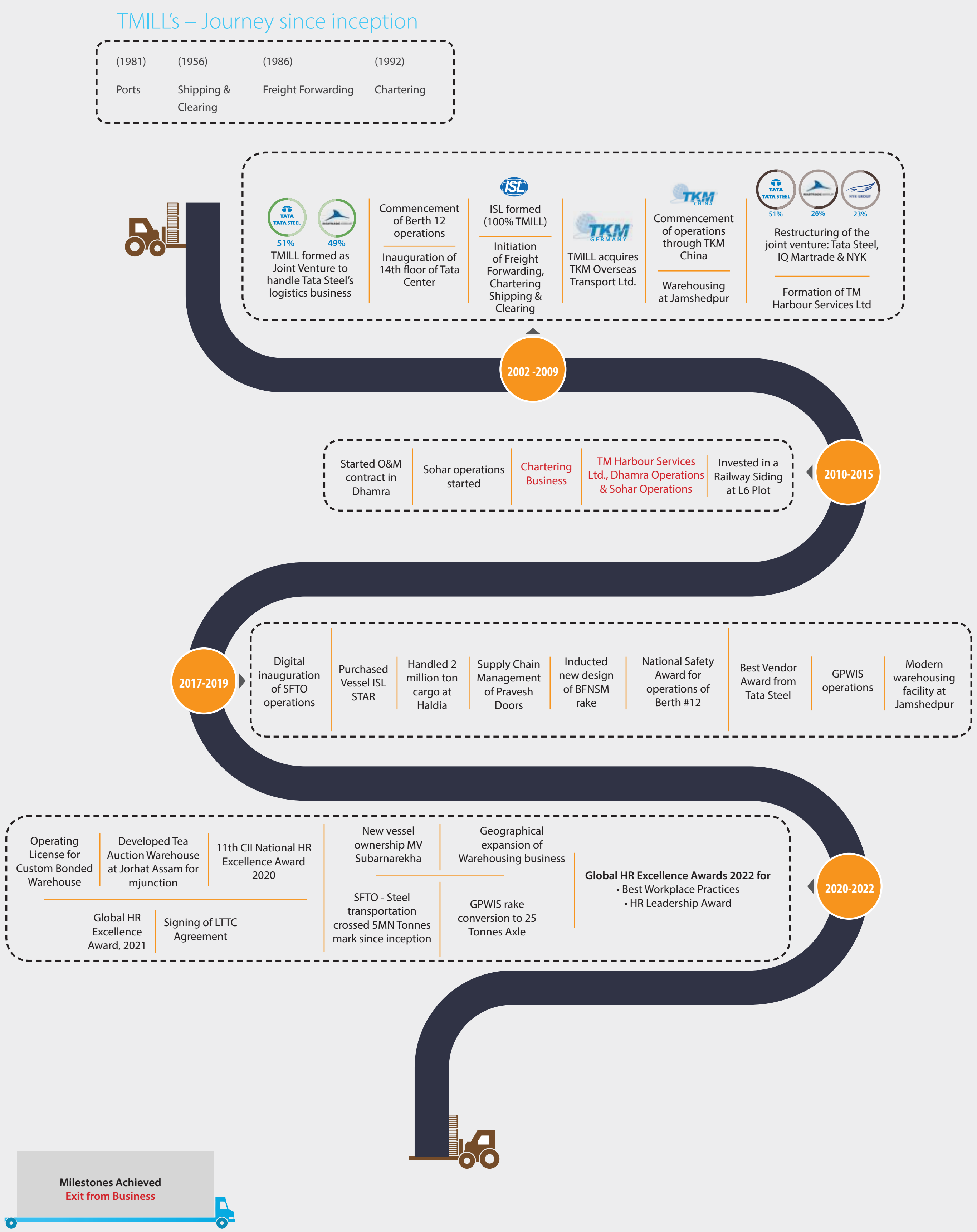
Technology: FY21 further emphasised the role of digital technology in ensuring business continuity and growth. TMILL group's swiftness and ability to provide solutions for its stakeholders, enabled the internal IT team to integrate all Line of Business (LOB) functions with SAP, thus minimising manual data storage. Further, Risk Management Process had been re-organised and now involves a Central Team along with all Business representations.

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. The added focus going forward would be to enlarge our customer base in existing and new business areas with adjacencies to existing competencies. In addition, Risk Management and Sustainability have emerged as key areas of focus for TMILL along with digitalisation and shall remain the cornerstone of the group's efforts going forward.

In conclusion, glory in FY 22 would be incomplete without recognising the selfless services rendered by our frontline workers in Ports, CHAIL, Freight Forwarding in India and our colleagues in Germany, Dubai and China who ensured business continuity, amidst all challenges. A special thanks to all the employees and their families.

Dinesh Shastri
Managing Director

TMILL JOURNEY



Operating Context

Global Economy

From the low experienced at the close of FY20, two years later the global logistics industry gradually rebounded having undergone a major transformation that was accelerated by emerging trends then. The logistics industry worldwide, which had responded with agility to the challenges of the pandemic, efficiently adapted to continuous market volatility. It has grown and evolved with multiple new trends, and emerged to embrace changing scenarios.

Key Emerging Trends Globally

- Increased growth in the adoption of technologies
- Augmented warehouse management via process automation and technology integration
- Rise in freight prices along major global sea routes
- Shift in customer expectations with the demand for personalised customer experience and contactless last mile delivery
- Mindfulness of the impact of operations on Environment

Macro Economic Context

As India aims to be a $5 trillion economy, the logistics sector will play a critical role as an enabler. The Indian Economy experienced pain points both on the supply-side and demand-side during the year due to the repeated toll of each wave of the pandemic, continued supply-chain disruptions, inflationary pressure and as the year was coming to a close, the Russia-Ukraine crisis. Hence, key policy interventions on infrastructure development and export promotion were the perfect antidote to lift the mood of the industry. The advancement in technology with automated material handling equipment, biometrics, GPS etc. helped business houses to work proficiently, thereby spurring the growth of the logistics market across the globe.

The Indian Logistics sector had begun witnessing transformation with reforms such as the Goods and Services Tax and e-way bill that brought in transparency and consolidation. Thereafter, infrastructure development, especially roads and highways, to improve connectivity and turnaround time had brought a greater degree of efficiency. The widening of the perception of Logistics to include transportation and warehousing, the adoption of digital technologies and evolving consumer demands have contributed to the rapid changes seen over the past few years. These changes are also creating a shift in the mindsets of customers who wish to move from using unorganised players to the organised sector. Therefore, the share of the organised sector is likely to see a rise with the demand for value added services.

Prominent among the opportunities on offer to the Logistics industry is Gati Shakti, the national master plan for multi-modal connectivity to various economic zones and integration of infrastructure linkages for seamless movement of people as well as goods & services. It aims to reduce logistics cost from 13 per cent to 8 per cent of GDP. Gati Shakti accords a key role for Railways in the future of India's logistics industry. TMILL is uniquely placed to tap multi-modal opportunities, especially in east India, as an integrated logistics service provider.

Railways

Since 2006 Indian Railways has been encouraging private investment in goods and passenger trains after it ended the monopoly of CONCOR and induced multiple players in container movement. The SFTO and LWIS (Liberalised Wagon Investment Scheme) Policies in 2014, GPWIS Policy in 2018 and then the LSFTO (Liberalised Special Freight Train Operator) Policy, which replaced the SFTO and LWIS Policy in 2020, have opened up rail movement for niche cargo and investment in rail transportation for coal, coke, flux, iron ore, inter alia, to private players.

India's National Rail Plan (NRP) 2030, to create a 'future ready' Railway system, is inducing a determined shift in private ownership of rolling stock and the creation of capacity ahead of growth in future demand, so as to increase the modal share of Railways. It envisages a single umbrella policy covering all wagon types. NRP encourages the sustained involvement of the private sector in operations and ownership of rolling stock, development of freight and passenger terminals as well as development and operations of track infrastructure. Wagon ownership has been delinked from license fee with a haulage discount likely to account for cost of ownership. Dedicated freight corridors, suited to the requirements of bulk materials and products, shall facilitate decongestion of India's rail network.

Opportunities and Challenges for TMILL

- In BOXNHL wagons, increase of axle load to 25T resulted in increased carrying capacity of 12%-14% over earlier axle load (22.9T) wagons.
- TMILL expects an increase in customer requirement for BFNSM and BOXNHL rakes from Tata Steel, along with interest from other potential customers in inducting four (4) new BFNSM rakes.

- Railway Wheel Factory (RWF) is the sole supplier of wheelsets in India, a limited amount of which is allocated to non- IR buyers. Imported wheel sets are 50 per cent costlier than those supplied by RWF.
- The expected impending hike in steel price is likely to result in a rise in the cost of wagons

Ports & MLS

India is placing great emphasis on the development of exports to turbo-charge its economic growth engines. Indian Ports handle around 90 per cent of export-import cargo by volume and 70 per cent by value. India's major ports is yet to see the level of investment required to meet the needs of this growth in export volume. Gati Shakti, therefore, provided a push to this effort and 101 projects were identified for implementation between 2024-25. As per studies conducted under the Sagarmala Programme, cargo traffic at ports is expected to be ~2,500 MMTPA by 2025, while the current cargo handling capacity of Indian ports is only 2,406 MMTPA. A roadmap has been prepared for increasing the Indian port capacity to 3,300+ MMTPA by 2025 to cater to the growing traffic. This includes port operational efficiency improvement, capacity expansion of existing ports and new port development.

In addition, Maritime India Vision 2030 (MIV 2030) envisions an overall investment of INR 3,00,000 - 3,50,000 crores with 150+ initiatives across ports, shipping, and inland waterways *(Source : Maritime India Vision 2030 report_www.sagarmala.gov.in)*. The Ministry of Port, Shipping and Waterways is in the process of revising the Model Concession Agreement (MCA) to make it more flexible and attractive to private investors. Under the Sagarmala Programme, the Ministry has targeted completion of 802 projects worth INR 5.5 trillion by 2035*(source: india-briefing.com)*, with port-specific master plans initiated to take advantage of the vast length of India's vast coastline, its inland waterways and the strategic position that the country occupies along global trade routes.

Opportunities and Challenges for TMILL

- The Government's thrust for Steel Logistics Agglomeration Centres near the ports of Paradip and Haldia in the eastern region offers the potential for coastal/ inland waterway movement of steel.

- A Greenfield port in Tajpur, West Bengal (~12.5 m) and the development of B#3 – Bulk Terminal are expected to be operational in the next 24 to 30 months, offering both opportunities and challenges for TMILL.

Shipping

The global shipping industry was high on the agenda at COP26 with the maritime sector responsible for ~3 per cent of global GHG emissions. Governments, the private sector and civil society identified actions and commitments for decarbonising shipping during 2021-2030 *(Sources - www.oceandecade.org- the* UN Decade of Ocean Science for Sustainable Development. A Call to Action was signed by 200 organisations to reduce emissions thus leading to a rapid movement in the next few years towards decarbonisation of the energy sector.. Alternative fuels are already gaining traction, especially Hydrogen, Ammonia, Synthetic methane and LNG Marine Fuel. The International Maritime Organisation (IMO) is progressively tightening emission standards to propel the industry to achieve the goal of Zero Emissions by 2050.

The Government of India is focusing on the Shipping industry given its massive contribution of 95% of India's International trade movement by volume and India's strategic location in the world's busiest maritime route in the Indian Ocean.

Opportunities and Challenges for TMILL

- Coastal volumes are expected to remain buoyant
- The global shipping industry is expected to remain broadly stable on the strength of its fundamentals.
- However, there may be volatility due to Ukraine situation (particularly on smaller vessels and bunker price)

- War risks premium and risks of business from sanctioned countries/owners

Integrated Logistics Services

The importance of logistics could not have been more evident than during the last two years, when its gained the position of an "essential" sector globally, especially as it was among the few business sectors required to step up to move all medical and other essential supplies. In recent years, the growth seen in consumption patterns of India's Tier-II and III cities, growth in e-commerce and the importance being accorded to exports resulted in a focus-shift towards integrated logistics services. The demand for better connectivity through better road and rail networks, dedicated freight corridors, technology-aided warehousing along with multimodal logistics parks, efficient port services and seamless movement of goods are acting as catalysts in changing perceptions on the nature of logistics and, therefore, in the expectations of customers.

Opportunities and Challenges for TMILL

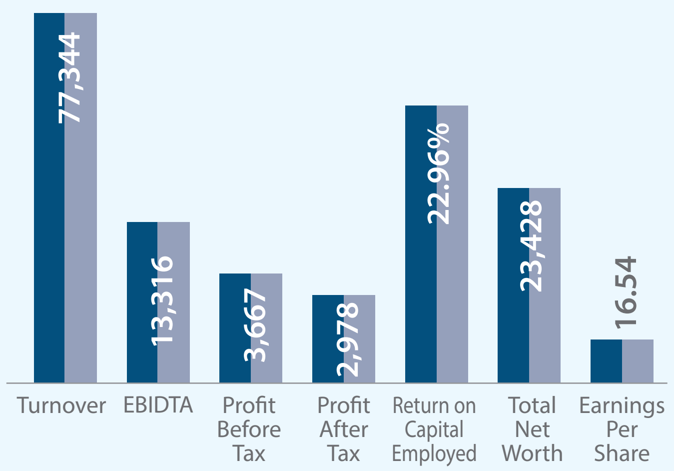
- Customer requirement on custom clearance is stable. TSBSL volumes integrated.
- Non-core/routine warehousing including yard management outsourced by TSL provide a growth opportunity.
- Capacity constraint & continued rise in the container freight and air freight rates. FF operations are likely to be subject to market volatility

Performance Highlights

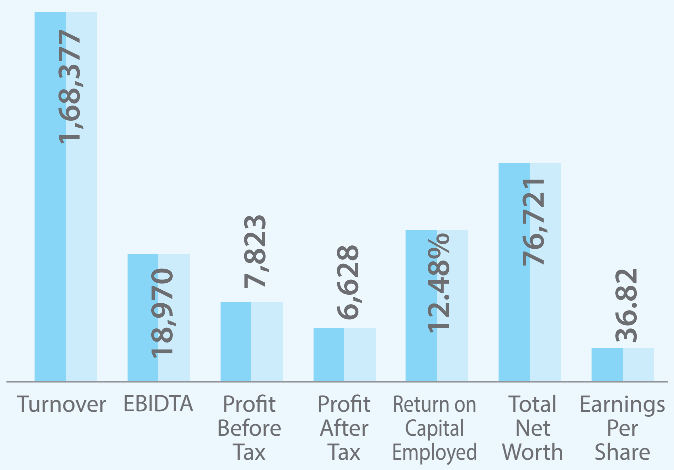
TMILL has consistently delivered strong financial results and in 2021-22 registered its best operating profit of INR 68.1 Crores since inception along with its highest ever Turnover of INR1673 Crores.

The Company's Railway vertical ensured a smooth turnaround in GPWIS business from negative INR 6.22 Crores to a profit of INR 5.70 Crores, its best-ever performance and its Shipping subsidiary recorded its best ever contribution of INR 66.11 Crores in the current year. The new ILS vertical, formed by integration of CHA-IL, FF and Warehousing, achieved a PBT of INR 8.86 Crores (FY21: INR 6.62 Crores) and generated a significant system benefit of INR 5 Crores per annum.

TMILL Standalone (INR in Lakhs)



TMILL Group (INR in Lakhs)



Operations

Revenue

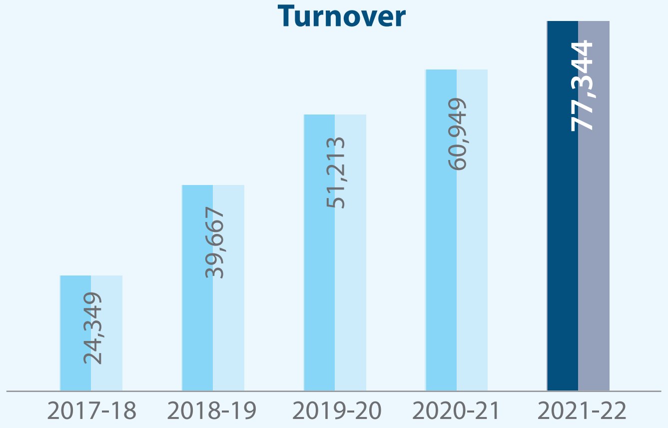
Strategic Business Unit	Revenue (INR Lakhs)		Business Growth (%)
	2021-22	2020-21	
Ports & MLS	19,615	19,931	-1.59%
Railways	50,509	36,147	39.73%
Warehousing & SCM	3,382	1,626	108.00%
FF	18,589	10,543	76.32%
CHA-IL	1,875	2,196	-14.62%
ISL (Shipping)	73,489	53,097	38.41%

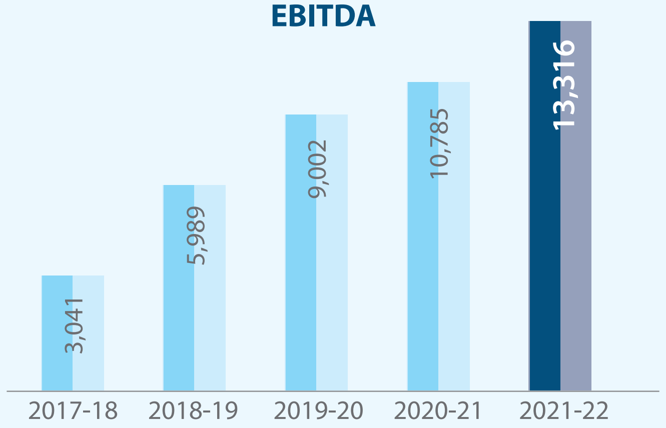
Volumes

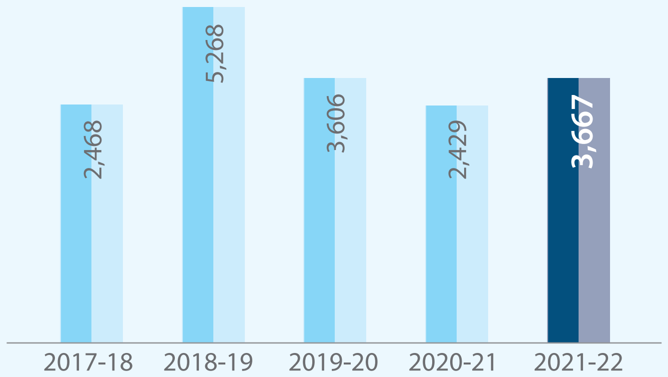
Strategic Business Unit	2021-22	2020-21	Growth in Volume (%)
Ports (Mt)	1,01,45192	83,89,880	20.92%
Railways (No. Rakes Moved)	1,605	1,654	-2.96%
Warehousing (Mt)	75,808	42,872	76.82%
ISL (Shipping) (Mt)	74,34,364	79,40,404	-6.37%
MLS (No of vessel calls)	576	541	6.47%

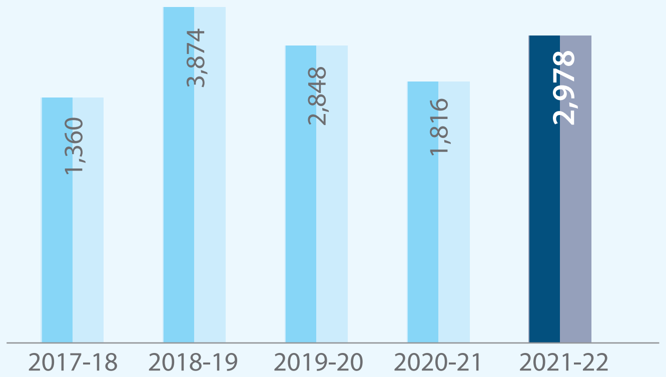
Financial Highlights

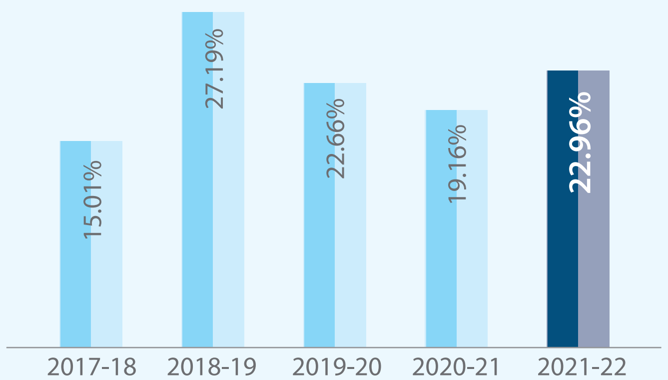
TMILL Standalone (INR in Lakhs)

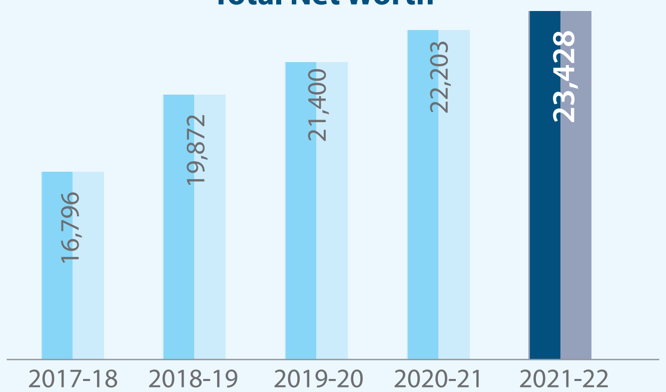
Turnover


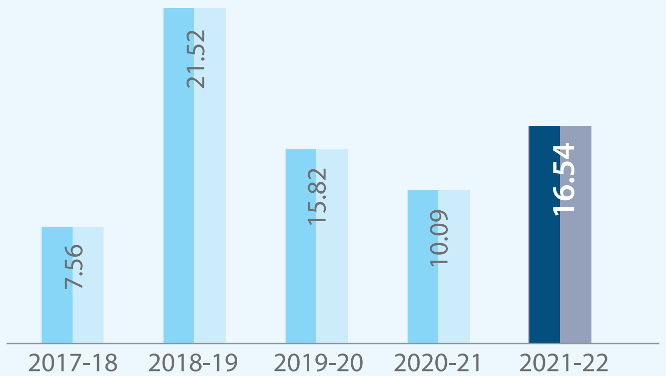
EBITDA


Profit before Tax


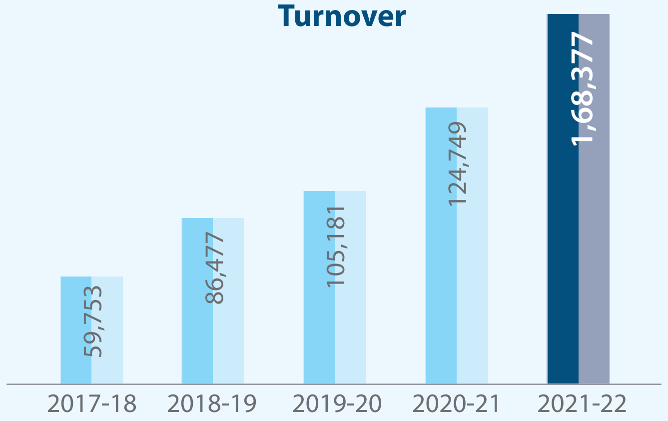
Profit after Tax


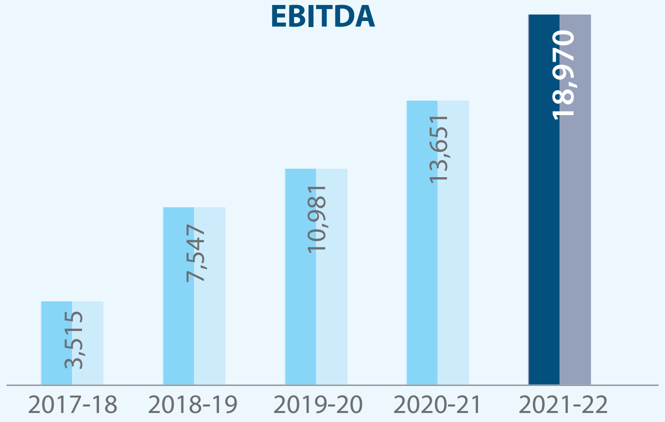
Return on capital employed (%)


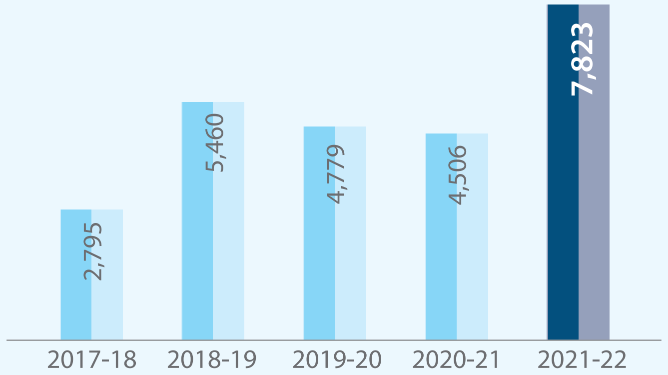
Total Net Worth


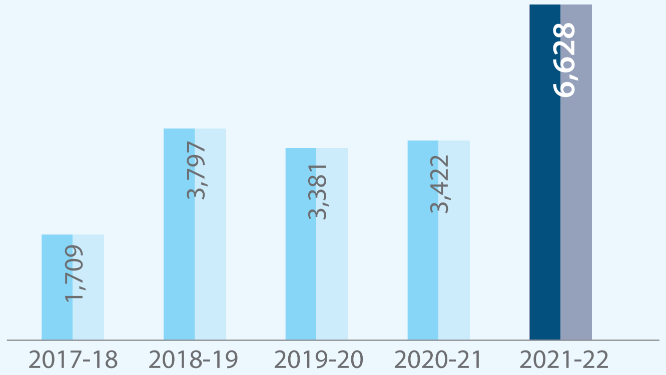
Earnings per share


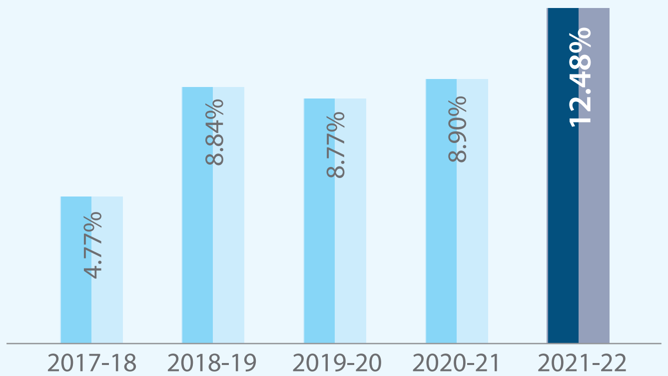
TMILL Group (INR in Lakhs)

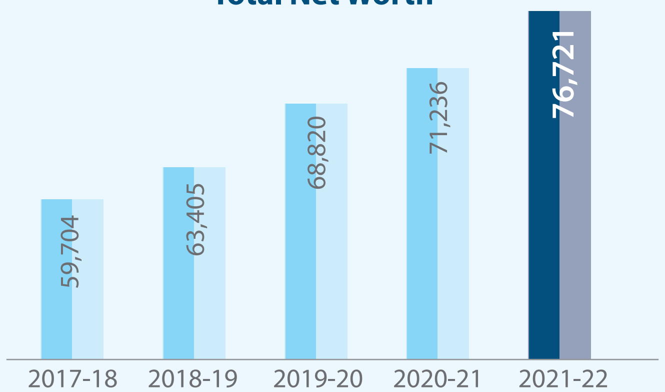
Turnover


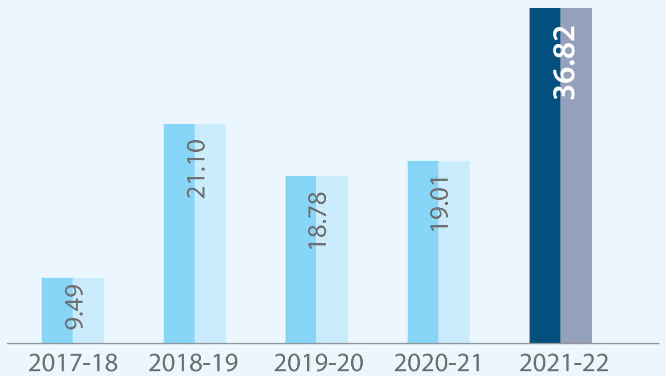
EBITDA


Profit before Tax


Profit after Tax


Return on capital employed (%)


Total Net Worth


Earnings per share


Value Creation Process

Business Model and Revenue Drivers

As an integrated logistics services provider TMILL's business verticals have a mix of asset and non-asset based business models. The key revenue drivers are similar to those of other players in each sector with Revenue recognised as and when, on the basis of percentage of completion of services.

The key industry or customer that TMILL serves is the steel industry. Its Shipping and Warehousing verticals serve multiple customers.

Business Models, Key Revenue Drivers and Value Proposition of SBUs.

Strategic Business Units	Business Model	Key Revenue Drivers	Value Proposition
Railways	Operating rakes on fixed monthly rental on a per tonne rate to customer	• Fast turnaround of the rake • Higher mix of profitable destinations	Deep understanding of customers' inbound and outbound supply chain
Ports & MLS	Supervision and handling of import & export cargo from ports with owned & outsourced equipment Leveraging manpower & domain specialisation to provide agency services	• Volume of cargo as well as unit regulated rates • Number of Vessel calls • Range of support services	• License Agreement • Management of external stakeholders in Haldia Port • Stevedoring License at Paradip • Ethical conduct • Safety • Integrated with TSL supply chain • Liasioning with local statutory bodies
Shipping	Matching shipping capacity (for owned/ procured from market) by cargo	• Volume of cargo moved • Revenue from Voyage and Time Charter	• Dominant player in Indian Coastal Shipping • Commodity Knowledge • Specialist in Handy, Supra and Panamax vessels
ILS-CHAIL	Leveraging domain expertise to provide CHA service	Cost-plus model	• Ethical conduct, data integrity. • Web driven status update. • Domain knowledge for Classification & EPCG norms
ILS-Warehousing	Resource-based model Output-based model	• Resources deployed • Volume of material handled	Modern, technology-aided warehousing in Jamshedpur and Kalinganagar
ILS-Freight Forwarding	Trading and Service Fee Model	• Volumes • Mix of Air & Sea Freight • Bundled • Services; OLSP nomination	Vast overseas agent network High level of customisation in services
ILS-SCM	Integration of the services – Output based model	• Volume of material transported • Number of milk runs • Lot size	Vendor Management

Overview of Strategic Perspectives, Performance Indicators and Value Created

Perspectives	Key Performance Indicators	UoM	Outputs	Innovative Initiatives
Financial	Revenue	INR (INR Crores)	1673	25 tonne axle load Long term contracts
	Profit Before Tax	INR (INR Crores)	78	
	Current Ratio	NA	2.2	
	ROCE	%	13	
Customer	Customer Satisfaction Score	Score		Green Logistics
	Third Party Business (Other than Tata Steel Group)	%	TMILL (Standalone) – 5% - TMILL Group – 52%	
	% Revenue from long-term contracts	%	14	
	Improvement Initiatives/ System Benefit with Customer	INR (INR Crores)	6.88/ 52.53	
	Customer Appreciations	Nos	15	Rail Green Points
	Customer Concerns	Nos	3 received 2 settled	
Internal Business	TBEM	Score	NA for FY20-21	
	Vendor Satisfaction Survey Score	Score	6.56 / 7	
	CSR Spend	INR (INR Lakhs)	91.78	ISL Coastal Vessel for Tata Steel
	Beneficiaries (Lives Touched)	Nos	5830	
	Cyber Security (Non Compliances)	Nos	15 critical and high	
	Safety - LTIFR	Score	1	
	Risk Management		7 high risks	
Innovation & Learning	Employee Engagement Survey Score Employee Happiness Survey Score	Score	ESS - 80	
	Talent Mobility	%	12	Hipots, Job rotation, Role empowerment etc.
	New/ Innovative Initiatives	Nos	5	
Dare to Fail				Kalomboli

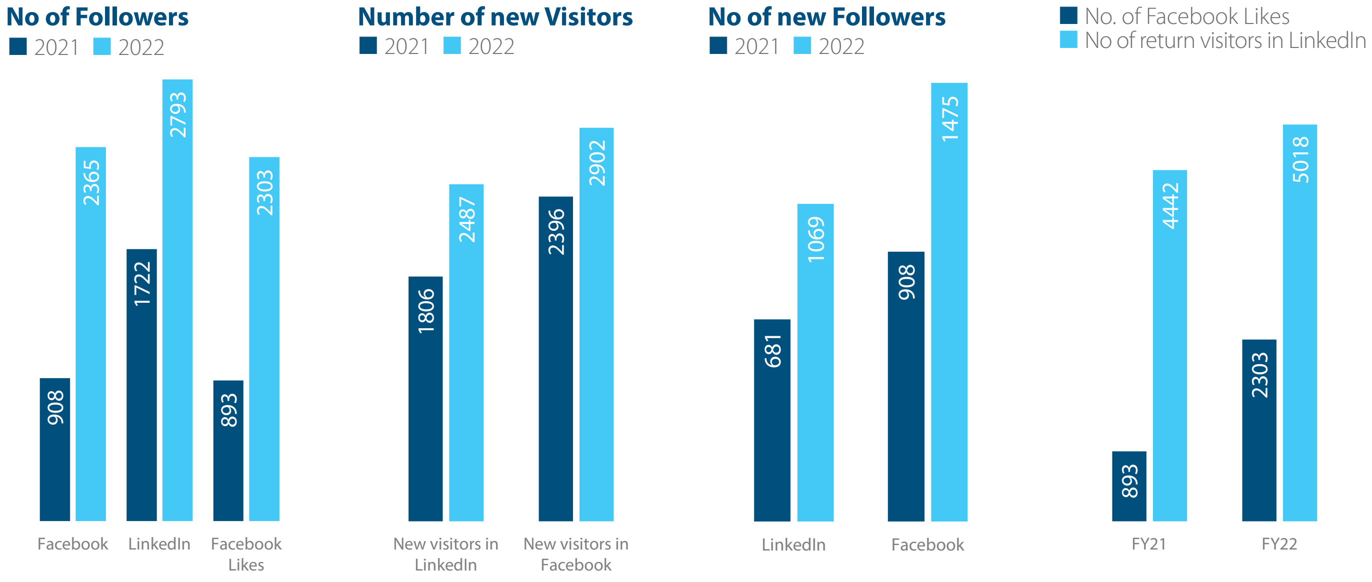
Stakeholder Engagement

TMILL has structured mechanisms to periodically capture the feedback and concerns of all stakeholders as well as to understand their emerging requirements.

Stakeholders	Engagement Mechanism	Value Proposition
Shareholders	Review meeting at the Board-level **Forums** • Board meetings • Business Review Committee (BRC • Strategy Meetings	• Financial Performance (ROIC, ROE) • Y-O-Y growth • System value creation
Customer	To increase customer engagement and understand customer demands. the Heads of the respective SBU and relevant officers set up regular interactions with them. **Forums** • Customer Feedback • CSAT • Contract Performance • Concerns	• Customer Support Services • Reliability • System value creation • Timely customer complaint redressal
Supplier/ Partners	Review with key vendors on current and future requirements by heads of SBUs and relevant officers. **Forums** • Vendor Meetings • VSAT • Vendor Concerns	• Fair commercial terms & timely payment • Quick resolution of issues • Long-term relationships
Government/ Regulator	Need-based	• Compliance to regulations
Industry-led and Industry Managed Bodies	Two-way communication to deliver periodic inputs on policy and industry issues directly and via the Tata Network Forum.	• Policy Advocacy and raising relevant concerns as and when they arise
Community	On a regular basis via programme interventions and annually to assess community aspirations	• Inclusive Growth • Alignment of programmes with the needs and aspirations of the community
Employees	**Forums** • Interaction of the CEO with the Senior Leadership Team on suggestions, concerns, decisions taken at a macro level. • Meeting with officers in smaller groups to increase engagement. • Monthly Town Hall to connect with all Officers, staff and FTCs on business highlights and achievements for the month. • Quarterly Newsletter for communication from MD/ SLTs to all employees	• Career progression • Reward & Recognition • Healthy work environment • Engagement and connect

Website and Social Media

TMILL is an active user of social media through LinkedIn & Facebook. There has been a 100 per cent increase in followers on both platforms, with the total numbers now 2860 and 2986 followers, respectively. TMILL has encouraged and captured senior management interactions with business peers, colleagues, customers, other stakeholders on it social media platforms.



Emerging Requirements

TMILL also proactively captures the emerging requirements of its customers to stay ahead of them.

Stakeholders	Emerging Requirements
Shareholder	Environmental, Social and Governance
Customer	• Digital interface Knowledge sharing • Partnership for innovative solutions
Supplier/ Partners	• Digital interface Knowledge sharing • Partnership for innovative solutions
Government/ Regulator	Lower carbon footprint
Community	Inclusive Growth
Employees	New age skills

Risk Management

In the last year, TMILL began work on charting a growth model characterised by investment in assets and long-term contracts in identified growth areas. The pursuit of growth via investments in assets comes with its own set of risks and challenges, and therefore, data driven decision-making and robust Risk Management has been a key focus area for it. Potential disruptions and threats in business are captured in the ERM framework.

The Enterprise-level challenges faced by the Company from emerging trends in the logistics sector include i) Digitalisation of supply chains and the relevant skill upgradation gap, ii) transition challenge from being an operationally efficient to a market facing organisation and iii) career progression of employees in a matured stable business.

The changes faced by TMILL can be classified into three categories. These are: i) shifts in customer's procurement strategy, ii) new market trends such as digitalisation of the supply chain and iii) new supply chain designs of existing customers preferring resilience over reliability within their supply chain. Safety and Operation risks form part of individual work processes and instructions.

TMILL has adopted an approach to identify the ERM framework by forming Cross Functional Teams (CFT) that brainstorm through a benchmarking exercise with Tata Group Companies and the TSL ERM framework. Further, TMILL defined the risk identification process in the ABP, LTP along with the qualitative and quantitative risk scoring based on Likelihood and Impact, to standardise a formula driven Risk Score template to be followed across verticals.

Enterprise level risks screened and identified by SLTs aided the development of the Individual Heat Maps. The Company has developed mitigation strategies for all Risks, with Structured review mechanism being implemented and periodically reviewed by the top management and shared with all Board members. The Risk Register is also updated timely on its Intranet Quality Portal. At an Enterprise Level, TMILL identified one High Risk and four Medium Risks across all verticals.

All business cases arising out of strategic opportunities are routed through the risk mitigation process, to identify the strategic opportunities that are intelligent risks and worth taking.

Strategic Context

TMILL's key Strategic Objective is "Enabling Sustainable, Profitable Growth". To do so it has adopted a new sustainable, multimodal business model, which includes inland waterways.

Tata Steel is in the process of large-scale expansion, and as a reliable logistics partner, TMILL foresees tremendous opportunity in being a strategic partner to the steel major. Accordingly, TMILL is now working on a growth path backed by investments and a long-term contract model in its identified growth areas.

Key Strategic Opportunities are identified through action planning document of Corporate Business Score Card (CBSC). As an Evaluation & Improvement (E&I), the CBSC framework was updated by mapping strategic challenges against strategic objectives in line with TMILL's core competencies and focus areas. Inputs into the formation of Strategic Action Plans consists of external and internal data collection,analysis, business projections, resource capability & capacity requirements in line with the development and deployment needs of strategic focus areas.

Inputs triggering transformational change	Action taken
Shareholders Expectations: High growth business models	Gradual movement towards assetisation
Regulatory Changes: Compliance	Policy advocacy for competitiveness & business continuity
New trends in industry (digitalisation)	BPR implementation: System generated internal reports, invoicing, customer dashboard
• Shifting customer preferences • Environmental, Social and Governance expectations • Digitalisation	• Focus on Inland Waterways, • Integrated Logistics Services • Line of Business (LOB) application
• Buying power with suppliers • Long-term contracts	Ports, Railways & Warehousing
• Societal responsibilities • Diversity & Inclusion	• Review of CSR Roadmap • Early steps to on-board third gender and adoption of TAAP
Business continuity during COVID	• IT Support • Work from Home • 100per cent adherence to COVID protocols at sites Rakes were stabled for about two months and lease rental payment was renegotiated with leasing companies to conserve cash

TMILL identified adjacency growth as strategic opportunities by utilising existing assets and capabilities to expand existing business.

Identification of key opportunities arising due to growth and expansion of Tata Steel are an important area for adjacency growth.

Area of Business	Adjacency Growth
Inland waterways	New Service with existing or new customer
Coastal Shipping Third party rail business	Existing Service with new or existing customer
Ports & Warehousing	New service with existing customers

Prioritisation of transformational change

Any transformatioal change undertaken by the Company is basis four principles.

Sustenance → Growth → Risk vs Reward → Ease of implementation

The Company has identified two core competencies and two emerging competencies to achieve its key strategic objective.

Core Competency 1: Integrated Logistics Service provider	
Bouquet of services (single/ bundled) as per customer requirements	• Haldia- Hinterland connectivity and terminal operators experience / Material handling. • Paradip - growing importance due to capacity expansion. • Indian Railways shift towards more private rakes clubbed with early mover advantage for TMILL. • An overseas presence in two of the largest exporting countries in the globe, provides a high benefit of local knowledge and practices in addition to proximity to suppliers.

Core Competency 2: Synergistic Business models	
Aimed at maximising system benefits	• Asset specificity in SFTO creates entry barrier. • Growth in capacity of the anchor customer. • Brand Value – Established good name in the industry – Top 5 operators in the Middle East - India region. • Deep pockets/Cash rich / and hence higher risk-taking capability.

Emerging Core Competencies	Triggers	Strategic Objective
Automated workflows and processes	Domain Specialisation	Enabling Sustainable, Profitable Growth
Buying power with vendors	Make Vs Buy, Cost Effectiveness	

Strategic Initiatives

During the year, the Company built a consensus around long-term play to maximise long-term value. It also began its shift from multiple companies and business verticals working in silos to create an integrated functional approach suited to an integrated logistics service provider.

All four strategic Business Units of the Company were structured along business lines with dedicated business and finance teams, supported by the allocation of common resources. Remuneration across all teams were brought at par with each other for greater employee satisfaction and talent mobility. This is being enabled by digitalisation of all the business functions of TMILL.

Strategic Perspectives

Financial Perspective

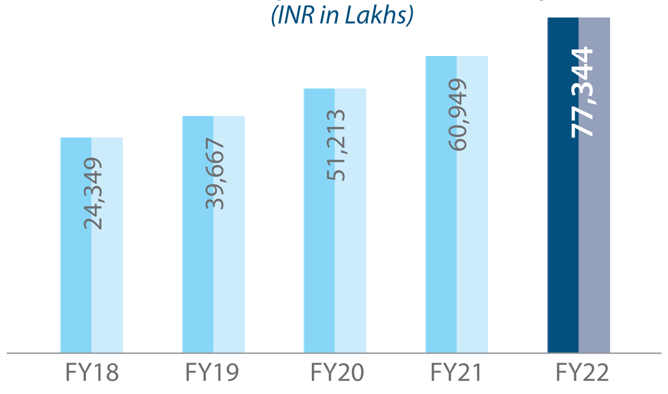
TMILL primarily pursued an asset-free growth strategy across verticals, which yielded rich dividends making it a debt-free cash-rich company today, well positioned to target rapid top line and bottom line growth through a progressive and selective asset/ long-term, commitment-led growth strategy.

Fiscal prudence continued to be an area of prime focus during the year. The Company collaborated with long-term partners to obtain the best rates for insurance premium as well as comprehensive coverage of its assets. In partnership with Tata Motors Insurance Brokers, TMILL procured policies from insurance companies with an approximate savings of 10-15 per cent per annum on a Y-o-Y basis. Its partnership with Global Insurance, to insure different activities, further reduced its overall insurance premium cost by 24 per cent.

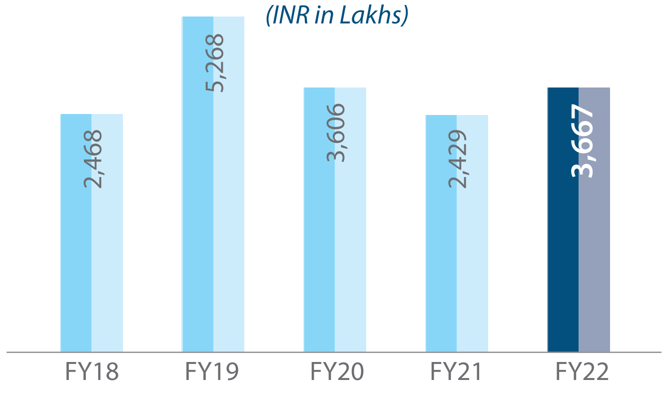
TMILL also extended the lease contract of the first three BFNS rakes from five to 10 years, reducing its lease cost by 13 per cent. A competitive rate was negotiated with the stevedore at Paradip for handling bulk cargo thus leading to an overall benefit to TSL in its long-term contract at Paradip with the same stevedore for mechanised handling.

Among the notable innovative initiatives implemented during the year were: i) developing a tracking mechanism for working capital management and ii) real time upgradation of GST Input Credit under the bucket "Internal Process Improvement" and "Digitalisation", respectively.

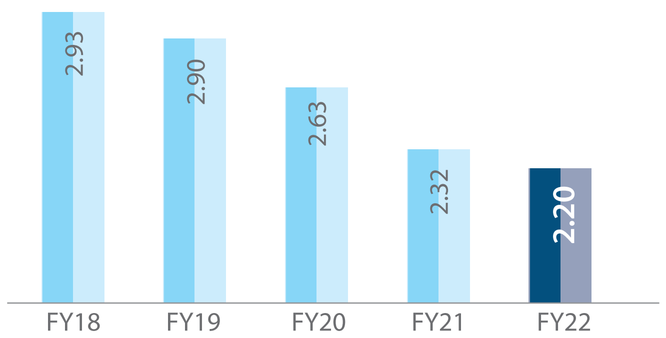
Revenue (TMILL Standalone)
(INR in Lakhs)



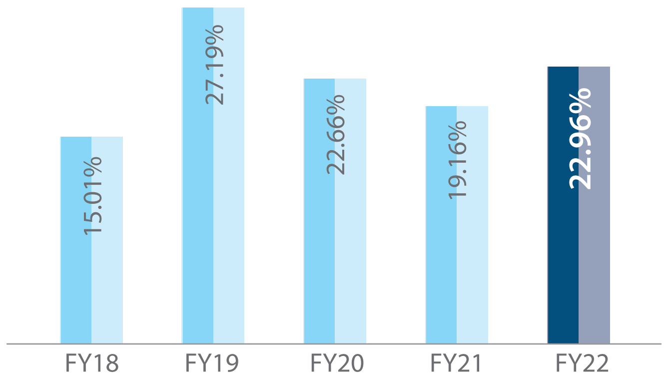
Profit Before Tax (TMILL Standalone)
(INR in Lakhs)



Current Ratio (TMILL Group)



ROCE



Customer Perspective

TSL expects to achieve a production capacity of ~40 Million MT by 2030 *(Source: www.financialexpress.com)*. In FY22, TMILL moved ~7.96 Million MT and ~6 Million MT of raw materials through vessel and rakes respectively. Further, ~0.93 Million MT and ~2 Million MT of finished products were moved via vessel and rakes respectively for Tata Steel. In total, it accounted for 80 per cent of TMILL's revenue (excluding Shipping).

In addition, Tata Steel Group companies, steel and cement majors with a presence in eastern India also require reliable, competitive and efficient third party logistics service providers. TMILL intends to continue to acquire a sizable share of their business as these customers grow and expand their operations.

The performance of the TMILL group in FY22 plan for FY 23 and its long-term outlook indicate that its growth strategy is on the right track, with continuous review and corrections if need be at each stage of deployment.

Among the notable innovative initiatives implemented during the year were i) developing a tracking mechanism for working capital management and ii) real time upgradation of GST Input Credit under the bucket "Internal Process Improvement" and "Digitalisation", respectively.

Customer Satisfaction

A structured process to capture factors determining customer's satisfaction, dissatisfaction & engagement, in the form of Appreciations & Concerns, were developed by TMILL. The Company also developed methods to determine feedback from different respondents via Customer visits and interactions by SLT as well as SLA delivery compliances. The Company also ascertained customer feedback through an annual, independent third-party survey under its Voice of Customer mechanism.

The primary objective of using an independent agency is to assess core expectations and understand gaps in current delivery. The survey, customised for each SBU, also identified TMILL's competitive position and critical areas for improvement. The report captured tactical and strategic actionable initiatives that served as inputs in formulating the action plan. Customisation of the survey to record SBU-specific performance parameters helped in comprehensively analysing the data to arrive at a future plan of action. Customer priorities along with major concerns and plans to address the impact of COVID-19 were captured in CSAT survey of FY22.

In the last two years, the Survey was re-evaluated and improved to segment results, in line with Customers' Business Share-wise scores for a more focused actionable customer engagement plan. The sample size of the Survey was increased to cover overseas customers having evolved from a face-to-face to a hybrid (web & telephone) approach for maximum coverage. The Company adopted the KANO Model to identify Customer Dissatisfaction Drivers and added Customer Concerns and Appreciations as a Key Performance Indicator in its Corporate Balance Score Card. In FY21, a COVID module was introduced to understand the impact of COVID on the business ecosystem and capture business priorities of customers.

Identified tactical initiatives from the previous cycle	Progress Made in FY22
Address lack of responsiveness by proactively closing the looping on customer requirements; Create central repository to register and track complaints	Customers saw improvement in the process of complaint handling However, there is opportunity to further improve the overall process
Tighten CAPA documentation process to ensure non-recurrence of failures / complaints.	Significant improvement observed compared to very low scores in 2020.
Strengthen the resource capability with better personnel skills to liaison among multiple stakeholders	While aspects of professionalism were appreciated, there is scope to improve both soft skills and competency levels to deliver more efficient services.
Develop capabilities to become an end-to-end SCM solution provider by integrating silos between multiple segments Reposition TMILL as an innovative solution provider and not a mere logistics and supply chain service provider	Restructuring four integrated Business Units

Customer Complaint Management System

Learning from other Tata Steel Groups companies has enabled TMILL to develop a robust Customer Complaint Management System (CCMS) over the last two years. The Company developed a CCMS Portal to capture and track customer grievances and redressal by frontline managers in customer-facing functions on a daily basis to address their complaints.

The CCMS allows categorisation of complaints on the basis of a) Quality/ Operational b) Commercial/ Contractual c) Claims. It has also introduced interim closure of customer claims received due to damage/ legal/ commercial reasons for quick resolution of such complaints.

Railways

TMILL's Railway business is slated to grow with the Government having a positive outlook to privatisation as the sector expands to meet the growing needs of its existing or potential customers. The Company, which began its Railway business with three rakes in FY 17-18, closed FY22 operating 16 rakes under the SFTO / LSFTO policy and another 13 under the GPWIS policy. It is already the market leader in the SFTO business. Till FY22, the rakes were taken on lease for a five-year period against a five-year contract with customers. However a contract revision is underway keeping in view the long-term sustainability of the business and customer's operational requirement.

TMILL's key customer, Tata Steel is also one of the largest customers of Indian Railways (IR) and moves finished products (steel), raw materials (coal, flux, iron ore) and by-products (slag) via rail using IR and TMILL rakes. In FY22, TMILL moved ~2.0 MTPA of finished products (viz. SFTO rakes) and 6.5 MTPA of raw materials (viz. GPWIS rakes) for Tata Steel, which accounted for overall 15% of the finished products and 10% of raw material movement of Tata Steel.

Over the last five years, TMILL's Railway business developed deep understanding of customer requirements and the ability to ensure consistent profitability. The preference of steel manufacturers and consumers to have steel transported by rail, due to its potential to reduce outbound logistics cost as well as enhance reliability of inbound and outbound logistics, will ensure a large and sustainable demand for rakes. As TMILL expands its fleet and new rakes are deployed at a marginal cost, this mode of transport will become even more attractive for its customers.

TMILL has the ability to procure rakes at competitive rates due to the scale it has achieved, as the single largest customer of the leasing company. Long-term lease rentals at a discounted rate allowed TMILL to reduce the cost of new rakes procured compared to IR considering its ability to deploy new rakes at a lower incremental fixed cost. The lease model also provides long-term visibility of revenue, cost and hence profitability.

However, the duopoly of Rail Leasing Companies remain a challenge, as it restricts the number of rakes available for lease and the duration of each lease. Hence TMILL's pursuit of model, based on a mix of own and leased rakes is viewed as the best way forward.

Focus on collaborative growth and operational efficiency

Tata Steel, which accounts for 80% per cent share of TMILL's business intends to reach a steel production capacity of ~40 MnT by 2030. While expanding its supply chain capabilities to meet its growth needs, Tata Steel has a distinct preference for Rail over Road due to the lower cost and lower carbon footprint of the former mode of transport.

Current Focus Areas

- Operational efficiency for existing fleet via operationalisation of two-point unloading and enhancing the capacity of GPWIS rakes
- Extension of existing contracts to secure long-term business sustainability
- Collaborative growth by induction of new rakes to enhance the fleet size and mix
- Continue to target highest slab for LTTC benefits
- Policy Advocacy

In last two fiscal years, TMILL actively engaged in innovative assignments that leveraged technology to meet customer requirements. This led to the development of new wagon designs with 10 per cent higher capacity for steel transportation, bulk cargo wagons for coking coal to run a mixed composition of wagons and the Company securing long-term contracts in its Railway business.

The Company also actively worked with the Tata InnoVerse team to develop and install a static weighment system at its railway siding to measure and compare load per wagon to reduce idle freight, punitive and en route detention loss of the rakes despatched from Haldia to Jamshedpur and to reduce sub optimal cost for customers. In conjunction with the Railways, a Diamond crossing was commissioned at the existing railway Berth#13 to enhance Safety at the site.

Process Improvement

Minimisation of downtime of SFTO and GPWIS rakes to improve turnaround time and profitability, while also reducing revenue loss and customer dissatisfaction from the damage caused to steel coils from missing rubber lines were few of the process improvements undertaken during FY22. It yielded high financial savings.

The targeted downtime of the five GPWIS rakes was 12 days and that of the four SFTO rakes was within 15 days per ROH, which resulted in a saving of Rs 75 lakhs for the Company. Repair and Maintenance of wagons through installation of missing rubber lines in 71 per cent of the wagons led to Zero complaint on demurrage with nil claims.

Way Forward

TMILL intend to create greater value for its customers by reducing logistics cost via a shift to railway cargo handling, induction of new designs, greater running mix composition as well as building reliability and predictability in their supply chain. Part of this effort includes the creation of a digital dashboard for visualisation of rake status. The Company will progressively move to a long-term contracting model of 10 years and above, to harvest life cycle cost benefits and deliver higher customer value.

Shipping

On the demand side, coastal shipping in India saw steady growth in recent years with share of cargo volumes growing from ~16 per cent to ~22 per cent in FY22. The Coastal Shipping Bill, Coastal Berth Scheme, plans for the Ports and Gati Shakti are all expected to accelerate this trend. Supply side dynamics for the Shipping industry, however, continued to get tighter under climate change guidelines by IMO, with the principle focus being on reducing fuel emissions of the industry.

The east coast of India handles 48 per cent of India's cargo movement. However, the east accounts for a lion's share of the movement from India's major ports with Paradip Port in itself catering to 60 per cent of the cargo via major ports. (Source: the Ministry of Port, Shipping, and Waterways/ India Briefing. com)

In this scenario, as a predominant player in eastern India (~60 per cent of the volume 7.5 MT), TMILL, in FY22 took a strategic step of buying a second-hand vessel. The tramp (container carriers) model, now a stable and saturated business continues to be status quo.. In line with the need for progressive assetisation in the portfolio, with timing being key in the shipping industry, TMILL locked in two leased vessels, the existing MV ISL Star and a new vessel, MV Subarnarekha.

Focus on growth

TMILL intends to continue to enhance its tramp business with new identified trade lanes / cargo to increase its share of the coastal business, while ensuring the associated business risks, especially those arising out of the geopolitical crisis are covered by Risk Management.

During FY22, the Company developed guidelines for Vessel selection to mitigate risks and liabilities due to poor performance, guidelines for accepting a business where load and discharge terms are based on CQD, introduced Ballast water exchange Management for Short Voyages, in the analysis of weather related delays in Statement Of Facts (SOF), revised the existing procedure for calling new port or a port after a long interval among other processes revised.

Process Improvements

As part of its Green Logistics initiatives it explored options to enhance the Fuel Efficiency in vessels owned by it through the use of marine fuel additive, which led to reduction of NOx and Carbon emissions.

Way Forward

To expand its business and provide competitive alternative to move bulk cargo from east India to the other coastal locations in the country, TMILL aims at progressively acquiring vessels. It also aims to continue to retain its predominant ship operator's position in the Indian Coastal business along with policy advocacy to improve competitiveness of coastal movements.

Ports & MLS

TMILL's current business model for the business has already reached a stage of maturity and hence the Company needs to focus on adjacencies, such as Inland Waterways, barging, Maritime Logistics Services (MLS) and Husbandry Services for the growth of this business.

Focus on growth

As it explores long-term growth opportunities in this business, the Company continued to enhance operational efficiencies and safe handling practices for CR Coils / Wire Rod Coils, especially at Berth#13 so as to stay ahead in this sector. It has retained third party steel handling and established connect with potential customers, which eventually will allow TMILL to extend the supervision model to other berths in Haldia as well as to Paradip as export volumes grow in these ports.

Process Improvements

During the year, GPS tracking of equipment was implemented for real time monitoring of shore handling equipment so as to optimise utilisation of idle equipment. Digitisation of processes allowed the Company to introduce Online Monitoring of fuel consumption for effective monitoring and reducing average fuel consumption.

The Final Disbursement Account (FDA) Cycle Time in the MLS business was decreased from 30 days to 15 days to reduce overall outstandings and to improve the average working capital cycle. Changes in customer contract arrangements in Proforma Disbursement Account (PDA) disbursements led to savings of ~Rs 60 crores for customers on import shipment levels in FY'22.

A common online repository of vessels handled at various key Indian Ports was created to enhance customer satisfaction and experience of existing customers as well as facilitate an increase in third party business volumes for TMILL.

Way Forward

Ports & MLS offer exciting growth opportunities for TMILL as the Subarnarekha Port Project is implemented as well as Inland Waterways and Multimodal Logistics develop. The Company aspires to take advantage of business growth from increased berth utilisation at ports, liner barge movement from Haldia to the North East through the Indo Bangladesh protocol route, multimodal opportunities for steel and cement customers, the CFS business and growth in coastal exports.

To expand its Ports business and to provide competitive alternative to move bulk cargo from east India to the other coastal locations in the country, TMILL aims at progressively tapping Inland Waterways and Multimodal opportunities through specialized vessels / barges, develop niche solutions for Steel / Cement customers and focus on the coastal and Bangladesh markets.

Integrated Logistics Services

The Integration of TMILL's Freight Forwarding business with its Custom House Agent & Inland Transportation (CHA-IL) business in 2019 followed by further integration of the Warehousing business led to the creation of the Company's Integrated Logistics Services arm in 2021. The aim of this vertical is enhancing end-to end service offerings that are in line with internal and external changes in the Logistics sector in India and globally.

Notwithstanding its nascent stage during the year TMILL continued to deliver value as an integrated logistics service provider, maintaining service level requirements for all contracts and by increasing the contribution of Warehousing in its ILS profits. Its shift from centralised to decentralised business development gave ILS room to expand the business via adjacency growth.

Adjacency growth via Warehousing

It was an active year for TMILL with new warehousing contracts being awarded. At the end of FY22, the Company had 78 k sq m (from 21.6 k sq m) of covered warehouse space and an open area of 290k Sq m (from 120k sq m previously). It won the Central Warehouse contract in Kalinganagar through a competitive bidding process and secured warehousing management contracts for the Integrated IM Section of Tata Steel's Iron Ore Mines at Noamundi, Joda and Khondbond, as well as at Jamshedpur and Kalinganagar. Another 13.5 k sq m is being added to its capacity to cater the storage requirement for Tata Steel's Pravesh doors & windows.

The strategic objective of growing its warehousing business and capacity in Kalinganagar through long-term investments led to tie-ups with warehouse providers and developers on a long-term basis. TMILL previously partnered with CJ DARCL to construct a state-of-the-art warehouse at Jamshedpur for TSL Agrico and TCIL. The expertise and equipment acquired from this project will be transferred to new locations post expiry of the contract. Among the process improvement initiatives undertaken during the year, a new Warehouse Design for a Racking system for MRO to provide visualisation of stock was developed.

Comprehensive ILS strategy

Besides enhancing safety and the use of technology, TMILL is exploring the potential of further synergies across its business verticals to provide bundled services for its customers and grow its ILS business as part of a Comprehensive ILS strategy. The Warehousing business is also being geared to offset lower realisation, market volatility risk and the future viability of the Company's Freight Forwarding business. The creation of an Integrated IT Platform, which is in process, will lead to visualisation of import shipments and stock.

Way Forward

The Company intends to occupy a leading position in integrated offerings in Eastern India and to secure business contracting via long-term capacity with partners (10+ years). To do so it will tap the potential of TSL vendor base, other steel and metal manufacturers in the eastern belt and create an asset base of leased plus owned warehousing assets to meet needs of customers as they emerge.

Innovation & Learning Perspective

To support a decentralisation structure, the Company focused on five elements of its workforce plan - i) organisational restructuring, ii) recruitment of fresh talent to create a talent pipeline, iii) embedding financial controllers in business verticals, iv) level & salary standardisation for talent mobility across TMILL Group companies and v) SPOCs for Safety, Ethics, CSR, ERM.

TMILL Group was awarded the Global HR Excellence Award for Best Workplace Practices and HR Leadership Award under the segment of Dream Companies to work for by the World HRD Congress.

Employee Profile

The organisation's employee strength has a blend of engineers, chartered accountants, MBAs, post-graduates and graduates, specialised in their respective fields. Its support function comprise Finance, HR, Procurement, Planning and IT staffed by professionals with relevant skills and educational qualifications. The planning and utilisation of work force is continuously optimised via organisation redesign and restructuring interventions in the form of a specific taskforce, talent mobility, among others.

The Company's workforce plan is aligned to its short and long-term strategic objectives, reflecting its changing capability needs through the periodic induction of skilled manpower, talent mobility and outsourcing. A new segment of FTC employees pool was initiated during FY21-22 and continues to leverage white collar requirements with limited fixed cost exposure.

The planning and utilisation of work force is continuously optimised via organisation redesigning and restructuring interventions such as formation of specific taskforce or job rotation. The effectiveness of TMILL's effort on multi-skilling and job enrichment can be construed from the fact that in last two years employee productivity went up by almost 20 per cent.

SEGMENT	FY20	FY21	FY22
Officers	144	132	164*
Staff	59	56	54
FTC	-	22	47
Contractual	764	830	1460
TOTAL	**967**	**1040**	**1719**

*Includes 24 officers from overseas location

Workforce reorganisation and restructuring

The TMILL Group continued to focus on strengthening its Policies, Processes and Performance Management System, working towards a competitive Reward and Compensation structure, and digitisation of the Performance Management System and Compensation & Benefit process. The grade/levels of TMILL and TKM were restructured to reduce the existing levels from 15 to 9. The Banding Framework across levels were developed under Project UDAAN.

Diversity & Inclusion

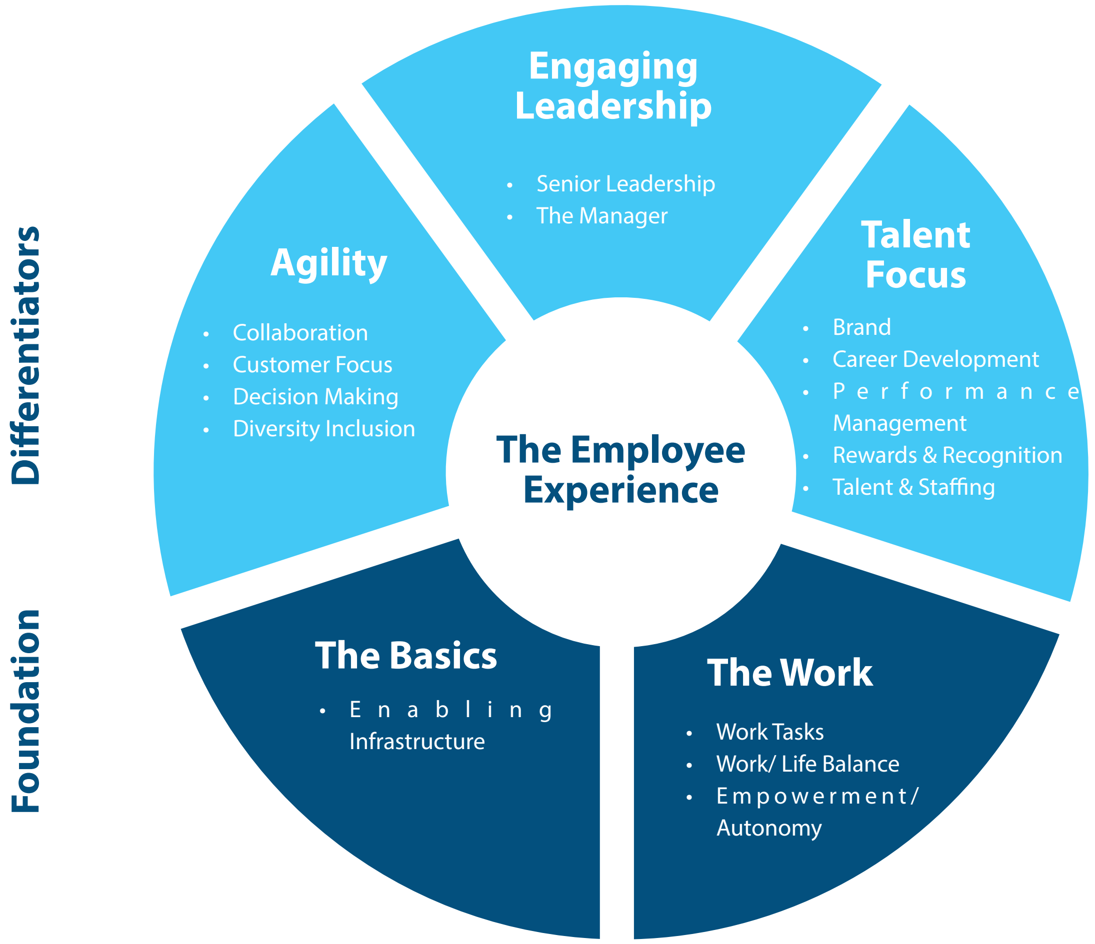
Acknowledgement of the third gender, increased induction of women in the workforce and focus on Affirmative Action were all intrumental in further thrust in TMILL's focus on Diversity & Inclusion in FY22 resulting in its D&I ratio touching a high of 16 per cent at the end of the year.

For the first time, this year TMILL participated in the Tata Group TAAP process through the facilitation of the Tata Business Excellence Group.

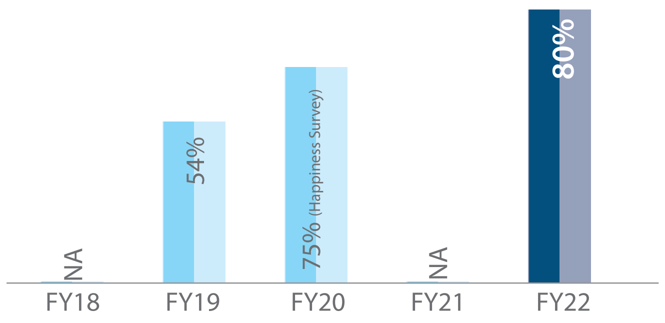
Employee Engagement

Key Engagement Elements

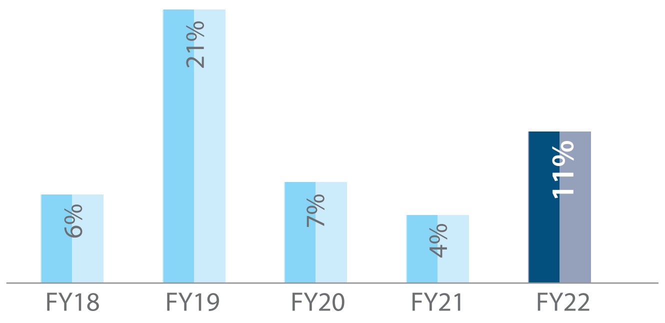
- Enabling infrastructure including health & safety
- Work-Life balance and empowerment
- Talent Focus for Career progression, brand, R&R
- Agile work environment
- Collaboration, customer-focus, Diversity & Inclusion



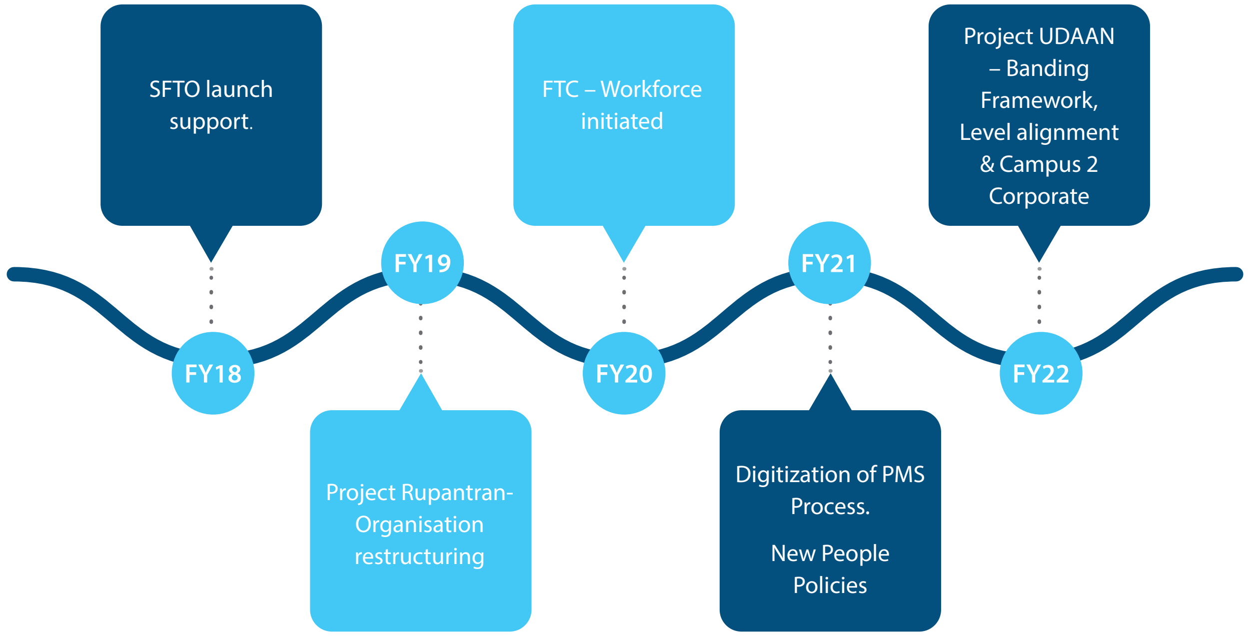
Employee Engagement Score



Talent Mobility



New/ Innovative Initiatives for Business & Environment



Employee Safety & Occupational Health

As part of the Tata Steel Group, TMILL is committed to Zero Harm and providing employees a safe workplace to create sustained business value and maintain trust as a preferred employer. The challenges posed by it operations, which necessitate the use of heavy vehicles and equipment, are mitigated by its Safety Strategies and Enablers.

Safety Strategies	Enablers
Build (Safety) Leadership capability at all levels to achieve Zero Harm	Horizontal deployment of learning from past 15 years of fatality
Improve Competency and Capability for hazard identification & risk management	• Deployment of key safety standard through CFT Audit • Skill certification of contractors' employees through JNTVTI or SME
Elimination of Safety incidents on Road & Rail	• Road Safety audit by a CFT on the basis of the Tata Group's Road Safety standards • Ensure 100 per cent heavy vehicle fitness at the Company before entry
Contractor Safety Risk Management	Improve vendor capability through regular star rating of vendors by external experts/ trained experts
Excellence in Process Safety Management	• Process safety management deployment • Deployment of Management of Change (MOC) standard

Equipment Safety: Yearly Ultrasonic Test for all lifting tools and tackles that handle steel cargo are conducted by a DGFASLI approved competent person to ensure no internal crack exist. Though this test is not a statutory test but is conducted annually as a precautionary measure.

Consequence Management: All employees entering the Company's premises undergo a breathanalyser test via Drager Alcotest 5000 to ensure that they are not under the influence of any substance while at work. A total of six contractual employees were penalised in FY22 under Consequence Management for non-compliance.

Training: TMILL created training capsules to improve Competency and Capability for hazard identification & risk management operation site. These include Safety and First Aid training, training on Slip/Trip/Fall, Safety Training during Rake and Vessel Operation, Safety Induction programme, Industrial Hygiene programme, as well as sessions on Hazards, Fire Fighting System, Material Handling Safety, Behavioural Safety, inter alia.

The organisations training need identification is done as an ongoing process and also periodically as a part of the annual appraisal cycle. In addition, skill index as a project was initiated and currently TMILL is at the 2nd stage i.e. adhering to the Capability Calendar. In order to make skill development engaging for the people, different platforms were used out of which one such is the One Hour E-Learning Programme.

Safety Suggestions Implemented

To ensure Zero Harm, TMILL encouraged employees to share Safety Suggestions, which are subsequently implemented post evaluation. Changes made in the past year include the creation of a parking bay for two wheelers, which was earlier a challenge for them at LL-6 siding. This also freed space in a maintenance bay blocked by parked vehicles. Light poles of varying heights were installed at LL-6 to help employees sling steel cargo as well as cleaning the wagons easily. To add greater ease to this process, 10 units of 6 metre and 8 units of 20 metre light poles were installed on the suggestion of employees

The shed to store lubricants at Paradip Workshop, which was in a dilapidated condition, was replaced with a new storage area.

Fenders are very critical to separating the jetty from the vessel. The fenders at Berth#13 were repaired during the year and placed safely to prevent damage to jetty and vessel, aiding the safe berthing of vessels.

Dock Workers underwent periodic medical check ups during the year.

Leading Indicators	19-20	20-21	21-22
No. Of Safety Training Sessions	450	331	204
No. of Participants in Safety Training	48726	47732	1793
Safety Training Hours	34220	27071	3792
No. of Unsafe Situations (behaviours, conditions) observed	373	214	480
No. of Unsafe situations rectified	373	214	480
% rectification - Observation of Unsafe Situations	100%	100%	100%
No of Safety Suggestions	4	37	63
No. of Health Awareness sessions conducted	8	5	9
Lagging Indicators			
First Aid Case (FACs)	3	1	4
LTI Case	1	3	2
LTI_FR	0.41	2	1
Nearmiss / HIPO (High Potential)	8	3	3

TMILL has maintained zero fatalities in the last three years

An in-house doctor is available to employees for check-ups and physical wellbeing, apart from the Employee Assistance Program (EAP) – 1to1 help (Utsah) to promote mental wellbeing.

The Company reported a year of Zero Fatality, two (2) Lost Time Injuries (LTI) and two (2) incidents each of Near Misses / High Potential (HIPO) during the year. Constant emphasis was given on regular online safety training and awareness sessions.

Workforce Recognition

During the year, 10 teams were recognised for their exemplary work towards the Company's continuous improvement journey in the project categories like Out-of-the-Box Thinking, Digitization/ Automation and Customer Centricity, Environmental Sustainability, Internal Process Movement, Customer Facing KPI, CFT projects. These improvement initiatives not only contributed to topline and bottom-line growth but also resulted in customer appreciation and encouragement.

Internal Business Practices

TMILL's internal business practices rest on a framework that ensures the wellbeing of its environment, social and economic ecosystem. For a cleaner environment, the Company is committed to increasing the use of biofuels in Port equipment and reducing the impact of emission in its Shipping business; it is relocating its warehousing operations to address safety and environment concerns of communities and is focusing on augmenting employment opportunities in need-based areas.

Environment

Judicious selection of the least resource intensive mode of movement is critical to meeting TMILL's objective of 'Sustainable, Profitable Growth'. As an Integrated Logistics Services Provider, TMILL's emphasis on movement of cargo by Rail in preference to Road and for coastal shipping demonstrate its commitment to adopting sustainable environmental processes in its Internal Business Practices.

The Company's planned advent into inland waterways, drive for the use of clean water technology and bio diesel as a part of its green initiative along with the selection of MV Subarnarekha in adherence to internationally accepted GHG ratings on sustainability norms are initiatives taken during FY22 to reduce the impact of Shipping on the marine environment.

The shift of goods traffic from Road to Rail in TMILL's SFTO operation led to a positive impact on both Climate Change and address the Safety concerns of its communities and employees. To increase the loading using existing rolling stock, railways allowed 10% extra loading for BOXNHL rakes for iron ore and flux, which are high-density items. TMILL advocated the extension to GPWIS rakes, which was granted by Railway Board. Further post operating for few months and nil impact on structural stability of these rakes, TMILL advocated inclusion of slag under 25T axle. The Company is also exploring the use of Battery operated equipment in warehousing to reduce use of fossil fuels.

Railways

- The introduction of STFO operations to shift cargo movement from road to rail as well as use of SFTP rakes instead of IR rakes has reduced the carbon footprint of the Company and eliminated use of wooden dunnages.
- Addition of higher capacity BFNSM rakes in the fleet to reduce the carbon footprint
- Conversion of axles of GPWIS rakes to carry 25 MT to reduce the carbon footprint

Shipping

- Use of clean water technology
- Use of additive with bunker to reduce fuel consumption
- Adherence to GHG rating on sustainability

Ports

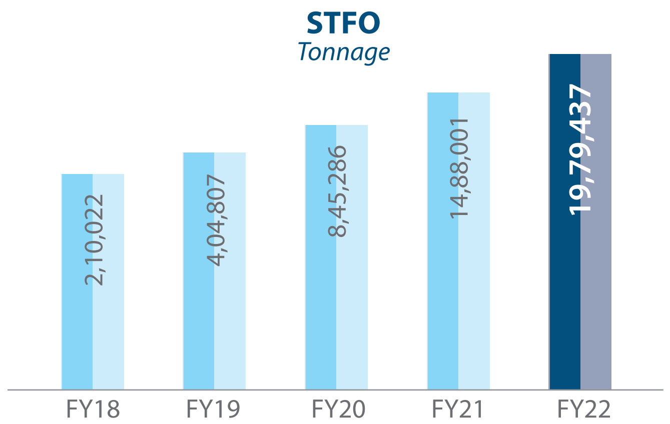
- Bio diesel is being used in ports as fuel
- Fuel consumption in equipment fleets is maintained as per the standards of OEMs
- Oil and water is separated n the effluent generatedby equipment during maintenance and washing
- Dust suppression and control measures are undertaken
- Spillage into the dock basin is prevented via spill protection nets and spillage walls
- A new vertical has been created to drive Inland Waterways and multimodal transportation

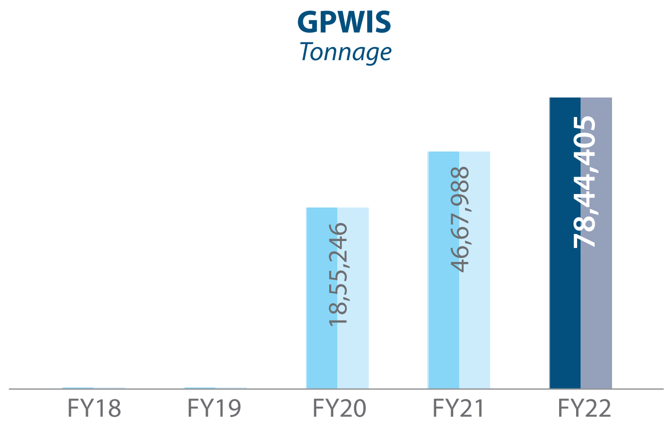
Green Rail Point earned

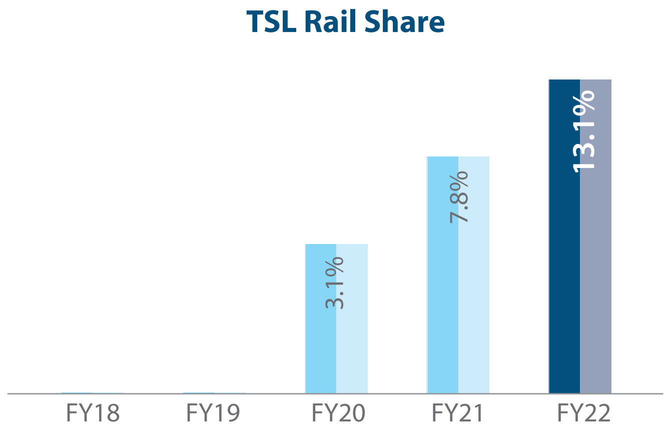
TMILL being a registered freight customer on IR's e-RD portal of Freight Operations Information System (FOIS) earned 18422 Carbon Saving Rail Green points, thus setting an instance of a sustainable and profitable business model.

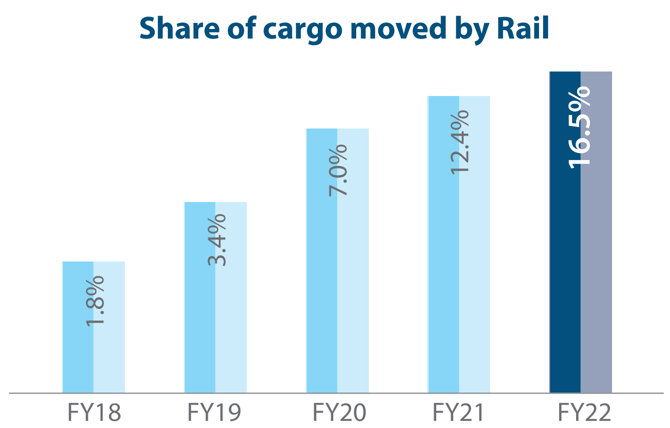
TMILL processes are in place for the safe disposal of waste including lubricants at Ports where it operates to prevent any adverse impact on local communities. Fuel consumption of ships in its Shipping operations is now proactively monitored, with preference being accorded to vessels that have lower fuel consumption and CO_2 emissions.

Employees are sensitised to the exigencies of Climate Change and encouraged to conduct online business meetings. The digitisation drive undertaken by TMILL in the last few years significantly reduced paper consumption. As an organisation, also TMILL tooka call to reduce paper consumption by recycling paper, reusing one-sided printed stationary so as to contribute to a lower environmental footprint.









Social Responsibility

TMILL is committed to promoting sustainable and equitable development that improves the quality of life of local communities in geographies of operation. The spirit of giving back to the society is embedded in the DNA of TMILL and ensures that the social ecosystem it operates in is prioritised in its Internal Business Practices.

CSR Roadmap

In consultation with the Tata Business Excellence Group (TBExG), TMILL revisited its CSR roadmap in FY22 to renew its focus on Affirmative Action and improve Diversity & Inclusion in its the workforce. A Task Force was created to engage in CSR strategy formation along with the development of activities and initiatives to meet its CSR objectives.

This engagement led to the revamp of the Company's CSR policy and Apex Committee, introduction of monthly Apex CSR meetings to redefine its key communities, focus areas and geographies. A Region Penetration Study & Plan to cover its operations in Jamshedpur & Kalinganagar was also conducted and developed.

Project selection was revisited using the WHAT - WHY- WHERE – WHO format and location-wise reports instituted to strengthen reporting on programmes and feedback based on impacts. The Company invited Tata Steel Rural Development Society to assist it in this process.

Phase 1 Community Identification	Phase 2 Execution of Projects	Phase 3 Review of the Projects
Triggers : • Areas we operate in – Business establishments in line with societal needs • Industrial peace • Board Guidance : Location & Projects	**Allocation of funds for each project** • Approval from the Board for entire budget and timeline for execution • Programme implementation / support • Monitoring & Review	• Monitoring of budget, adjustments made if applicable • Plan for next years • Implementation of actions / feedback from CSR committee • Encourage employee participation
Project Identification : NGO/External Agencies	**Involvement / support of senior leaders :** Directions, resources, performance Involvement of employees : Volunteer Programme	To promote employee volunteering and participation special weightage has been assigned in PMS

CSR Governance Structure

The Chairman of TMILL heads the CSR Committee of the Board. The Apex CSR Committee draws up an annual CSR plan as per the guidelines of Section 135 of the Companies Act 2013 and areas identified in Schedule VII, in consultation with its stakeholders. The annual plan is implemented once it receives approval from the CSR Committee of the Board. The Company has a Board approved CSR policy, which provides guidelines on conducting CSR activities of the Company.

Focus Areas

The four focus areas identified by the Company through its engagement with TBExG in FY22 were Education, Health, Employability and Community Infrastructure Development.

Need Assessment

Each local unit in Haldia, Jamshedpur or Kalinganagar identified the needs of the local community and target beneficiaries through various mechanisms, predominantly direct dialogue with key stakeholders, local bodies, elected representatives, NGOs and beneficiaries. The needs were then prioritised on the basis of the Company's focus areas for Corporate Social Responsibility. Initiatives are selected annually for implementation after due diligence.

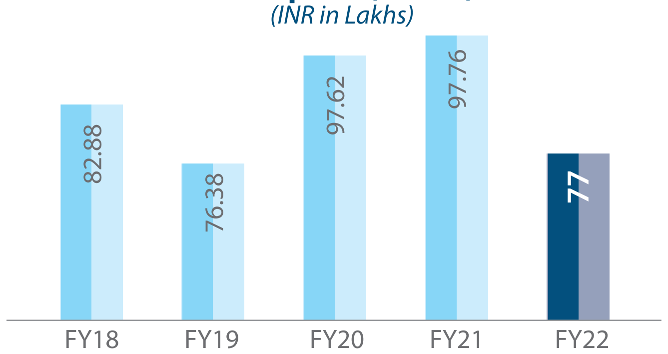
CSR Activities

CSR programmes were implemented either directly or in partnership with communities, through NGO partnersand TMILL volunteers. The intended impact flowing to the community is continuously monitored and reviewed by the leadership team via CSR SPOCs in the local area of operation

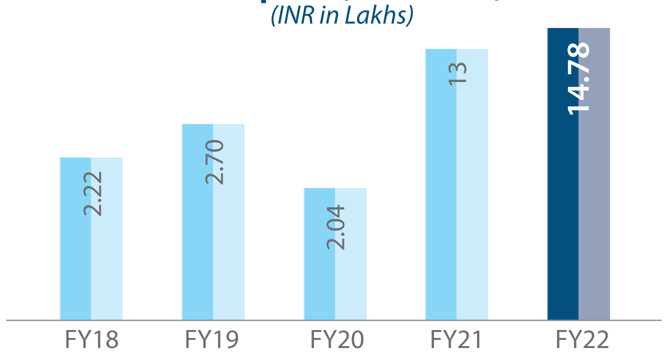
Key Communities	TMILL Initiatives	Engagement from Employees	SLT Engagement
	Education & Employability Promoting education including special education and employment enhancing vocational skills. • Setting up of Education Café in rural areas @Paradip - Anytime Anywhere School (AAS Vidyalaya). • Supporting schooling for underprivileged children. @Kolkata - Society for Indian Children's Welfare (SICW).	1. Volunteer Programmes	1.Key Community Identification
Communities around existing operations at Haldia, Paradip, Jamshedpur and Kolkata	**Health** Health & Sanitation Service Provision for safe drinking water Improvement of health infrastructure Prevention Health care for mother & Child	2. Contributions 3. Membership in Community	2. Project Cost Allocation 3. Suggestions 4. Performance Review
	Community Infrastructure Development • Custom Hiring Centre and Construction of Ponds for Farming – Integrated Farming System at villages near Kalinganagar & Jamshedpur. Implementation Partner for both is Tata Steel Foundation (TSF). • Construction of dormitory rooms for destitute women & children @Haldia - Gandhi Ashram. • Construction of New School Building for students in a backward village @Chennai - Gramya Seva Samiti. Electrification of Anganwadi schools @ Haldia.	4. Suggestions	5.Volunatry Participation

Lives of 5803 beneficiaries touched through various interventions

CSR Spend (TMILL)
(INR in Lakhs)



CSR Spend (TKM India)
(INR in Lakhs)



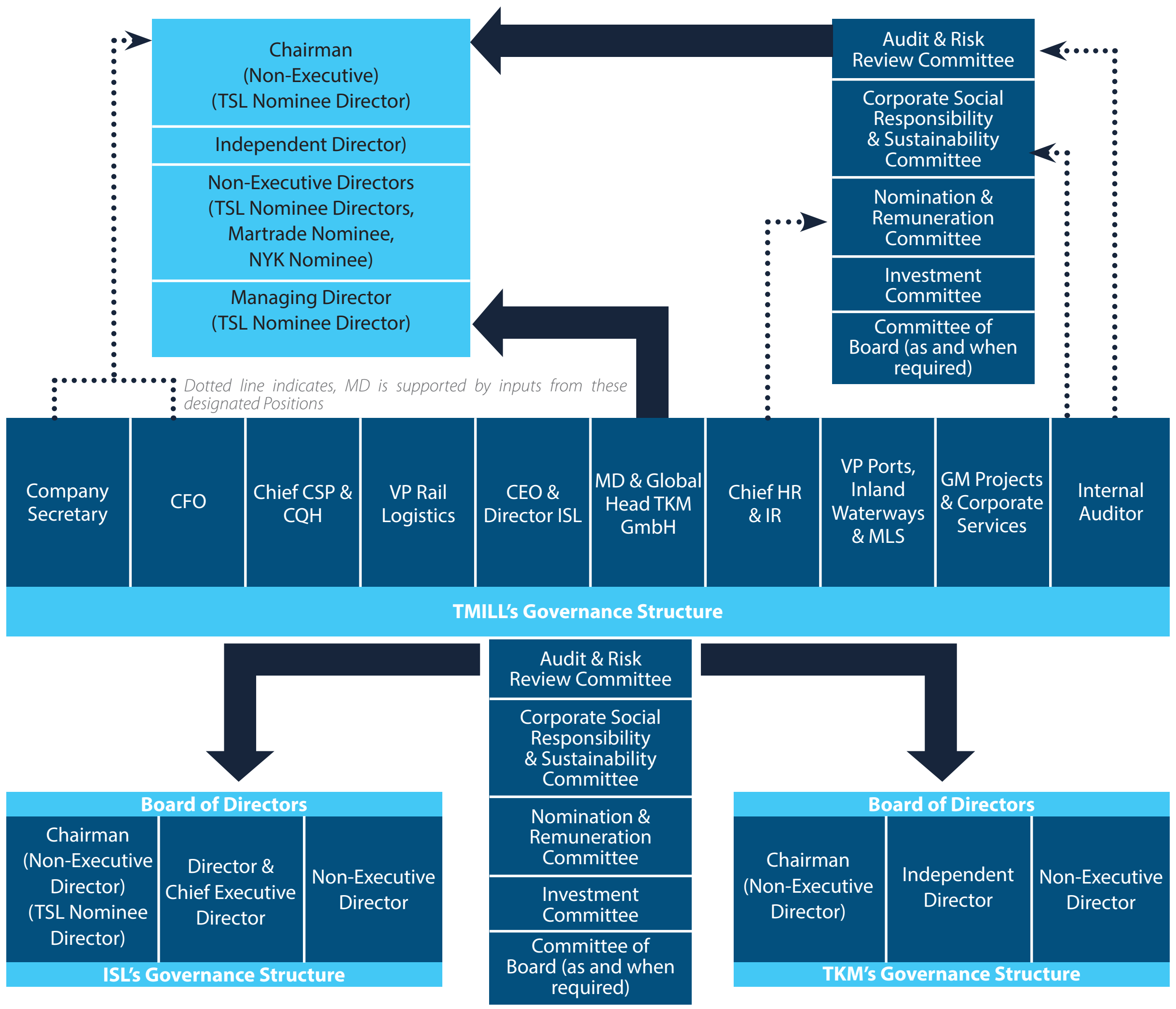
Corporate Governance

Organisational Structure

TMILL is governed by its Board of Directors drawn from the nominees of its three joint venture partners/ shareholders, Tata Steel Limited (51per cent), IQ Martrade Holding and Management GmbH, Germany (23per cent) and NYK Holding (Europe) B.V (26per cent) based on proportional representation. It has one Independent Director and a woman Director.

The position of Non Executive, non Independent Chairman of the Board, the chair of the highest governance body, is held by a nominee of Tata Steel. All Directors are selected on the basis on their knowledge, experience and expertise in fields related to TMILL as well as its subsidiaries.

TMILL's two 100 per cent subsidiaries ISL and TKM Global Logistics are governed through Independent Boards.



Cultural Traits and Enablers

Cultural Trait	Enablers
Resilience	Risk management, cash flow management, assetisation linked to volume growth/markets, back-to-back customer-supplier contracts, people practices - Subject Matter Experts (SMEs) & generalists
Learning	Systems audit/ assessments and surveys
Open & Participative	Leadership and non-hierarchal approach
Execution focus	Systems & processes, resources and continuous KPI monitoring

Transformational Change

All investment related schemes for transformational change are routed through the Tata Steel Group Company Capital & Investment Governance Framework and approved by the TMILL Board. Leadership focus through periodic reviews, engaged workforce and agile support systems and processes ensure sustainability of the action plans.

Ethical Practices

During the year under review, the Company undertook initiatives to create awareness amongst internal 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 are included in the Corporate Governance Report. A Consequence Management System allowed all stakeholders to report unethical conduct in line with violations of the Tata Code of Conduct, POSH and other policies. No case of sexual harassment was reported during the year.

ESG Oversight

At the Apex-level, the Board Committees for Corporate Social Responsibility, Safety and Ethics metevery quarter to review the Environmental, Social and Governance actions of the Company and provided guidance on these issues to meet stakeholder expectations. There were no conflicts in fulfilling the key requirements and expectations among the customer and stakeholder's group.

Members of the Board and Committees of the Board

Committee	Area of Oversight	Meetings in FY22
Board of Directors	Reviews and approve growth plans, status of project reports, operational & financial performance, major and minor investment, ATRs.	7
Audit Committee	Company's financial reporting process and all disclosures, qualifications in audit report, financial statements, performance of statutory and internal auditors and compliance of RPT.	4
Nomination & Remuneration Committee	Review of performance & approve compensation of SLT	2
CSR Committee	Review and approve the quality of projects undertaken to serve the community, identify the beneficiaries impacted and CSR spent	4

Board of Directors

of TMILL Group of Companies (As on 1st April, 2022)

Mr. Peeyush Gupta
Chairman - TMILL

Mr. Guenther Hahn
Director –TMILL & ISL

Ms. Stephanie Sabrina Hahn
Director –TMILL

Mr. Shinichi Yanagisawa
Director –TMILL

Captain Amit Wason
Director –TMILL

Mr. Virendra Sinha
Director –TMILL

Mr. Sandeep Bhattacharya
Director- TMILL, TKM India & ISL

Mr. Rajiv Mukerji
Director –TMILL

Mr. Amitabh Panda
Director –TMILL

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

Capt. Soumya Ranjan Patnaik
Director & CEO – ISL

Mr. Amar Patnaik
Managing Director- TKM GmbH
Director – TKM China & TKM India

Mr. Nandan Nandi
Director- TKM India & TKM China

ABBREVIATIONS

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

TM International Logistics Limited
Standalone Financial Statement

CORPORATE INFORMATION

(As on 1st April, 2022)

Board of Directors

Mr. Peeyush Gupta **(Chairman)**
Mr. Dinesh Shastri **(Managing Director)**
Mr. Virendra Sinha **(Independent Director)**

Non-Executive Directors

Mr. Guenther Hahn
Ms. Stephanie Sabrina Hahn
Mr. Shinichi Yanagisawa
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. Peeyush Gupta (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. Nandan Nandi- Chief Financial Officer
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

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
Tel- 91-33-68286100

Corporate Identification Number (CIN)

U63090WB2002PLC094134

TMILL Group of Companies

TM INTERNATIONAL LOGISTICS LIMITED
DIRECTORS' REPORT

CIN – U63090WB2002PLC094134

TO THE MEMBERS,

The Directors present the Twentieth 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, 2022.

A. FINANCIAL HIGHLIGHTS

(` in crores)

Sl. No.	Particulars	2021-22	2020-21
(a)	Total Income	773.44	609.48
(b)	Less: Operating and Administrative Expenses	640.28	501.63
(c)	Profit before interest, depreciation and taxes	133.16	107.85
(d)	Less: Depreciation	79.37	65.32
(e)	Less: Interest	17.12	18.24
(f)	**Profit before taxes (PBT)**	**36.67**	**24.29**
(g)	Less: Taxes (including deferred taxes)	6.89	6.13
(h)	**Profit after taxes (PAT)**	**29.78**	**18.16**
(i)	Other Comprehensive Income	-0.53	-0.12
	Net Profit carried to Balance Sheet	**29.25**	**18.04**

1. Dividend

The Board of Directors in their meeting held on 25th April, 2022, had recommended a dividend @ 183.33% i.e. Rs. 18.333/- per equity share on the 1,80,00,000 equity shares of Rs. 10/- each amounting to Rs. 33,00,00,000/- (Rupees Thirty three crores only), for the year ended 31st March, 2022.

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, 2022.

B. OPERATIONS AND PERFORMANCE

FY '22 was a year of stellar performance for the TMILL group of companies. It continued its quest to deliver stakeholder value by focussing on Safety, People, Process Improvement, Digitalization, daily operational management besides key strategic and timely business decisions with longer term benefits. Things did not look too promising in times of the pandemic, particularly at the heights of the second wave which severely tested the well-being of our people and the robustness of our business plans.

Regardless of odds, all business segments showed substantial improvement across all functions. There were Zero Fatality, while the number of Lost Time Injuries (LTI) were two (2) and two (2) incidents each of Near Misses / High Potential (HIPO) during the year. Constant emphasis was being given on regular online safety training and awareness sessions. Storage of Safety data and Report generation is now being controlled through Safety Portal on Company's Intranet.

Despite the pandemic, field operations continued round the year, while the offices were mostly on Work from Home/ Hybrid working model. On the HR front, interventions in the form of Standard Policies for Medical Insurance across all workgroups, Sabbatical Policy, Salary Banding/Restructuring of operational levels, and extension of remote working benefits have contributed to higher employee morale. Project Udaan for systematic talent Sourcing was introduced to help develop future Leadership pipeline.

TMILL had been conferred by CII with the National HR Excellence Award for the year 2021 for its strong commitment to HR Excellence. It has also been awarded in the Global HR for Best Workplace Practices by the World HRD congress. TMILL had been felicitated with the CII SCALE Award in 2021 for "Overall Excellence in Logistics and Supply Chain". TMILL Haldia Port Operation (Berth #13) bagged the National Safety Award "Runner Up Prize" for year 2018.

In terms of operational and financial performance, TMILL group achieved the best-ever profit since inception. It closed the year with a turnover of INR 1673 Crores (FY21: INR 1233 Crores) and PBT of INR 78.23 Crores (FY21: INR 45.06 Crores) over ABP of INR 1280 Crores and INR 42 Crores respectively.

In Shipping, ISL identified business opportunities through purchase of new vessel "Subarnarekha". For a sustainable profitable growth, TMILL group moved from a pure Asset light spot model to a portfolio centric approach with part ownership of asset. Focus on portfolio optimization continues with ratio of "Owned" to "Tramp" Ship Days increasing to 478:2231 (FY21: 365:2835). ISL gave its best ever contribution of INR 66.11 Crores (FY21: INR 36.53 Crores) in the current year.

Railway vertical ensured a smooth turnaround in GPWIS business from negative INR 6.22 Crores to a profit of INR 5.70 Crores, thus accelerating the overall profit of Railways to INR 7 Crores (FY21: INR 1.11 Crore), the best ever figures till date. The overall TAT and volumes in GPWIS were up by 10% and 40% respectively over previous year. SFTO on the other hand supported to increase the operational efficiency by way of adding 65 new OD pairs along with operationalizing two-point unloading. Railways also achieved a turnover of 393.9 Crores to secure 30% incentive slab for the current year.

In order to provide single point end to end solutions in CHAIL, FF and Warehousing space, these verticals were merged into a single vertical named Integrated Logistics Solutions (ILS) to increase focus. Despite the restructuring of the old cost-plus model, ILS achieved a PBT of INR 8.86 Crores (FY21: INR 6.62 Crores) and generated a significant system benefit of INR 5 Crores per annum by doubling the Warehousing volume along with higher FF volume in India. In ILS, Warehousing had been identified as a potential growth area thus increasing three times in terms of storage area during the year with more in the pipeline. Overall, TKM GmbH and TKM China demonstrated improved performance with a PBT of INR 11.60 Crores (FY21: INR 5.19 Crores) on back of higher volumes, market highs, and effective risk management.

Ports division successfully leveraged on its existing capabilities to develop and augment third party business in Steel and Agency Calls with 3,90,000 tonnes (FY21: 52000 tonnes) and 122 calls (FY21: 57) respectively. It is heartening to mention that more than 40% of current steel volume handled in Berth 13 is on account Third Party. Further it continues to strengthen customer relationship by reducing the system cost and bringing overall benefit to the group.

TMILL group's swiftness and ability to provide solutions for its stakeholders, enabled the internal IT team to integrate all Line of Business (LOB) functions with SAP, thus minimizing manual data storage. Further, Risk Management Process had been re-organized and now involves a Central Team along with all Business representations.

TMILL group, in its endeavour towards achieving continuous improvement, had undertaken forty-three (43) improvement projects that resulted in both tangible and intangible benefits.

TMILL group has laid strong foundation for future growth. However, given the nature of business, TMILL group needs to have long term (10-20 years) commitments through asset buy/contracts to generate stakeholder value. There is also a need to explore potential business opportunities in line with the stakeholder's emerging demands. As new methods of working emerge and digitization gets accelerated, TMILL group needs a renewed focus on skill upgradation at all levels of the organization and in strengthening the culture of continuous improvement and agility.

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 improve 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 was revised in line with the CSR Amendment Rules 2021 and is available on the website of the Company at http://www.tmilltd.com/finance-policies/company-policies.aspx

In FY 21-22, the Company spent an amount of Rs. 77 lakhs as against the requirement of Rs. 74.24 lakhs (i.e. Rs. 2.76 lakhs over and above the mandatory spend) on CSR activities. The Annual Report on CSR with details on the projects, expenditure, area, implementing agency etc., 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 sound safety management system that encompasses the ecosystem of its operations. The Company took due diligence towards safety at office and operations throughout the pandemic. At all locations qualified safety professionals have been employed.

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 210+ on-roll employees (Globally), 47 FTCs (Fixed Term Contract), 65 Off-Rolls (Associate) and 1400+ contractual employees across various locations and business in the year 2021-22. During the year, the Company continued its focus on building workforce capability through project Skill Matrix Ver.01. The Company's capability development agenda continued its focus on building skill gaps and leadership skills. The Company maintained cordial industrial relations with the representatives of Union of employees at the Ports and at Kolkata. Employee Wellness & Wellbeing was the focus area due to COVID-19. Policies such as COVID death – FBS, Sabbatical Policy, Stay Allowance and EFBS – Employee Family Benefit Scheme Policy. HR department continued to focus on strengthening of the Policies, Processes and Performance Management System for the TMILL Group, working towards a competitive Reward and Compensation structure, as well as ensured digitization of the PMS and Compensation & Benefit process. Company has extended the in – House Doctor facility and also the Employee Assistance Program (EAP) – 1to1 help (Utsah) for mental wellbeing. Banding Framework across level has been developed under Project UDAAN.

Alignment of Grade/Level structure done for TMILL & TKM from existing of level 15 to 9 levels. TMILL Group India has also been awarded the Global HR Excellence Award for Best Workplace Practices and HR Leadership Award under the segment of Dream Companies to work for 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. The Company is committed to maintain a high standard of corporate governance practices and procedures. It believes that good corporate governance practices are essential for enhancing shareholders' value and in carrying on business, imbibing the principles of trusteeship, empowerment, innovation, corporate social responsibility, transparency and ethical practices.

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 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, 2022, the Board comprised of 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 7 (seven) times during the year under review. The intervening gap between the meetings was within the period prescribed under the Act.

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, KMP's 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 and Non-Executive Directors.
- 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, KMP's 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, 2022 are – Mr. Dinesh Shastri, Managing Director, Mr. Nandan Nandi, Chief Financial Officer 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. Nandan Nandi was appointed as Chief Financial Officer w.e.f. 16th November, 2021 in place of Mr. Anand Chand who resigned w.e.f. 15th November, 2021.

The remuneration and other details of KMP's for FY 2021-22 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.

Details of Managing Director as required to be given are as follows:

(i) Name – **Mr. Dinesh Shastri**

(ii) Designation – **Managing Director**

(iii) Remuneration received – **2,52,54,842/- (Rs. 2.52 crores)**

(iv) Nature of employment, whether contractual or otherwise; - **Agreement signed for a period from 1st November, 2020 to 15th November, 2023.**

(v) Qualifications and experience of the employee – **Engineering (B.Tech, Mining) from IIT, Kharagpur and Engineering - Mine Manager- First Class from Directorate General of Mines Safety (DGMS).**

(vi) Date of commencement of employment –**1st November, 2020 (as Executive Director) & 16th November, 2020 (as Managing Director)**.

(vii) Age – **55 years (Date of Birth- 28th August, 1966).**

(viii) Last employment held by such employee before joining the company – **Chief - Group Shipping at Tata Steel Limited.**

(ix) Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) – **NIL**

(x) Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager: - **NIL**

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 2021-22.

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) Re-appointment of Statutory Auditors & Audit Report

M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, who are the statutory auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, it is proposed to appoint M/s Price Waterhouse & Co. Chartered Accountants LLP, as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting till the conclusion of the 25th Annual General Meeting of the Company to be held in the year 2027, 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) Re- appointment of 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 Rs. 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, 2022. The Secretarial Audit Report as placed for review and approval by 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) Re-appointment of Cost Auditors and Cost Audit Report

Pursuant to the provisions of Rule 3 (B) 7 of the Companies (Cost Records & Audit) Amendment Rules 2014, Berth 13 at Haldia falls under the purview of Cost Audit. In line with the same, the Board of Directors of the Company has, on the recommendation of the Audit Committee, approved the re-appointment of M/s Mani & Co. as the cost auditors of the Company (Firm Registration No. 000004) in order to conduct the Cost Audit for FY 2021-22.

The cost audit report of the Company for the year ended 31st March, 2021 has been filed on 19th August, 2021.

(iv) 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.

(v) 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).***

(vi) 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.

(vii) Related Party Transactions

During the financial year, all contracts or arrangements entered into by the Company with the related parties as referred in Section 188 (1) of the Act were on arm's length basis and were in ordinary course of business.

The disclosures of material transactions as required under Section 134 of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, relating to contracts or arrangements entered by the Company with related parties referred to in Section 188 (1) of the Act are provided in Form AOC-2. ***(Refer Annexure 8).***

(viii) 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 organization and follows a maker checker concept. The Company has been successfully using Legatrix for more than two years now. As on 31st March, 2022, 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)***

(ix) 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.

(x) 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)***

(xi) Ethics

The Company has adopted 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 Whistle Blower Policy for employees & 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 about 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

(xii) Vigil Mechanism

The Company has in place a vigil mechanism comprising of 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 about 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

(xiii) 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 workplace. The Company has adopted a Policy on prevention, prohibition and redressal of sexual harassment at 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 created an awareness amongst the employees based on the awareness packs sent by 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.

(xiv) 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.

(xv) 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.

E. RISK MANAGEMENT POLICY

TMILL follows Enterprise Risk Management (ERM) structure for management of Risks which is guided by the ERM framework of TSL. During the year to ensure an integrated approach in Risk Management along with changing dynamics of short term and long-term strategic plans, a taskforce has been formed to understand the shifts in ERM dynamics and revisit the risk profile of TMILL Group in consultation with each business unit. The updated risk register of TMILL group is in alignment with recent changes introduced in TSL ERM context.

F. 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.

G. ACKNOWLEDGEMENT

The Company maintained cordial relationship 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

Peeyush Gupta
Chairman
DIN: 02840511

Kolkata
Date: 26th April, 2022

Dinesh Shastri
Managing Director
DIN: 02069346

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 719.38 million MT of cargo during 2021-22 as compared to 672.68 MT during 2020-21, volume increased by 6.94%.

At Haldia Dock Complex, the dry bulk cargo witnessed a drop of 13.70% FY 21-22 [From 27.05 Million MT in 20-21 to 23.35 Million MT in 2021-22] while break bulk cargo dropped by 31.93% from 1.53 Million MT in 20-21 to 1.04 Million MT in 2021-22].

Amidst cargo drop at Haldia, Berth # 13 has handled 2.02 Million MT during 2021-22 as compared to 1.86 Million MT during 2020-21 that is an increase of 8.6%.

Most notable achievements of Port Operations were as follows:

- Three-year supervision contract agreed between Tata Steel & TMILL effective 1st October 2021 to 30th September 2024.
- At Paradip, the supervision activity of imports and exports of TSBSL [now merged with TSL) Meramandali plant was awarded to TMILL and included in the above scope of supervision.
- TMILL Terminal Berth Number 13 Haldia, successfully commenced Steel Exports of Jindal Steel & Power Limited and handled 265,179 MT on account of JSPL during the year.
- Berth # 13 handled 0.56 Million MT of non-Tata Steel cargo during the year including steel exports of Jindal Steel and Power ,BPSL, 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 in FY 22 is ₹94.86 Crores .The total turnover of Port Operations is ₹142 Crores.
- At Haldia & Paradip combined, a total volume of 8.91 Million MT was handled account Tata Steel Limited, comprising of 7.98 Million MT Raw Material Imports, 0.92 Million MT of Steel Exports.
- At Haldia 0.28 Million MT of raw materials was handled through Haldia Port Berths for various group companies like Tata Metaliks & Tata Steel Long Products.
- At Paradip 0.28 Million MT of raw materials was handled for various group companies like Tata Steel Long Products & Tata International Limited.
- Highest volume handled in a financial year at Paradip of 5.14 Million MT comprising of 4.85 Million MT on account of Tata Steel Ltd and 0.28 Million Mt on account of various group companies like Tata Steel Long Products & Tata International Limited.

ii. Railways

In the year FY'22, TMILL's Railway division has continued to increase its fleet size and total volume handled. There has been significant improvement in operational efficiency, especially in GPWIS circuits resulting in profitability vis-à-vis loss made in the previous year. To sweat the asset further, GPWIS rakes are being continuously converted from 22.9 MT to 25 MT axle load resulting in 10% higher loading with same asset.

Highlights of Railway division:

- TMILL has handled a total volume of 6.53 MMT in the year of FY'22 under GPWIS scheme with Y-o-Y growth of 39%.
- TMILL has handled a total volume of 1.96 MMT in the year of FY'22 under SFTO scheme with Y-o-Y growth of 63%.
- TMILL has added 2 new SFTO rakes in FY'22 taking the total to 16 rakes.
- TMILL has achieved the 1st operational year of LTTC target in the month of July'21.
- TMILL has signed LSFTO agreement with South Eastern Railways in the month of August'21 and became the first company in India to induct LSFTO steel rake.
- New customer: TSLPL added under GPWIS scheme.
- TMILL has added a new circuit for carrying slag from TSL, Jamshedpur to Cement plants in Salboni.
- Commenced conversion of BOXNHL rakes under GPWIS scheme to 25 MT axle load- approx. 10% higher loading.
- Improved operational flexibility achieved in SFTO by obtaining approval for running all rakes from all origin points i.e. TSJ, TSK and TSM.

iii. CHA & Inland Logistics

During the year under review, the Company maintained continuity in operations for custom clearances and inland logistic activities from various locations across India which included bulk clearances and Project import movement.

Some of the notable highlights are :-

- The Company also rendered logistics support for the transportation/Customs Clearance of Cryogenic Containers (ISO tanks), Oxygen Cylinders and Oxygen Concentrators during the peak COVID period without any disruption and as per requirement.
- During this period the Company applied for AEO status with Customs authorities which is presently under process. Also favourable orders were also received from CESTAT on the two DRI cases related to import of Designs & Drawings.
- The issue related to finalisation of provisional assessment for bulk shipments which was pending for quite a long time was taken up with customs authorities and duty with interest was paid on additional invoice value due to price variation and on load port demurrage for 494 cases related to FY 18-19 to FY 20-21.
- After formal merger of TS BSL with TSL in November 2021, the entire activity came into the CHA &IL operations and the customs clearance for erstwhile TS BSL was also taken up successfully.

iv. Maritime Logistics Services (MLS)

MLS division has handled 576 ship calls across 17 Indian ports as on 31st March 2022. Majority of the vessels were attended at Haldia, Paradip, Dhamra, Mumbai and Kandla Ports. The division has generated an annual revenue of Rs. 165.48 million, with a Contribution of Rs. 96.97 million and a PBT (before allocation) of Rs.73.39 million.

Major breakthroughs were made in the following areas in FY '22:

- Highest ever 3rd party vessel calls 114, previous highest was 87 calls in FY '19
- Successfully completed 1st phase of LoB framework
- Highest ever TSL CFR calls 27, previous highest was 14 calls in FY'22.
- 1st ever issuance of Electronic Bill of Ladings of 2 export vessels a/c Tata Steel Ltd for break-bulk cargo.
- Adjudged as the winner in Internal Process improvement project related to exchange rate conversion of customers foreign inward remittance for PDA advance fund.
- Added 5 nos. new customers in Non -Tata business portfolio in FY'22 (JSPL, Fast Freight Ltd, Bulk Marine Pte Ltd, JSW International & Su-Nav Ship Management).
- 1st ever handled 3 nos. Import vessel calls at Tuticorin Port - A/c. Tata International Ltd.
- Successfully carried out cargo supervision activity of approx. 0.81 MMT coal cargo A/c. Grasim Industries Ltd at Dahej Port

v. Warehouse & Supply chain

There has been a remarkable growth journey in our warehousing and supply chain vertical with increase in covered area: 78 k sq m (from 21.6 k sq m) & Open Area 290 k Sq m (from 120k sq m).

Some of the notable highlights include: -

- Central Warehouse contract bagged through competitive bidding (Other Bidders -DHL, Mahindra Logistics, Toll Global)
- IM Section warehousing management contracts awarded for Jamshedpur, Mines (Joda, Khonbond, Noamundi, Kalinganagar) – Cumulative contract value Rs ~ 33 cr / Annum
- The suboptimal usage of bonded warehouse has now been improved by routing LCL (Less than container load) also, over earlier FCL (Full container Load) only. Through its operation customers get the benefit for working capital management by deferring duty payment and extract the benefit for minimal demurrage charges of containers/cargos stocked at airport /sea port.
- TMILL is currently stocking approx. Rs.340/ cr to Rs.350/ cr of import material under different warehouses under TMILL control (extended and bonded).

B. DETAILS ON INFORMATION TECHNOLOGY:

In 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. 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 utilization of the same.

Regular preventive maintenance of hardware, monitoring of application and strict SLA with service providers has helped the Company to 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 bring 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 was 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, modernization of applications, to make them compatible to the cloud and integration with SAP is complete and company is working towards further data automation and reporting to eliminate manual transactions and capture all data which is necessary to move towards completely data driven organization

Annexure 2 to the Director's Report

Annual Report on CSR Activities to be Included in the Board's Report
For Financial Year Commencing on or After 1st Day of April, 2022

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 improving the quality of life amongst socially and economically backward communities, promoting education including special education and employment enhancing vocational skills, promoting preventive healthcare and sanitation and making available safe drinking water and prioritising permitted CSR interventions in social crisis of national or regional importance, including national disasters and pandemic.

2. **Composition of CSR Committee as on 31st March, 2022:**

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	4	4
2	Mr. Sandeep Bhattacharya	Non-Executive Director	4	4
3	Mr. Dinesh Shastri	Managing Director	4	4

3. 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 Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	FY 21-22	Nil	Nil
	Total		

6. Average net profit of the company as per section 135(5)- **Rs. 37,11,87,592**

7. (a) Two percent of average net profit of the company as per section 135(5)- **Rs. 74.24 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)- **Rs. 74.24 lakhs**

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

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	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.
77 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

(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 implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR Registration no.
1.	Supporting schooling for underprivileged children	Item no. ii (i) Promoting education	Yes	Kolkata, West Bengal		2.44	No	SICW	CSR00010258
2.	Operation and maintenance of existing education cafe for children	Item no. ii (i) Promoting education	Yes	Jagatsinghpur, Paradip, Odisha		8.96	No	AAS Vidyalaya	CSR00000634
3.	Construction of New School Building for Underprivileged Children	Item no. ii (i) Promoting education	No	Chennai, Tamil Nadu		2.50	No	Garmya Seva Samiti	CSR00001934
4.	Construction of dormitory rooms for inmates of Ashram	Item no. iii(iii) setting up homes and hostels for women	Yes	Purba Medinipur, Haldia, West Bengal		5.41	Yes	Gandhi Ashram	CSR0003411
5.	Adoption and welfare of animal (neel gai)	Item no. iv (iii) animal welfare	Yes	East Singhbhum, Jamshedpur, Jharkhand		2.00	No	Tata Steel Zoological Park	CSR00007552
6.	Integrated Farming System	Item No. iv (i) ensuring environmental sustainability, ecological balance	Yes	East Singhbhum, Jamshedpur Jharkhand		25.00	Yes	Direct	
7.	Adopt a Mother and save her child	Item no. i (iv) promoting health care including preventive health care	Yes	Kolkata, West Bengal		5.10	No	Child In Need institute (CINI)	CSR000000494
8.	Health & Sanitation of Adolescent girls	Item no. i (v) promoting sanitation	Yes	Kolkata, West Bengal		2.00	No	Child In Need Institute (CINI)	CSR000000494
9.	Distribution of oxygen concentrators	Item no. i (iv) promoting health care including preventive health care	Yes	Kolkata, West Bengal		4.63	Yes	Direct	
10.	Blood donation & eye check up camp	Item no. i (iv) promoting health care including preventive health care	Yes	Purba Medinipur, Haldia, West Bengal		0.32	Yes	Direct	
11.	Distribution of sanitizer, dry ration and food packets to underprivileged	Item no. i (iv) promoting health care including preventive health care	Yes	Jagatsinghpur, Paradip, Odisha		0.93	Yes	Direct	
12.	Sanitization of Paradip Port club	Item no. i (iv) promoting health care including preventive health care	Yes	Jagatsinghpur, Paradip, Odisha		1.65	Yes	Direct	
13.	Drinking water Facility (Eklavya Model School)	Item no. i (vii) making available safe drinking water	Yes	Medinipur, Kharagpur, West Bengal		16.06	Yes	IIT Kharagpur	CSR00015417
	Total					**77.00**			

(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)- **Rs. 77 lakhs**

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	**Rs. 74.24 lakhs**
(ii)	Total amount spent for the Financial Year	**Rs. 77.00 lakhs**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**Rs. 2.76 lakhs**
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	**NIL**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**Rs. 2.76 lakhs**

**Excess amount spent but NOT being used taken for set off in succeeding financial year.*

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**

The Company has spent an amount of Rs. 2.76 lakhs over and above the budget.

On behalf of the Board

Kolkata, 26th April, 2022

Virendra Sinha
NRC Committee-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 Injurie (LTI) was two (2) and two incidents each of Near Misses / High Potential (HIPO) during the year. Each of the incidents were investigated and necessary Corrective And Preventive Actions (CAPA) was implemented with due communication to all locations.

- The Safety Portal has been developed and made live on company's Intranet, where all employees can log in and report the safety observations and suggestions apart from recording safety data and report generation.

- Throughout the year On Line safety trainings on relevant topics were organized through DGFASLI, Haldia Dock Complex, Inspectorate of Dock Safety, Central Labour Institute etc.

- The Surveillance Audit of (Environment Management system) & 45001:2015 (Occupational Health & Safety Management System) conducted during the year and IRQS has retained the certification valid. These systems provide the Company with a framework for managing compliance and improving environmental performance, making it future ready to address stakeholder requirements.

- Safety Portal has been developed and made LIVE on Company's Intra-Net during the period. All Employees can access the portal and log in the safety observations and safety suggestions, incident reporting etc. The Reports are generated through the portal.

B. PROJECT INITIATIVES

TMILL was instrumental is facilitating shipment of 1800 tons of finished steel products a/c TSL from B#13,Haldia Port to Pandu Port in Assam using the Indo-Bangladesh Protocol (IBP) route via Brahmaputra River. The barge used the Indo Bangla Protocol route No.1 & 2 and entered Brahmaputra River via Chilmari (in Bangladesh) and Dhubri in Assam covering 1,535 km.

TMILL has inducted the 1st LSFTO BFNSM rake that got commissioned on 16th August 2021. This is the first LSFO rake inducted in Indian Railways network. In Shipping, ISL added one panamax vessel of 76000 dwt, Japanese built in Sep '21.

On the warehousing, the year has been active with new warehousing contracts. Covered warehouse area under operations till year end was 78 k sq m (from 21.6 k sq m) and open area 290k Sq m (from 120k sq m). Notable highlights are bagging of Central Warehouse contract in Kalinganagar through competitive bidding. Integrated IM Section warehousing management contracts for Mines (Noamundi, Joda, Khondbond), Jamshedpur, Kalinganagar. Another 13.5 k sq m added to cater increasing storage requirements of TSL branded (Pravesh) doors & windows.

C. QUALITY INITIATIVES

During the year, eight teams were recognised for their exemplary work toward continuous improvement journey in three project categories: Out of the Box Thinking, Digitization/ Automation and Customer Centricity. These improvement initiatives have not only contributed in topline and bottom-line growth but also resulted in customer appreciation and encouragement to keep up the good work.

As a part of our constant endeavour to enhance customer experience levels, we have embarked upon the journey to improve customer processes through partnership with Tata Business Excellence Group. Scope is to understand the maturity of customer centricity by studying current processes, diagnose gaps and recommendation of frameworks, processes & best practices that will help TMILL to retain and develop key client relationships

We continue to excel our improvement journey with Integrated Management System (IMS) certification - First surveillance audit successfully completed in August 21 with continuation of IMS Certification.

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. Peeyush Gupta (nominee of Tata Steel Ltd.) was appointed as Additional Non- Executive Director & Chairman w.e.f 8th September, 2021.
- On recommendation of Nomination and Remuneration Committee, Mr. Shinichi Yanagisawa {nominee of NYK Holding (Europe) B.V.} was appointed as Additional Non-Executive Director w.e.f 1st April, 2022.

(ii) Re-appointment of Director liable to retire by rotation

In terms of the provisions of the Act and the Articles of Association of the Company, Mr. Guenther Hahn (DIN-00314970), Non-Executive Director & Mr. Rajiv Mukerji (DIN 00457795), Non-Executive Director, retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible, seeks re-appointment.

The necessary resolution for re-appointment of Mr. Guenther Hahn and Mr. Rajiv Mukerji forms part of the Notice convening the ensuing AGM scheduled to be held in July 2022.

(iii) Re-appointment of Independent Director

During the year under review, based on the recommendations of the Nomination & Remuneration Committee & Board, Mr. Virendra Sinha (DIN- 03113274) has been re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term effective 24th July, 2021 to 24th July, 2025.

(iv) Cessations

- Mr. Dibyendu Bose- Non-Executive Director & Chairman resigned from Board w.e.f 8th September, 2021.
- Mr. Nobuaki Sumida- Non-Executive Director resigned from Board w.e.f closing business hours of 31st March, 2022.

2. Meetings of the Board and Committees of the Board

During the financial year ended 31st March, 2022, 7 (seven) Board Meetings were held on: 28th April 2021, 21st May 2021, 21st July, 2021, 8th September, 2022, 27th October 2021, 24th January 2022 and 25th March, 2022. The composition of the Board of Directors as on 31st March 2022, 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. Peeyush Gupta*	Non-Executive (Chairman)	7	4
Mr. Dibyendu Bose**	Non-Executive (Chairman)	7	4
Mr. Guenther Hahn	Non-Executive	7	7
Ms. Stephanie Sabrina Hahn	Non-Executive	7	4
Mr. Nobuaki Sumida	Non-Executive	7	7
Captain Amit Wason	Non-Executive	7	7
Mr. Virendra Sinha	Independent	7	7
Mr. Rajiv Mukerji	Non-Executive	7	7
Mr. Amitabh Panda	Non-Executive	7	7
Mr. Sandeep Bhattacharya	Non-Executive	7	5
Mr. Dinesh Shastri	Managing Director	7	7

**Appointed during the year.*
***Resigned 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, till the preparation of Director's Report, the following changes in the Committee were made:

- Mr. Peeyush Gupta- Non-Executive Director was appointed as a Member of the Committee w.e.f 8th September, 2021 in place of Mr. Dibyendu Bose who resigned from Board and consequently from all its Committee w.e.f 8th September, 2021.

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)	2	2
Mr. Guenther Hahn	Non- Executive	2	2
Mr. Dibyendu Bose**	Non- Executive	2	2
Mr. Peeyush Gupta*	Non- Executive	2	0

** Appointed during the year.*
***Resigned during the year.*

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.

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)	4	4
Mr. Sandeep Bhattacharya	Non-Executive	4	4
Mr. Dinesh Shastri	Managing Director	4	4

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 Rs. 79.89 million on account of freight agency fees and others and the foreign exchange outgo during the year in terms of outflows was Rs. 33.11 million on account of freight and foreign travels.

6. **Compliance Management Software**

Updates on Compliance Management System are as follows:

- The compliances in the system are divided in two broad categories i.e. Statutory Compliances and Internal Compliances.
- The system has a mechanism in place by which triggers are sent to users well in advance of due date for them to report and close the compliances. Total of 164 Legislations are covered and 2683 compliances are mapped into the system.
- 87 users are mapped in the system across locations under various roles from Performer to Compliance Head.
- 14 compliances certificates along with detailed reports are generated on a quarterly basis by the Function Heads and presented to the Managing Director for review and reporting to the Audit Committee of the Company. The Managing Director's and Chief Financial Officer's compliance certificates are also placed before Board of the Company.
- As on 31st March, 2022, all the statutory and internal compliances were completed with nil non-compliance reported.
- Trainings are being imparted to the new users 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:

- 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 "Resilience through Empathy & Kindness".
- Various theme based departmental events/competitions such as Inter-Departmental Quiz, Movie Competition and Photography & Art Contest with ethics were conducted.
- Ethics Awareness Sessions were conducted at all locations by Division Ethics Co-ordinators. The session witnessed participation from both permanent & contractual employees.
- The theme of the 9th edition of TMILL Group Internal Newsletter "Sampark" was based on Ethics.
- TMILL hosted the "Tata Steel Group Companies Ethics Meet" in August, 2021.
- Ethics Portal (Intranet) has been developed and is up and running since November, 2021.

Annexure 5

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022
[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, 2022 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, 2022 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 dematerialization 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 Institute of Company Secretaries of India and approved by the Central Government under section 118(10) of the Companies Act, 2013 with regard to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

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.

In respect of other laws specifically applicable to the Company, we have broadly reviewed the same without carrying out detailed examination of all the relevant records / documents with a view to determine accuracy and completeness of periodical compliances. During the course of our audit, we have relied on information placed before the Board at its meetings through agenda papers and written representations made by the management in this regard and the reporting is limited to that extent.

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, the company was having 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 composition of 'Audit Committee' and 'Nomination and Remuneration Committee' were not in accordance with the provisions of Sections 177(1)/178(1) of the Act. Since there was only one Independent Director, separate meeting of Independent Directors 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 directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notices and the same were also uploaded in the DESS Digital Meetings Application. Access to such application has been provided to all the Directors for Board Meetings. 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.

(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 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: 26.04.2022

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
UDIN No. F005401D000215391

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

The Members,
TM International Logistics Limited

Our Secretarial Audit Report for the financial year ended 31st March, 2022 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 increased safety protocols including restricted entry, staggered office hours, work from home etc. being followed by the Company to mitigate the impact of resurgence of Covid-19 physical verification of documents were dispensed with

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

Place: Kolkata
Dated: 26.04.2022

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
UDIN No. F005401D000215391

Annexure 6

MGT -9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2022
[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)	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	:	**Port Operations**
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 6-10 Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses road, Mahalaxmi, Mumbai- 400011. 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	33.09%
2.	SFTO	49120	66.91%

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 (01.04.2021)				No. of Shares held at the end of the year (31.03.2022)				% 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	-	Yes	8820000	49	-	Yes	8820000	49	NIL
c) Bodies Corp.									
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									
1. Institutions			NIL				NIL		
a) Mutual Funds									
b) Banks/FI									
c) Central Govt.									
d) State Govt.(s)									
e) Venture Capital Funds									
Sub-Total(B)(1):			**NIL**				**NIL**		
2. Non- Institutions									
a) BodiesCorp.			**NIL**				**NIL**		
i) Indian									
ii) Overseas									
b) Individuals			**NIL**				**NIL**		
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)			**NIL**				**NIL**		
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. Dhamrendra 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**	**100**	**NIL**	**18000000**	**100**	**18000000**	**NIL**

(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 shareholding 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
		Mr. Dinesh Shastri*
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	25,254,842/-
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 21-22)	
	Total (A)	**25,254,842/-**

**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 2021-22): **(Amount in `)**

Particulars of Remuneration	Mr. Guenther Hahn	Ms. Stephanie Sabrina Hahn	Mr. Virendra Sinha	Mr. Nobuaki Sumida	Captain Amit Wason	Total
1. Independent Directors • Fee for attending board / committee meetings/ Independent Director Meeting			3,40,000			3,40,000
• Commission			7,71,400			7,71,400
Total (1)			**11,11,400**			**11,11,400**
2. Other Non-Executive Directors • Fee for attending board / committee meetings	2,60,000	80,000		1,40,000	1,40,000	6,20,000
• Commission	4,57,100	1,14,300		2,00,000	2,00,000	9,71,400
Total (2)	**7,17,100**	**1,94,300**		**3,40,000**	**3,40,000**	**15,91,400**
Total (B)=(1+2)	**7,17,100**	**1,94,300**	**11,11,400**	**3,40,000**	**3,40,000**	**27,02,800**

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 upto 15.11.2021)	Key Managerial Personnel (Mr. Nandan Nandi, CFO w.e.f. 16.11.2021)	Key Managerial Personnel (Ms. Jyoti Purohit, CS)
		Total	**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	3,217,552/- 9,375/- Nil	3,355,429/-*	2,266,882/-
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 21-22)	462,678/- 2,321,000/-		152,529/- 450,000/-
	Total	**6,010,605/-**	**3,355,429/-**	**2,869,411/-**

**Mr. Nandan Nandi is on deputation from Tata Steel Limited w.e.f 15th September, 2021. He was appointed as CFO w.e.f. 16th November, 2021. His remuneration in the form of deputation cost is reimbursed by the Company to Tata Steel Limited.*

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no Penalties/punishments/compounding of offences for the year ended 31st March, 2022.

Annexure 7 to the Directors' Report

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 Rs. 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 75.8071	1 EUR = INR 84.6599	1 RMB = INR 11.9526
4	Share capital	36.00	12.38	84.67	43.88
5	Reserves & surplus	273.54	3,094.65	1,887.64	15.91
6	Total assets	425.18	3,472.72	2,337.14	140.22
7	Total Liabilities (including share capital & reserve)	425.18	3,472.72	2337.14	140.22
8	Investments	54.94	-	-	-
9	Turnover	842.46	7,348.95	776.53	625.36
10	(Loss)/Profit before taxation	48.10	373.46	104.55	10.86
11	Provision for taxation	11.65	-	38.73	0.20
12	(Loss)/Profit after taxation	36.45	373.46	65.83	10.67
13	Proposed Dividend	330	-	-	-
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, 2022. Hence, there is nothing to Report.

Annexure 8 to the Directors' Report

Form AOC-2
(Pursuant to clause (h) of sub-section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis:- ***NIL***
2. Details of material contracts or arrangement or transactions at arm's length basis: **Please note that in absence of the definition of the term 'material' in Companies Act 2013, the Company has considered 10% of the standalone turnover for the FY 20-21 as material, and accordingly the details of all such contracts having 10% or more of the value of turnover as on 31st March 2022, are being provided below:**

Sl. No.	Name of the Party	Nature of relation-ship	Duration of the contracts/ arrangements / transactions	Salient features of the contracts or arrangements or transactions including the value, if any	Actual Value of transactions (Rs. In million)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Maritime Logistics Services							
1.	Tata Steel Ltd.	Holding Company	FY 21-22 (Vessel wise contract)	Rendering of Cargo handling services & Reimbursement	62.14	28.04.2021	NIL
Custom House Agent & Inland Logistics							
1.	Tata Steel Ltd.	Holding Company	FY 21-22	Rendering of CHA related activities & Reimbursement of expenses	375.43	28.04.2021	NIL
Warehouse							
1.	Tata Steel Ltd.	Holding Company	FY 21-22	Providing warehousing services to TSL for Supply Management Department, Refractory & FAMD Division	39.66	28.04.2021	NIL
			FY 21-22	Handling, Transportation & Supervision - IM Section- JSR & KPO	81.98	28.04.2021	NIL
			FY 21-22	C&F Agent services for Agrico Products	7.47	28.04.2021	NIL
			FY 21-22	Renting of Warehouse for Lab & Testing with Supply of security and electricity to TSL- R&D division	6.03	28.04.2021	NIL
			From 01.06.21 to 31.12.22	Providing warehouse related services to TSL at Tangi/Vizag/Baidubri (KPO)	66.12	28.04.2021	NIL
			FY 21-22	Handling, transportation and warehousing of TSL's Pravesh Doors and windows from its manufacturing locations	89.62	28.04.2021	NIL
			FY 21-22	Providing Warehouse of Apeejay along with associated services to TSL at Kalinganagar	12.16	28.04.2021	NIL
Railways							
1.	Tata Steel Ltd. (for TSBSL)	Holding Company	FY 21-22 (Long term contract for 5 years)	Rendering of logistics support services under GPWIS & SFTO Scheme of Indian Railways	1,295.34	28.04.2021	NIL
2.	Tata Steel Ltd.	Holding Company	FY 21-22 (From 01.03.17 to 17.08.2023)	Rendering of transportation services under SFTO Scheme of Indian Railways	3,672.38	28.04.2021	NIL
			FY 21-22 (Long term contract for 5 years)	Rendering of logistics support services under GPWIS Scheme of In-dian Railways	381.64	28.04.2021	NIL

Sl. No.	Name of the Party	Nature of relation-ship	Duration of the contracts/ arrangements / transactions	Salient features of the contracts or arrangements or transactions including the value, if any	Actual Value of transactions (Rs. In million)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Freight Forwarding							
1.	Tata Steel Ltd.	Holding Company	FY 21-22 (On Need Basis)	Rendering of freight forwarding services	252.58	28.04.2021	NIL
Ports							
1.	Tata Steel Ltd. (for TSBSL)	Holding Company	FY 21-22	Port Handling & Reimbursement: Paradip Port- Handling contract	17.76	28.04.2021	NIL
2.	Tata Steel Ltd. (for TSBSL)	Holding Company	FY 21-22	Port Handling	1,246.46	28.04.2021	NIL
				Reimbursement	3,002.39	28.04.2021	NIL
		Holding Company	FY 21-22	Port Handling & Reimbursement: Haldia/ Paradip Port- As and when required	18.72	28.04.2021	NIL
		Holding Company	FY 21-22 (upto 30.06.2021)	Paradip Port- Miscellaneous expenses (Employee quarters and others)	18.48	28.04.2021	NIL
Others							
1.	Tata Steel Ltd.	Holding Company	FY 21-22	Payment of car parking charges at Tata Centre-Kolkata & Jamshedpur	-	28.04.2021	NIL
			FY 21-22	Reimbursement of deputation cost to TSL for MD- TMILL	25.25	28.04.2021	NIL
			FY 21-22	Reimbursement of deputation cost for CFO-TMILL	3.36	27.10.2021	NIL

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITOR'S 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, 2022, 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, 2022, 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 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 Standalone 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. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

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. Ifwe 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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure 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 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as on March 31, 2022 on its financial position in its Standalone Financial Statements - Refer Note 36 to the Standalone Financial Statements.

ii. The Company has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2022.

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, 2022.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediary"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 53(f)(i) to the Standalone Financial Statements);

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the Standalone Financial Statements, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Party"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 53(f)(ii) to the Standalone Financial Statements); and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

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

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22060466AHTFW13579

Place: Kolkata
Date: April 25, 2022

TM INTERNATIONAL LOGISTICS LIMITED
ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 14(f) of the Independent Auditor's 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, 2022

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 Slalemenls of TM International Logistics Limited ("the Company") as of March 31, 2022 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 ("the Guidance Note") 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.

Auditor's 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 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 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, 2022, 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 issued by ICAI.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22060466AHTFW13579

Place: Kolkata
Date: April 25, 2022

TKM TM ISL
TMILL Group of Companies

TM INTERNATIONAL LOGISTICS LIMITED
ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 13 of the Independent Auditor's 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, 2022

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment 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) According to the information and explanations given to us and the records of the Company examined by us, the Company does not own any immovable properties (Refer Note 4 on Property, Plant and Equipment to the Standalone Financial Statements). Therefore, the provisions of clause 3(i)(c) of the Order are not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or intangible assets, does not arise.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its Standalone Financial Statements does not arise.

ii. (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account. Also refer Note 48(b) to the Standalone Financial Statements

iii. (a) The Company has not made any investment during the year other than investment in eight mutual fund schemes. The Company has not granted secured/unsecured loans/advances in nature of loans to any company/firm/Limited Liability Partnership/other party during the year other than loans to sixteen employees. The Company did not stand guarantee or provided security to any company/ firm/Limited Liability Partnership/other party during the year. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loan to employees are as per the table given below:

Particulars	Amount (Rs. in lakhs)
Aggregate amount granted during the year	25.26
Balance outstanding as at balance sheet date in respect of the above cases	18.20

Also refer Note 8 to the Standalone Financial Statements

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

(c) In respect of the loan to employees, 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.

(d) In respect of the loan to employees, there is no amount which is overdue for more than ninety days.

(e) There were no loans which fell due during the year and were renewed/extended. Further, no fresh loans were granted to the same parties to settle the existing overdue loans.

(f) The loans granted during the year had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand. There were no loans which were granted during the year to promoters/related parties.

iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits 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 products. We have broadly reviewed the same and are of the opinion that,

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE B TO INDEPENDENT AUDITOR'S 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

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 undisputed statutory dues in respect of income tax, professional tax and goods and services 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 and other material statutory dues, as applicable, with the appropriate authorities. Further, for the period April 1, 2021 to April 30, 2021, the Company has filed Form GSTR-3B afler the due date but within the timelines allowed by Central Board of Indirect Taxes and Customs under the Notification No. 09/2021 dated May 1, 2021.

(b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of statutory dues referred to in sub-clause (a) as at March 31, 2022 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	3,021.13	FY 2001-02 to FY 2006-07	Additional Commissioner, GST & Central Excise
		85.28	FY 2004-05 to FY 2007-08	Customs, Excise & Service Tax Appellate Tribunal
		102.03	FY 2011-12 & FY 2012-13	Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	21.55	FY 2009-10	Commissioner of Income Tax (Appeals)
		104.13	FY 2012-13	Commissioner of Income Tax (Appeals)
		14.48	FY 2015-16	Income Tax Appellate Tribunal
		35.10	FY 2016-17	Commissioner of Income Tax (Appeals)
Customs Act, 1962	Customs Duty	23.13	FY 2005-06	Customs, Excise & Service Tax Appellate Tribunal

viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the year, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Standalone Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, as applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, as applicable.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the 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, a report under Section 143(12) of the Act, in Form ADT- 4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) 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, and as represented to us by the management, no whistle blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is 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 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

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

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash losses in the financial year or in the or immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 52 to the Standalone Financial Statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22060466AHTFW13579

Place: Kolkata
Date: April 25, 2022

Standalone **Balance Sheet** as at 31 March, 2022

` in Lakhs

Particulars	Note	As at 31st March 2022	As at 31st March 2021
I ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	4	2,960.73	3,159.44
(b) Intangible Assets	5	3,874.27	3,831.28
(c) Right-of-use Assets	6	18,267.85	22,794.10
(d) Intangible Assets under Development	51(b)	286.33	230.06
(e) Financial assets			
(i) Investments	7	639.57	639.57
(ii) Loans	8	48.60	51.70
(iii) Other Financial Assets	9	833.87	353.19
(f) Non-current Tax Asset (Net)	10	3,112.66	2,080.25
(g) Deferred Tax Assets (Net)	47	1,232.21	1,207.57
(h) Other Non-current Assets	11	108.75	64.05
Total Non-current Assets		**31,364.84**	**34,411.21**
(2) Current Assets			
(a) Inventories	12	199.17	150.17
(b) Financial Assets			
(i) Investments	13	-	3,000.43
(ii) Trade Receivables	14	19,357.43	15,235.22
(iii) Cash and Cash Equivalents	15	176.39	1,554.45
(iv) Other Bank Balances	16	7,204.55	4,404.29
(v) Loans	17	15.30	16.37
(vi) Other Financial Assets	18	1,822.61	2,818.20
(c) Other Current Assets	19	7,961.47	8,582.28
Total Current Assets		**36,736.92**	**35,761.41**
Total Assets		**68,101.76**	**70,172.62**
II EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	20	1,800.00	1,800.00
(b) Other Equity	21	21,628.49	20,403.37
Total Equity		**23,428.49**	**22,203.37**
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	22	11,811.86	15,731.04
(ii) Other Financial Liabilities	23	55.53	70.44
(b) Provisions	24	2,395.89	2,920.40
Total Non-current Liabilities		**14,263.28**	**18,721.88**
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	25	7,669.07	7,935.87
(ii) Trade Payables	26		
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		219.33	223.24
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		12,052.02	7,939.78
(iii) Other Financial Liabilities	27	2,110.51	2,540.17
(b) Provisions	28	845.44	346.04
(c) Other Current Liabilities	29	7,513.62	10,262.27
Total Current Liabilities		**30,409.99**	**29,247.37**
Total Liabilities		**44,673.27**	**47,969.25**
Total Equity and Liabilities		**68,101.76**	**70,172.62**

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Standalone **Statement of Profit and Loss** for the year ended 31 March, 2022

` in Lakhs

	Particulars	Note	For the Year ended 31st March 2022	For the Year ended 31st March 2021
I.	**Revenue from Operations**	30	**75,490.52**	**60,121.33**
II.	**Other Income**	31	1,853.53	827.18
III.	**Total Income (I +II)**		77,344.05	60,948.51
IV.	**Expenses**			
	Operating Expenses	32	55,744.89	42,686.73
	Employee Benefits Expense	33	3,892.39	3,486.80
	Finance Costs	34	1,712.26	1,824.03
	Depreciation and Amortization Expense	4, 5 & 6	7,937.09	6,532.48
	Other Expenses	35	4,390.50	3,989.92
	Total Expenses		**73,677.13**	**58,519.96**
V.	**Profit Before Tax (III-IV)**		3,666.92	2,428.55
VI.	**Income Tax Expense**		689.04	612.45
	(1) Current Tax		714.99	712.67
	(2) Tax Relating to Earlier Years		(1.31)	(36.97)
	(3) Deferred tax	47	(24.64)	(63.25)
VII.	**Profit for the Year (V-VI)**		**2,977.88**	**1,816.10**
VIII.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		(70.50)	(16.68)
	(2) Income Tax on Above		17.74	4.20
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**2,925.12**	**1,803.62**
X.	**Earning per Equity Share**	42		
	(1) Basic		16.54	10.09
	(2) Diluted		16.54	10.09

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Standalone **Statement of Changes in Equity** for the year ended 31 March, 2022

` in Lakhs

A. Equity Share Capital (Refer Note 20)	` in Lakhs
Balance as at 1st April 2020	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	1,800.00
Balance as at 1st April 2021	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2022	1,800.00

` in Lakhs

B. Other Equity (Refer Note 21)	Other Equity		
	General Reserves	Retained Earnings	Total
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**
Balance as at 1st April 2021	**7,716.76**	**12,686.61**	**20,403.37**
Profit for the Year	-	2,977.88	2,977.88
Other Comprehensive Income for the Year	-	(52.76)	(52.76)
Final Dividend on Equity Shares for FY 20-21	-	(1,700.00)	(1,700.00)
Balance as at 31st March 2022	**7,716.76**	**13,911.73**	**21,628.49**

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April 2021

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Standalone **Statement of Cash Flows** for the year ended 31 March, 2022

` in Lakhs

	Particulars	Note	For the Year ended 31st March 2022	For the Year ended 31st March 2021
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		3,666.92	2,428.55
	Adjustments for:			
	Depreciation / Amortisation Expenses		7,937.09	6,532.48
	Profit on Revaluation of Investments	31	-	(0.43)
	Gain on Modification/ Termination of Lease Arrangement		(10.73)	(11.35)
	Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	34	1,651.26	1,738.98
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	31	(5.64)	3.49
	Profit on Sale of Investments	31	(20.18)	(9.39)
	Interest Income	31	(417.54)	(319.95)
	Dividend Income from Subsidiaries	31	(1,000.00)	-
	Operating Profit before Changes in Operating Assets and Liabilities		**11,801.18**	**10,362.38**
	Changes in Operating Assets and Liabilities		-	-
	(Increase)/ Decrease in Trade Receivables		(4,122.20)	(627.97)
	(Increase)/ Decrease in Financial Assets		942.19	(2,754.20)
	(Increase)/ Decrease in Loans		4.28	23.49
	(Increase)/ Decrease in Other Assets		622.76	(1,603.97)
	(Increase)/ Decrease in Inventories		(48.94)	(4.80)
	Increase/ (Decrease) in Trade Payables		4,103.19	282.00
	Increase/ (Decrease) in Financial Liabilities		(455.33)	2,563.14
	Increase/ (Decrease) in Other Liabilities		(2,748.65)	1,597.11
	Increase/ (Decrease) in Provisions		(95.61)	(238.93)
	Cash Generated from Operations		10,002.87	9,598.25
	Direct Taxes Paid (Net of Refund)		(1,728.36)	(1,456.55)
	Net Cash from/Operating Activities		**8,274.51**	**8,141.70**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment & Intangible Assets		(843.39)	(1,534.95)
	Proceeds from Disposal of Property, Plant & Equipment		19.01	3.37
	Proceeds from Maturity of Deposits with Banks		66,968.29	74,348.08
	Payments for Placing of Deposits with Banks		(70,162.38)	(70,181.36)
	Loan to Subsidiary- TKM Global Logistics Limited		-	(100.00)
	Repayment of Loan by Subsidiary - TKM Global Logistics Limited		-	488.00
	Sale of Investments in Mutual Funds		8,420.60	10,459.39
	Purchase of Investments in Mutual Funds		(5,400.00)	(13,450.00)
	Dividend Received from Subsidiaries		1,000.00	-
	Interest Received		384.07	402.46
	Net Cash from/ (used in) Investing Activities		**386.20**	**434.99**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(6,692.65)	(5,226.78)
	Interest Elements of Lease Payments		(1,646.12)	(1,728.58)
	Dividend Paid		(1,700.00)	(1,000.00)
	Net Cash from/(used in) in Financing Activities		**(10,038.77)**	**(7,955.36)**
	Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		(1,378.06)	621.33
	Cash and Cash Equivalents at the Beginning of the Year	15	1,554.45	933.12
	Cash and Cash Equivalents at the End of the Year	15	176.39	1,554.45

Note
The above Standalone Statement of Cash Flows 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 Standalone Statement of Cash Flows.

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April, 2021

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Notes forming part of the Standalone Financial Statements
for the year ended 31st March, 2022

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 under Port Operations including 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 25th April 2022.

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) Reclassifications consequent to amendments to Schedule III

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on 24th March 2021 to increase the transparency and provide additional disclosures to users of fmancial statements. These amendmen.ts are effective from 1st April 2021. Consequent to this, the Company has changed the classification/presentation of (i) Security Deposits and (ii) Contract Assets in the current year.

Security Deposits (which meet the definition of a Financial Asset as per Ind AS 32) have been included in 'Other Financial Assets' line iterri.. Previously, these deposits were included in 'Loans' line item. Further, Unbilled Receivables (which meet the defmition of a Contract Asset as per Ind AS 115) have been included in 'Trade Receivables' line item.

The Company has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind ASI. The impact of such classification is summarised below:

Balance Sheet (extract)	31st March 2021 (as previously reported)	Increase / Diecrease)	31st March 2021 (restated)
Loans - Non Current	377.12	(325.42)	51.70
Other Financial Assets - Non Current	27.77	325.42	353.19
Loans - Current	32.76	(16.39)	16.37
Other Financial Assets - Current	2,995.55	(177.35)	2,818.20
Trade Receivables - Current	15,041.48	193.74	15,235.22

(iv) 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 amortization and accumulated impairment losses, if any. Amortization is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortization 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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 straight line basis. Ifthe 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 fmancial 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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 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 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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 (Rs.), 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 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.

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 year 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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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

` in Lakhs

	As at 31st March 2022	As at 31st March 2021
Net Carrying Amount of :		
Note 4- Property, Plant and Equipment		
Buildings	336.57	344.85
Leasehold Improvements	692.64	785.80
Plant and Equipments	1,439.82	1,471.55
Furniture and Fixtures	164.31	168.99
Vehicles	70.33	97.75
Office Equipments	257.06	290.50
Total Property, Plant and Equipment	**2,960.73**	**3,159.44**
Note 5- Intangible Assets		
Softwares	442.83	277.34
Special Freight Train Operator License	752.47	802.47
Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	2,678.97	2,751.47
Total Intangible Assets	**3,874.27**	**3,831.28**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

	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, 2021	**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**
Additions	5.31	14.80	201.11	16.01	21.79	50.02	309.04	256.48	-	185.68	442.16
Disposals	-	-	21.50	1.47	56.56	35.70	115.23	20.47	-	-	20.47
Gross Carrying Amount as at 31st March, 2022	**391.38**	**819.41**	**2,420.60**	**219.00**	**219.64**	**444.37**	**4,514.40**	**705.22**	**1,000.00**	**4,283.48**	**5,988.70**
Accumulated Depreciation/Amortisation as at 1st April, 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**
Charge for the Year	13.59	107.96	232.81	20.68	39.07	81.79	495.90	89.47	50.00	258.18	397.65
Disposals	-	-	21.47	1.46	46.42	34.03	103.38	18.95	-	-	18.95
Accumulated Depreciation/Amortisation as at 31st March, 2022	**54.81**	**126.77**	**980.78**	**54.69**	**149.31**	**187.31**	**1,553.67**	**262.39**	**247.53**	**1,604.51**	**2,114.43**
Net Carrying Amount at the Beginning of the Year	**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**
Net Carrying Amount at the End of the Year	**336.57**	**692.64**	**1,439.82**	**164.31**	**70.33**	**257.06**	**2,960.73**	**442.83**	**752.47**	**2,678.97**	**3,874.27**

	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	**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**
Accumulated Depreciation/Amortisation as at 1st April, 2020	27.94	-	554.38	31.59	113.49	141.58	868.98	136.88	147.53	1,089.27	1,373.68
Charge for the Year	13.28	18.81	215.79	15.28	50.87	43.01	357.04	55.76	50.00	257.06	362.82
Disposals	-	-	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 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**
Net Carrying Amount at the End of the Year	**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 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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2022	As at 31st March 2021
Net Carrying Amount of :		
Note 6- Right of Use Assets		
Land & Buildings	1,020.11	1,431.97
Railway Rakes	17,247.74	21,362.13
Total Right of Use Assets	**18,267.85**	**22,794.10**

` in Lakhs

	Land & Buildings	Railway Rakes	Total Right of Use Assets
Gross Carrying Amount as at 1st April, 2021	2,041.52	29,889.70	31,931.22
Additions	11.05	2,586.91	2,597.96
Adjustment on account of Termination of Lease	154.49	-	154.49
Gross Carrying Amount as at 31st March, 2022	**1,898.08**	**32,476.61**	**34,374.69**
Accumulated Depreciation as at 1st April, 2021	609.55	8,527.57	9,137.12
Charge for the Year	342.24	6,701.30	7,043.54
Adjustment on account of Termination of Lease	73.82	-	73.82
Accumulated Depreciation as at 31st March, 2022	**877.97**	**15,228.87**	**16,106.84**
Net Carrying Amount at the Beginning of the Year	**1,431.97**	**21,362.13**	**22,794.10**
Net Carrying Amount at the End of the Year	**1,020.11**	**17,247.74**	**18,267.85**

` 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
Adjustments/ Additions	3.49	6,445.59	6,449.08
Adjustment on account of Modification of Lease	296.77	-	296.77
Gross Carrying Amount as at 31st March, 2021	**2,041.52**	**29,889.70**	**31,931.22**
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	190.80	-	190.80
Accumulated Depreciation as at 31st March, 2021	**609.55**	**8,527.57**	**9,137.12**
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**

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

Note 2 : Lease Agreements of all the above leases are duly executed in the name of the Company.

` in Lakhs

7. INVESTMENTS - NON CURRENT	As at 31st March 2022	As at 31st March 2021
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 2021: 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 2021: 36,00,000 Shares of ₹ 10 each, fully paid up]		
	639.57	639.57
Aggregate value of Unquoted Investments	**639.57**	**639.57**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

8. LOANS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Loan to Employees	48.60	51.70
	48.60	**51.70**

During the year, loans have been provided to 16 employees amounting to Rs. 25.26 Lakhs out of which outstanding balance as at March 31, 2022 is Rs. 18.20 Lakhs which is included under Loans - Non Current: Rs. 14.00 Lakhs and Loans - Current: Rs. 4.20 Lakhs.

` in Lakhs

9. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Security Deposits #	400.71	325.42
Fixed Deposits with Banks (with Maturity of More Than 12 Months) * @	417.70	23.88
Interest Accrued on Deposits @	15.46	3.89
	833.87	**353.19**
* Earmarked Amount	417.70	23.88
# Includes Dues from Related Parties (Refer Note 55)	39.67	35.56
'@ Financial Assets carried at Amortised Cost		

` in Lakhs

10. NON CURRENT TAX ASSETS (NET)	As at 31st March 2022	As at 31st March 2021
Advance Payment of Taxes	3,112.66	2,080.25
[Net of Provision for Tax: ₹ 8,201.78 Lakhs (31st March 2021: ₹ 9,039.67 Lakhs)]		
	3,112.66	**2,080.25**

` in Lakhs

11. OTHER NON CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Capital Advances	46.67	-
Prepaid Expenses#	62.08	64.05
	108.75	**64.05**
# Includes Dues from Related Parties (Refer Note 55)	-	1.00

` in Lakhs

12. INVENTORIES- CURRENT	As at 31st March 2022	As at 31st March 2021
At Lower of Cost and Net Realisable Value		
Stores and Spares	199.17	150.17
[Net of Provision : ₹ 36.17 Lakhs (31st March 2021: ₹ 28.60 Lakhs)]		
	199.17	**150.17**

` in Lakhs

13. INVESTMENTS- CURRENT	As at 31st March 2022	As at 31st March 2021
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
Nil (31st March 2021 : 40,232.917) Units		
UTI Liquid Cash Fund-Direct Plan-Growth	-	1,100.07
Nil (31st March 2021 : 32,638.416) Units		
In units of ` 100/- each		
Aditya Birla Sunlife Liquid Fund-Direct Plan-Growth	-	900.17
Nil (31st March 2021 : 2,71,516.578) Units		
	-	3,000.43
Aggregate value of Quoted Investments	**-**	**3,000.43**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

14. TRADE RECEIVABLES- CURRENT	As at 31st March 2022	As at 31st March 2021
Trade Receivable Considered Good - Unsecured #*	19,357.43	15,235.22
Trade Receivables Credit Impaired	10.67	7.00
	19,368.10	15,242.22
Less : Loss Allowance	10.67	7.00
	19,357.43	**15,235.22**
# Includes Dues from Related Parties (Refer Note 55)	**18,252.03**	**14,234.89**
*** Includes Unbilled Trade Receivables, as the Company has not yet issued an invoice**	**130.97**	**193.74**

` in Lakhs

15. CASH AND CASH EQUIVALENTS	As at 31st March 2022	As at 31st March 2021
Balances with Banks		
In Current Account	176.39	1,554.45
	176.39	**1,554.45**

` in Lakhs

16. OTHER BANK BALANCES	As at 31st March 2022	As at 31st March 2021
Fixed Deposits with Banks*	7,204.55	4,404.29
	7,204.55	**4,404.29**
*** Earmarked Amount**	**2,095.30**	**2,404.29**

` in Lakhs

17. LOANS- CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Loan to Employees	15.30	16.37
	15.30	**16.37**
Also refer footnote to Note 8 above.		

` in Lakhs

18. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Security Deposits	74.67	16.39
Accrued Interest on Deposits	118.44	96.55
Rebate Receivable	1,629.50	2,705.26
	1,822.61	**2,818.20**

` in Lakhs

19. OTHER CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Balance with Government Authorities @	79.36	49.95
Prepaid Expenses #	351.92	318.66
Advance to Employees	8.43	3.51
Advance to Supplier/Service Providers #	7,521.76	8,210.16
	7,961.47	**8,582.28**
# Includes Dues from Related Parties (Refer Note 55)	**0.11**	**6.28**

@ 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.

TKM TM ISL
TMILL Group of Companies

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

20: EQUITY SHARE CAPITAL	As at 31st March 2022	As at 31st March 2021
Authorised		
1,90,00,000 Equity Shares of ₹ 10 each	1,900.00	1,900.00
[31st March 2021: 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 2021: 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 2022		As at 31st March 2021	
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 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 shareholding of Promoters and Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

	As at 31st March 2022		As at 31st March 2021	
	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**

iv. There is no change in Promoters shareholding during the current and previous year.

` in Lakhs

21: OTHER EQUITY	As at 31st March 2022	As at 31st March 2021
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	12,686.61	11,882.99
Profit for the Year	2,977.88	1,816.10
Other Comprehensive Income for the Year - Remeasurement of Post Employment Defined Benefit Obligation, Net of Tax	(52.76)	(12.48)
Final Dividend on Equity Shares	(1,700.00)	(1,000.00)
Balance at the End of the Year	13,911.73	12,686.61
	21,628.49	**20,403.37**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

22: LEASE LIABILITIES- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities #	11,811.86	15,731.04
	11,811.86	**15,731.04**
# Includes Dues to Related Parties (Refer Note 55)	**-**	**26 56**

` in Lakhs

23: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Liability for Employee's Family Benefit Scheme	55.53	70.44
	55.53	**70.44**

` in Lakhs

24. PROVISIONS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
-Employee Seperation Scheme	551.33	690.68
-Post Retirement Medical Benefit Payable	42.71	28.95
-Director Pension Scheme Payable	**241.67**	185.01
-Provision for Compensated Absences	**658.96**	**623.00**
Replacement Obligation for Berth# 13 at Haldia Port	**901.22**	1,392.76
	2,395.89	**2,920.40**

` in Lakhs

25. LEASE LIABILITIES- CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities#	7,669.07	7,935.87
	7,669.07	**7,935.87**
# Includes Dues to Related Parties (Refer Note 55)	**.**	**94 05**

` in Lakhs

26. TRADE PAYABLES- CURRENT	As at 31st March 2022	As at 31st March 2021
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises (Refer Note 39)	219.33	223.24
Creditors for Supplies and Services - Others #	11,489.68	7,313.27
Creditors for Accrued Wages and Salaries	562.34	626.51
	12,271.35	**8,163.02**
# Includes Dues to Related Parties (Refer Note 55)	**130.94**	**108.53**
Also refer Note 50(a) for Ageing of Trade Payables.		

` in Lakhs

27. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2022	As at 31st March 2021
Creditors for capital supplies/services	10.76	-
Liability for Employee's Family Benefit Scheme	56.38	21.25
Security Deposit Received #	64.14	-
Other Liabilities #	1,979.23	2,518.92
	2,110.51	**2,540.17**
# Includes Dues to Related Parties (Refer Note 55)	**2,043.37**	**2,518.92**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

28. PROVISIONS- CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
-Employee Seperation Scheme	187.30	206.42
-Provision for Gratuity	44.76	88.41
-Post Retirement Medical Benefit Payable	3.75	2.79
-Director Pension Scheme Payable	21.20	17.83
-Provision for Compensated Absences	32.58	30.59
Replacement Obligation for Berth# 13 at Haldia Port	555.85	-
	845.44	**346.04**

` in Lakhs

29. OTHER CURRENT LIABILITIES	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Contract Liabilities #	7,034.30	9,962.83
Dues Payable to Goverment Authorities @	479.32	299.44
	7,513.62	**10,262.27**
# Includes Dues to Related Parties (Refer Note 55)	**4,101.91**	**6,582.17**

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

` in Lakhs

30. REVENUE FROM OPERATIONS	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Income from Port Related Services	24,981.89	23,933.94
Income from Railway Services	50,508.63	36,187.39
	75,490.52	**60,121.33**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2022 will be recognised as revenue during the next reporting period - ₹ 309.31 Lakhs (31st March 2021 : ₹ 263.40 Lakhs)

` in Lakhs

31. OTHER INCOME	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Interest on Income Tax Refund	27.04	66.38
Interest Income from Financial Assets carried at Amortised Cost		
- Deposits	390.50	238.19
- Loan to Subsidiary	-	15.38
Dividend from Subsidiaries	1,000.00	-
Profit on Sale of Investments	20.18	9.39
Profit on sale of Property, Plant and Equipments (Net)	5.64	-
Other Non Operating Income	66.39	110.38
Income from Insurance Claim	3.61	-
Income from Rental Services	10.12	3.58
Profit on Revaluation of Investments	-	0.43
Provision for Loss Allowances Written Back	1.34	-
Liabilities no Longer Required Written Back	328.71	381.77
Gain on Foreign Currency Transactions (Net)	**-**	**1.68**
	1,853.53	**827.18**

` in Lakhs

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

32. OPERATING EXPENSES	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Intraport Transportation including On Shore handling	2,161.96	1,691.90
Custom Clearance Charges	101.02	129.22
Stevedoring & Other Related Expenses	10,687.62	10,821.86
Equipment Assistance Charges	331.92	119.88
Railway Freight Charges	41,017.70	28,788.60
Royalty to Syama Prasad Mookerjee Port Trust - Haldia Dock Complex	1,025.81	1,127.28
Warehousing Charges	418.86	7.99
	55,744.89	**42,686.73**

` in Lakhs

33. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Salaries and Wages, including Bonus	3,398.65	3,045.67
Contribution to Provident and Other Funds	301.32	306.98
Staff Welfare Expenses	192.42	134.15
	3,892.39	**3,486.80**

` in Lakhs

34. FINANCE COST	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Unwinding of Discount	61.00	85.05
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,651.26	1,738.98
	1,712.26	**1,824.03**

` in Lakhs

35. OTHER EXPENSES	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Consumption of Stores and Spares	775.91	553.08
Power & Fuel	123.16	112.11
Rent (including Plot Rent)	420.77	643.33
Repairs to Buildings	187.47	138.70
Repairs to Machinery	944.99	639.83
Repairs- Others	218.75	220.65
Insurance Charges	176.14	148.86
Rates and Taxes	81.33	134.67
Travelling Expenses	226.91	158.87
Provision for Dead Stock	7.57	3.73
Corporate Social Responsibility Expenditure (Refer Note 35.2)	77.01	97.76
Replacement Obligation under SCA at Berth# 13, Haldia	5.68	100.45
Security Charges	334.58	312.81
Loss on Sale of Property, Plant and Equipments (Net)	-	3.49
Provision for Loss Allowances	5.01	7.00
Bad Debts Written off	-	1.75
Professional & Consultancy charges	234.53	189.29
Payment to Auditors (Refer Note 35.1)	26.74	26.71
Miscellaneous Expenses	543.95	496.83
	4,390.50	**3,989.92**

35.1 Payment to Auditors

` in Lakhs

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

	For the Year ended 31st March 2022	For the Year ended 31st March 2021
As Auditors		
- Audit Fee	15.50	15.50
- Tax Audit	4.00	4.00
- Other Matters (including Certification)	7.00	7.00
- Out of Pocket Expenses	0.24	0.21

35.2 Disclosures in relation to Corporate Social Responsibility expenditure

` in Lakhs

	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Contribution towards promoting health care including preventive health care and sanitation	**23.48**	44.11
Contribution towards rural development projects	**32.91**	19.47
Contribution towards disaster management	**7.22**	14.39
Contribution towards promoting education	**11.40**	12.79
Others	**2.00**	7.00
Total	**77.01**	**97.76**
Amount required to be spent as per Section 135 of the Act	**74.24**	**81.99**
Amount spent during the year on		
(i)Construction/Acquisition of an asset	7.91	20.47
(ii)On purposes other than above	69.10	77.29
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent as at the beginning of the year	-	-
Amount required to be spent during the year	74.24	81.99
Amount spent during the year	**77.01**	**97.76**
Balance excess spent as at the end of the year *	**-**	**-**

*The Company does not intend to carry forward the excess corporate social responsibility expenditure to future years

36. CONTINGENCIES:

a. Contingent Liability

` in Lakhs

Particulars	31st March 2022	31st March 2021
Claims against the Company not acknowledged as Debts		
Service Tax	**3,231.16**	**970.82**
Income Tax	**23.66**	**23.66**
Syama Prasad Mookerjee Port Trust	**1,742.69**	**1,729.88**
Tariff Authority of Major Ports	**14,819.56**	**13,336.20**
Custom Duty	**25.00**	**25.00**

The details of material litigations are as described below:

Taxes and Other Claims

(a) (a)Service Tax: **₹ 3,021.13 Lakhs** (31.03.2021: ₹ 705.96 Lakhs). The Service Tax Department had raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 against which the Company had filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa which was disposed off vide order dated 29th September 2021 suggesting the Company to file a reply to the adjucating authority by 1st November 2021. The Company had filed the reply on 29th October 2021, subsequent to which the adjuticating authority issued a demand order of **₹ 3,021.13 Lakhs** (including interest of ₹ 1,756.00 Lakhs and penalty of ₹ 632.62 Lakhs). The Company is in the process of filing appeal before the Commissioner of Central Excise (Appeals).

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

(b) Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) has claimed an amount of **₹1,280.02 Lakhs** (31st March 2021: ₹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 **₹13,053.64 Lakhs** (31st March 2021: ₹ 11,655.04 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 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 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 **₹ 1,765.92 Lakhs** (31st March 2021: ₹ 1,681.16 Lakhs) with a scheduled bank till April, 2014.

37. COMMITMENTS

(a) 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 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, 2022, Company's investments in equipments and infrastructure aggregate to **₹ 2,580.00 Lakhs** (31st March 2021: ₹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: **₹ 504.93 Lakhs** (31st March 2021: ₹404.30 Lakhs).

38. LEASES

(a) Company as a leasee

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 2022	For the Year ended 31st March 2021
Interest expense (included in Finance Costs)	34	1,646.12	1,728.58
Expense relating to short-term leases (included in Other Expenses)	35	81.62	355.09

Total Cash Outflow for Leases for the year ended 31st March, 2022 was **₹ 8,338.77 Lakhs (** 31st March, 2021 : ₹ 6,955.36 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).

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

- 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 2022, potential future cash outflows of **₹ 132.30 Lakhs** (31st March 2021: ₹ 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 financial year, the financial effect of revising lease terms to reflect the effect of exercising extension and termination options was an decrease in recognised Lease Liabilities and Right-of-Use assets of **₹ 80.67 Lakhs** (31st March 2021: Nil). During the current year, no extension options in lease agreements were exercised.

(b) Company as a Lessor

The Company has sub-leased an office premise on operating lease. Lease payments received during the year ended 31st March, 2022 (recognised as Income from Rental Services in Note 31) is **₹ 10.12 lakhs** (31st March, 2021: ₹ 3.58 lakhs).

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

` in Lakhs

	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**219.33**	223.24
	- Interest due thereon	**0.02**	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	**400.54**	666.90
	- Interest due thereon	**5.12**	10.31
4	The amount of interest accrued and remaining unpaid at the end of the accounting year	**5.14**	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.	**15.54**	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.		

40. 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 2022	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	24,182.96	24,182.96	-
- Outside India	798.93	798.93	-
Railway Operations			
- Within India	50,508.63	-	50,508.63
- Outside India	-	-	-
	75,490.52	**24,981.89**	**50,508.63**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` 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**

(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 2022	For the Year ended 31st March 2021
Tata Steel Limited	**67,231.82**	51,438.13

41 IMPACT OF COVID 19

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 the Standalone Financial Statements. The operations of the Company have continued during lockdown period. Major customers are comprising of Tata Steel Limited and its group companies. Hence, the Company believes that its receivable carries lower credit risk.

` in Lakhs

42. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2022	For the Year ended 31st March 2021
(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)	2,977.88	1,816.10
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	16.54	10.09
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**16.54**	**10.09**

43. The Board of Directors have recommended a final dividend of **₹ 18.33** per share (31st March 2021: ₹ 9.45 per share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

44. 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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 2022	For the Year ended 31st March 2021
Superannuation Fund	**45.79**	**49.66**
Tata Employees' Pension Scheme	6.67	7.96
Total	**52.46**	**57.62**

(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 received an 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 **₹ 48.25 lakhs** (31st March 2021 - ₹ 37.51 lakhs) 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 2022	31st March 2021
Discount Rate	**6.80%**	**6.70%**
Expected Return on Exempted Fund	8.10%	8.50%
Expected Guaranteed Interest Rate	**8.10%**	**8.50%**

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 2022	For the Year ended 31st March 2021
Provident Fund	178.70	180.72

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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

The following table sets forth the particulars in respect of the Gratuity Plan (Funded) of the Company:

` in Lakhs

Description	31st March 2022	31st March 2021
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	1,008.41	985.02
b. Current Service Cost	65.71	63.84
c. Interest Cost	66.45	61.71
d. Remeasurement Losses		
Actuarial (Gain)/ Loss arising from Changes in Experience Adjustments	(22.41)	25.87
Actuarial Gain arising from Changes in Financial Assumptions	(2.76)	-
e. Benefits Paid	(33.15)	(128.03)
f. Present Value of Obligation at the End of the Year	1,082.25	1,008.41
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	920.00	882.00
b. Interest Income	63.49	58.26
c. Contributions from Employer	88.41	103.02
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	(1.26)	4.75
e. Benefits Paid	(33.15)	(128.03)
f. Fair Value of Plan Assets at the End of the Year	1,037.49	920.00
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	1,082.25	1,008.41
b. Fair Value of Plan Assets at the End of the Year	1,037.49	920.00
c. Liabilities Recognised in the Balance Sheet	44.76	88.41
Provision for Employee Benefit - Current (Refer Note 28)	44.76	88.41
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	65.71	63.84
b. Net Interest Cost	2.96	3.45
Total Expense Recognised during the Year in the Statement of Profit and Loss	**68.67**	67.29
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial (Gain)/ Loss due to DBO Experience	(22.41)	25.87
b. Actuarial Gain due to DBO Assumption Changes	(2.76)	-
c. Actuarial (Gain)/ Loss arising during the Year (a + b)	(25.17)	25.87
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	1.26	(4.75)
Total (Income)/ Expense Recognised during the year in Other Comprehensive Income (c + d)	(23.91)	21.12
6. Category of Plan Assets:		
Funded - Managed by Tata Steel Limited	1,037.49	920.00
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	53.73	52.65
b. 1-5 Years	429.22	332.44
c. More than 5 Years	852.80	880.02
8. Assumptions		
a. Discount Rate (per annum)	6.80%	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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

	31st March 2022 Amount invested in %	31st March 2021 Amount invested in %
9. Investment Details		
a. Government of India Securities	8.90%	9.10%
b. Public Sector unit Bonds	2.34%	0.85%
c. State / Central Government Guarenteed Securities	8.98%	6.13%
d. Schemes of Insurance	70.84%	73.68%
e. Private Sector unit Bonds	5.47%	5.78%
f. Others (including bank balances)	3.47%	4.46%

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, 2022		Year ended 31st March, 2021	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(75.06)	82.92	(76.02)	84.11
(ii) Closing Balance of Obligation	1,007.19	1,165.17	932.40	1,092.52
Decrease by 1%				
(i) Aggregate Service and Interest Cost	85.52	(74.31)	86.84	(75.20)
(ii) Closing Balance of Obligation	1,167.77	1,007.94	1,095.25	933.22

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 **₹ 44.76 Lakhs** (31st March 2021 - ₹ 88.41 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 2022 is 8 years (31st March 2021 – 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 2022		For the year ended 31st March 2021	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	31.74	202.84	34.10	213.30
b. Interest Cost	1.66	12.87	2.27	13.65
c. Remeasurement (Gain)/Loss:				
(i) Actuarial Loss arising from changes in Demographic Assumptions	6.75	38.17	-	-
(ii) Actuarial Gain Arising from Changes in Financial Assumptions	(0.34)	(1.91)	-	-
(iii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	21.22	32.30	(3.50)	(4.95)
d. Benefits Paid	(14.57)	(21.40)	(1.13)	(19.16)
Closing Defined Benefit Obligation	**46.46**	**262.87**	**31.74**	**202.84**
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	46.46	262.87	31.74	202.84
c. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	3.75	21.20	2.79	17.83
(ii) Retirement Benefit Liability - Non Current	42.71	241.67	28.95	185.01

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

3. Amounts Recognised in the Statement of Profit and Loss in respect of these Defined Benefit Plans are as follows:				
a. Net Interest Expenses	1.66	12.87	2.27	13.65
Components of Defined Benefit Costs Recognised in Statement of Profit and Loss	1.66	12.87	2.27	13.65
b. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial Loss arising from changes in Demographic Assumptions	6.75	38.17		
(ii) Actuarial (Gain) Arising from Changes in Financial Assumptions	(0.34)	(1.91)		
(iii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	21.22	32.30	(3.50)	(4.95)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	27.63	68.56	(3.50)	(4.95)
Total	**29.29**	**81.43**	**(1.23)**	**8.71**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	6.80%	6.80%	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 Actuarial Gain/Loss for Benefit Obligations:				
Experience Loss/ (Gain) Adjustments on Plan Liabilities	21.22	32.30	(3.50)	(4.95)

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 2022		31st March 2021	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(3.16)	3.55	(2.13)	2.40
(ii) Closing Balance of Obligation	43.30	50.01	29.61	34.14
Decrease by 1%				
(i) Aggregate Service and Interest Cost	3.56	(3.21)	2.41	(2.17)
(ii) Closing Balance of Obligation	50.02	43.25	34.15	29.57

Effect of Change in Ex- MD Pension	31st March 2022		31st March 2021	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(17.86)	20.10	(13.39)	15.08
(ii) Closing Balance of Obligation	245.01	282.97	189.45	217.92
Decrease by 1%				
(i) Aggregate Service and Interest Cost	20.14	(18.14)	15.13	(13.60)
(ii) Closing Balance of Obligation	283.01	244.73	217.97	189.24

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 ₹ 691.54 Lakhs and ₹ 653.59 Lakhs as at 31st March 2022 and 31st March 2021 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.

45 (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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 September 2006 and December 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. (Refer Note 5)

(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).

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

46. INCOME TAX RECONCILIATION

` in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2022	For the Year ended 31st March 2021
A. Tax Expense Recognised in Profit or Loss		
Current Tax on Profits for the Year	714.99	712.67
Adjustment for Current Tax of Earlier Years	(1.31)	(36.97)
	713.68	**675.70**
Deferred Tax		
Origination and Reversal of Timing Differences	(24.64)	(63.25)
Income Tax Expense	**(24.64)**	**(63.25)**
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	(17.74)	(4.20)
	(17.74)	**(4.20)**

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 2022	For the Year ended 31st March 2021
Profit Before Tax for the Year	3,666.92	2,428.55
Income Tax Expense Calculated at 25.168% (2020-21: 25.168 %)	922.89	611.22
Effect of Income Deductible in determining Taxable Profit	(251.68)	-
Effect of Expenses that are not Deductible in Determining Taxable Profit	20.66	33.16
Effect of Other Items	(1.52)	5.03
	690.35	**649.42**
Adjustment for Current Tax of Earlier Years	(1.31)	(36.97)
Income Tax Expense for the Year	**689.04**	**612.45**

The tax rate used for the year ended 31st March 2022 and 31st March 2021 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.

47.

` in Lakhs

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2020	(Charge)/ Credit for the Year	As at 1st April 2021	(Charge)/ Credit for the Year	As at 31st March 2022
Deferred Tax Liabilities					
Right-of-use Assets	(5,560.96)	(135.03)	(5,695.99)	1,137.66	(4,558.33)
	(5,560.96)	**(135.03)**	**(5,695.99)**	**1,137.66**	**(4,558.33)**
Deferred Tax Assets					
Property Plant & Equipment and Intangible Assets	148.78	(56.90)	91.88	(56.75)	35.13
Items Allowable for Tax Purpose on Payment/ Adjustment	161.77	2.73	164.50	9.55	174.05
Replacement Obligation for Berth# 13 at Haldia Port	362.13	(11.60)	350.53	16.19	366.72
Employees' Early Separation Scheme (ESS)	342.35	(16.75)	325.60	(31.31)	294.29
Lease Liabilities	5,678.38	278.10	5,956.48	(1,053.53)	4,902.95
Others	11.87	2.70	14.57	2.83	17.40
	6,705.28	**198.28**	**6,903.56**	**(1,113.02)**	**5,790.54**
Deferred Tax (Charge)/ Credit		**63.25**		**24.64**	
Deferred Tax (Liability)/ Asset (Net)	**1,144.32**	**-**	**1,207.57**	**-**	**1,232.21**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

48. 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 2022	For the Year ended 31st March 2021
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Security Deposit	9	82.73	110.83
Investments in Mutual Fund	13	-	3,000.43
Assets Carried at Amortised Cost			
Loans	8, 17	63.90	68.07
Other Financial Assets(other than Security Deposits carried at FVTPL)	9, 18	2,573.75	3,060.56
Trade Receivables	14	19,357.43	15,235.22
Cash and Cash Equivalents	15	176.39	1,554.45
Other Bank Balances	16	7,204.55	4,404.29
Total Financial Assets		**29,458.75**	**27,433.85**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	26	12,271.35	8,163.02
Lease Liabilities	22, 25	19,480.93	23,666.91
Other Financial Liabilities	23, 27	2,166.04	2,610.61
Total Financial Liabilities		**33,918.32**	**34,440.54**

(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 2021.

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.

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 2022	As at 31st March 2022	As at 31st March 2021	As at 31st March 2021
	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	-	82.73	-	110.83
	-	**82.73**	**3,000.43**	**110.83**

49 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 **₹ 67,231.82 Lakhs** (31st March 2021: ₹ 51,438.13 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 2022 and 31st March 2021 is the carrying amounts as disclosed in Note 48.

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 2022 and 31st March 2021.

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 (gross of provisions/allowances) is given below:

Trade Receivables Ageing Schedule as on 31st March 2022

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

` in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2022						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables – considered good	4,548.14	293.20	16.30	3.59	-	4,861.23	130.97	14,365.23	19,357.43
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	7.00	1.26	2.41	10.67	-	-	10.67
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-	-
Total	**4,548.14**	**293.20**	**23.30**	**4.85**	**2.41**	**4,871.90**	**130.97**	**14,365.23**	**19,368.10**

Trade Receivables Ageing Schedule as on 31st March 2021

` in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2021						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables – considered good	5,863.72	514.29	178.55	3.68	0.34	6,560.58	193.74	8,480.90	15,235.22
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	5.47	-	1.53	7.00	-	-	7.00
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-	-
Total	**5,863.72**	**514.29**	**184.02**	**3.68**	**1.87**	**6,567.58**	**193.74**	**8,480.90**	**15,242.22**

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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

Reconciliation of Loss Allowance Provision - Trade receivables	As at 31st March 2022	As at 31st March 2021
Opening Balance	7.00	-
Loss Allowance made during the Year	5.01	7.00
Provision written back/reversed during the Year	1.34	-
Bad Debts during the Year adjusted with Provisions	-	-
Closing Balance	**10.67**	**7.00**

(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.

Prudent risk liquidity management implies maintaining sufficient cash and cash equivalents and the availability of committed credit facilities to meet obligations when due.

Management monitors rolling forecasts of the company's liquidity position on the basis of expected cash flow. The Company has access to the following undrawn borrowing facilities at the end of the reporting period.

Particulars	As at 31st March 2022	As at 31st March 2021
Fund Based-Cash Credit, Bank Overdraft etc	903.80	500.00
Non Fund Based -Letter of Credit, Bank Guarantee etc	1,750.00	2,707.70

Note: The Company has made necessary filings with the Registrar of Companies (RoC) for registration of charges against above mentioned sanctioned limits within the statutory timelines.

The quarterly returns / statements of current assets filed by the Company for the year with respective banks are in agreement with the books of accounts.

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 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	12,271.35	-	-	-	12,271.35
Lease Liabilities	7,669.07	11,614.01	2,213.59	299.61	21,796.28
Other Financial Liabilities	2,110.51	19.17	14.31	22.05	2,166.04
Total	**22,050.93**	**11,633.18**	**2,227.90**	**321.66**	**36,233.67**

` 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	2,540.17	33.17	4.37	32.90	2,610.61
Total	**18,639.06**	**13,629.67**	**5,177.97**	**557.22**	**38,003.92**

(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 :

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

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 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 48.

50 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.

51 AGEING SCHEDULE

a. Trade Payables

` in Lakhs

Particulars	As at 31st March 2022							
	Outstanding for following periods from due date of payment					Unbilled Trade Payable	Trade payable - not yet due	Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total			
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	59.28	-	-	-	59.28	-	160.05	219.33
Others	1,409.52	1.53	5.08	5.35	1,421.48	4,599.04	6,031.50	12,052.02
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**1,468.80**	**1.53**	**5.08**	**5.35**	**1,480.76**	**4,599.04**	**6,191.55**	**12,271.35**

Particulars	As at 31st March 2021							
	Outstanding for following periods from due date of payment					Unbilled Trade Payable	Trade payable - not yet due	Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total			
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	147.73	-	-	-	147.73	-	75.51	223.24
Others	1,084.33	24.90	8.89	7.11	1,125.23	4,412.38	2,402.17	7,939.78
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**1,232.06**	**24.90**	**8.89**	**7.11**	**1,272.96**	**4,412.38**	**2,477.68**	**8,163.02**

b) Intangible Assets under Development

(i) Ageing

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	56.28	108.55	77.50	44.00	286.33

Particulars	As at 31st March 2021				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	108.56	77.50	44.00	-	230.06

ii) For Intangible Assets under Development, whose completion is overdue or has exceeded the cost compared to its original plan, following is the expected completion schedule:

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	274.33	-	-	-	274.33
Hyperion	12.00	-	-	-	12.00

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	95.48	126.60	-	-	222.08

52 RATIO DISCLOSURES

Particulars	As at 31st March 2022	% change as compared to 31st March, 2021	As at 31st March 2021	Remarks for change more than 25%
(a) Current Ratio	1.21	-1%	1.22	
(b) Debt-Equity Ratio	0.83	-22%	1.07	
(c) Debt Service Coverage Ratio	1.51	4%	1.46	
(d) Return on Equity Ratio	13.05%	57%	8.33%	Primarily due to increase in Dividend received from subsidiaries.
(e) Inventory Turnover Ratio	432.18	6%	406.84	
(f) Trade Receivables Turnover Ratio	4.36	8%	4.06	
(g) Trade payables Turnover Ratio	5.46	2%	5.32	
(h) Net Capital Turnover Ratio	11.93	29%	9.23	Primarily due to increase in Revenue from Operations.
(i) Net Profit Ratio	3.94%	31%	3.02%	Primarily due to Dividend received from subsidiaries during the year.
(j) Return on Capital Employed	22.96%	20%	19.15%	
(k) Return on Investment	1.35%	115%	0.63%	Primarily due to higher investments in Mutual Fund as on 31st March 2021 as compared to Nil investments as at 31st March 2022 resulting in lower average investment for the current year.

Description of Ratio

a. Current Ratio: Total Current Assets / Total Current Liabilities

b. Debt-Equity Ratio: (Total Debt / Shareholder's Equity)
[Total Debt: Non-Current Lease Liabilities + Current Lease Liabilities]
[Shareholder's Equity = Equity Share Capital + Other Equity]

c. Debt service coverage ratio: (Earnings available for debt services / Debt service)
[Earnings available for debt services : Profit After Taxes + Non-cash Operating expense i.e. Depreciation & Amortization Expenses + Finance Cost + Other adjustments viz. loss on sale of fixed assets, etc]
[Debt service: Principal and Interest element of Lease Payments]

d. Return on Equity Ratio: Profit After Taxes / Average Total Equity

e. Inventory Turnover Ratio: Net Revenue / Average Inventory

f. Trade Receivables Turnover Ratio: Net Credit Revenue / Average Trade Receivables

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

g. Trade Payables Turnover Ratio: Operating Expenses / Average Trade Payables

h. Net Capital Turnover Ratio: Net Revenue / Working Capital
[Working Capital: Current Assets - Current Liabilities]

i. Net Profit Ratio: Profit After Taxes / Net Revenue

j. Return on Capital Employed : EBIT / Capital Employed
[Capital Employed: Total Equity]

k. Return on Investment: Income from Current Investments / Average Invested Funds in Current Investments

53 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

(a) Details of benami property held
No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

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

(c) Relationship with struck off companies
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(d) Compliance with number of layers of companies
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(e) Compliance with approved scheme(s) of arrangements
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(f) Utilisation of borrowed funds and share premium

(i) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entity (Intermediary) with the understanding that the Intermediary shall:
  a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or
  b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiary

(ii) The Company has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiary) or
  b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiary

(g) Undisclosed Income
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961 that has not been recorded in the books of accounts.

(h) Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(i) Valuation of Property, Plant and Equipment (including Right-of-use Assets) and Intangible Assets
The Company has not revalued its Property, Plant and Equipment (including Right-of-use Assets) or Intangible Assets or both during the current or previous year.

54. 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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

(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.
TRF Limited
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
The Tinplate Company of India Limited
Tata Steel Mining Limited
Tata Steel Downstream Products Limited

(e) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri (w.e.f. 16th November 2020)	Managing Director
Mr. Ashish Kumar Gupta (till 15th November 2020)	Managing 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. Peeyush Gupta (w.e.f. 8th September 2021)	Non-Executive Director
Mr. Sandeep Bhattacharya	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director
Ms. Stephanie Sabrina Hahn	Non-Executive Director
Mr. Dibyendu Bose (till 8th September 2021)	Non-Executive Director
Mr. Rajiv Mukerji	Non-Executive Director
Mr. Amitabh Panda	Non-Executive Director
Mr. Nobuaki Sumida (till 31st March 2022)	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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

55. 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	**67,231.82**	**3,032.76**	**73.83**	**307.85**	**70,646.26**
	(51,438.13)	(17,411.79)	(76.15)	(284.44)	(69,210.51)
Receiving of Services	**43.54**	**-**	**778.96**	**-**	**822.50**
	(334.48)	-	(405.71)	-	(740.19)
Interest Income	-	-	**-**	**-**	**-**
	-	-	(15.38)	-	(15.38)
Loans Given	-	-	**-**	**-**	**-**
	-	-	(100.00)	-	(100.00)
Dividend Received	-	-	**1,000.00**	**-**	**1,000.00**
	-	-	-	-	-
Repayment of Loan Given	**-**	**-**	**-**	**-**	**-**
	-	-	(488.00)	-	(488.00)
Recovery of Expenses	**38,951.77**	**2,610.23**	**495.07**	**15,039.65**	**57,096.72**
	(19,157.79)	(7,020.39)	(1,019.05)	(12,793.80)	(39,991.03)
Reimbursement of Expenses	**-**	**-**	**14.91**	**-**	**14.91**
	-	-	(155.96)	-	(155.96)
Rental Income	**-**	**-**	**10.12**	**-**	**10.12**
	-	-	(1.32)	-	(1.32)
Dividend Paid	**1,700.00**	**-**	**-**	**-**	**1,700.00**
	(1,000.00)	-	-	-	(1,000.00)
Balance Outstanding as at Year-end					
Trade Receivables	**17,666.11**	**366.93**	**0.13**	**218.86**	**18,252.03**
	(8,664.38)	(5,315.69)	(20.32)	(234.50)	(14,234.89)
Security Deposit Received	**64.14**	**-**	**-**	**-**	**64.14**
	-	-	-	-	-
Advance to Supplier/Service Provider	-	-	**0.11**	**-**	**0.11**
	-	-	(3.27)	-	(3.27)
Trade Payables	**57.04**	**-**	**29.47**	**-**	**86.51**
	(64.38)	-	(40.99)	-	(105.37)
Other Financial Liabilities	**1,979.23**	**-**	**-**	**-**	**1,979.23**
	(2,415.41)	(103.51)	-	-	(2,518.92)
Lease Liabilities	**-**	**-**	**-**	**-**	**-**
	-	-	(120.61)	-	(120.61)
Security Deposit Given	**0.81**	**-**	**38.86**	**-**	**39.67**
	(0.81)	-	(34.75)	-	(35.56)
Contract Liabilities	**2,992.36**	**476.77**	**-**	**632.78**	**4,101.91**
	(4,114.75)	(1,317.95)	-	(1,149.47)	(6,582.17)
Prepaid Expenses	**-**	**-**	**-**	**-**	**-**
	-	-	(4.01)	-	(4.01)

Figures in bracket represents transactions with related parties during the Year ended 31st March 2021 and balances as at 31st March 2021

Post Employment Benefit Plans

` in Lakhs

Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2011
Contribution towards Provident Fund	178.70	180.72

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2022

Transactions with Key Management Personnel

` in Lakhs

Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Remuneration to Key Management Personnel		
Short-term Benefits #	282.15	306.82
Balance Outstanding at Year-end		
Short-term Benefits (grouped under Trade Payables)	44.43	3.16
Commission Payable to Key Management Personnel	20.00	15.00

Includes Deputation Charges paid to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - ₹ 252.55 Lakhs (31st March 2021: ₹ 84.14 Lakhs).

56. 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 period the Code becomes effective.

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April, 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

TKM Global Logistics Limited

CORPORATE INFORMATION

Board of Directors

(As on 1st April, 2022)

Chairman

Mr. Dinesh Shastri

Directors

Mr. Sandeep Bhattacharya
Mr. Amar Patnaik
Mr. Nandan Nandi

Committee of Directors

Audit Committee

Mr. Dinesh Shastri (Chairman)
Mr. Nandan Nandi (Member)
Mr. Amar Patnaik (Member)

Nomination and Remuneration Committee

Mr. Nandan Nandi (Chairman)
Mr. Dinesh Shastri (Member)
Mr. Amar Patnaik (Member)

Corporate Social Responsibility Committee

Mr. Dinesh Shastri (Chairman)
Mr. Nandan Nandi (Member)
Mr. Amar Patnaik (Member)

Management Team

Mr. Manish Agarwal- Country Head – TKM India & Integrated Logistics Solution
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
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

TMILL Group of Companies

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 31st Annual Report of TKM Global Logistics Limited and the Audited Statement of Accounts for the year ended 31st March, 2022.

A. FINANCIAL HIGHLIGHTS

(D in millions)

Sl No.	Particulars	31.03.2022	31.03.2021
(a)	Total Income	877.07	491.63
(b)	Less: Operating and Administrative Expenses	818.17	478.99
(c)	Profit before interest, depreciation and taxes	58.90	12.64
(d)	Less: Depreciation	7.94	2.85
(e)	Less: Interest	2.86	3.85
(f)	**Profit before taxes (PBT)**	**48.10**	**5.94**
(g)	Less: taxes (incl. deferred taxes)	11.65	4.89
(h)	**Profit after taxes (PAT)**	**36.45**	**1.05**

Transfer to reserves

The Company has not transferred any amount to Reserves for the year ended 31st March, 2022.

B. OPERATION AND PERFORMANCE

1. Company Performance

The total income for FY '22 was Rs. 877.07 million, higher by 78.34% over the previous year's total income of Rs. 491.64 million in FY '21. The profit after tax (PAT) attributable to shareholders for FY '22 was Rs. 36.45 million vis-à-vis the PAT of Rs. 1.05 million for FY '21.

2. Operation

Freight Forwarding:- Operations were realigned to adapt new normal and ensure business continuity. In the freight forwarding business, the Company achieved air imports volumes of 250MT. Air exports is almost same as compared to FY'21 i.e. from 46 MT to 43 MT.

The Company has handled 49498.56 CBM Project Cargo imports during FY'22 for Tata Steel from Vizag on bundled offering basis.

Sea Export volume of 9540 TEUs from Annual Rate Contract Module which is approximately 86% of the total volume achieved in FY'22.

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.

Material Handling contract (Tata Steel Kalinganagar):- This is a new contract obtained in Sep.21. It is being operation inside plant with JIT delivery of project material at project site namely -CRM, PELLER PLANT AND BLAST FURNACE and expansion project going on at plant.

Operations were realigned to adapt new normal and ensure business continuity. In Warehouse business, the Company achieved Revenue of 5.79 Cr as compared to FY'21 Revenue of Rs 1.76 Cr. As a way forward for Warehouse division, the Company plans to focus on business from Tata Group in west with import nomination.

C. STRENGTHS, WEAKNESSES, OPPORTUNITIES & THREATS

a. Strengths

i. Ability to provide end-to-end logistics solution.

ii. Ready to provide logistics solutions through network partners on Pan India basis.

iii. Manage just-in-time supply requirement.

b. Weakness

i. Not able to offer aggressive freight rates in comparison to competition.

ii. Weak overseas network.

iii. Limited ability to console inbound air/sea cargo.

c. Opportunities

i. Tata Steel and its group companies, which have huge expansion plans could be tapped for FF business.

ii. Tapping non-Tata customers with high volume in western region.

iii. Project Cargo Handling from Vizag/Paradip port.

d. Threats

i. Shipping lines directly contacting MSME customers obviating the need for freight forwarders.

ii. Possible development of Online Freight trading platforms obviating the need for Freight Forwarders.

D. CORPORATE GOVERNANCE

The Company is committed to maintain a high standard of corporate governance practices and procedures. It believes that good corporate governance practices are essential for enhancing shareholders' value and in carrying on business, imbibing the principles of trusteeship, empowerment, innovation, corporate social responsibility, transparency and ethical practices.

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, 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, 2022, the Board comprised of 4 (four) 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. Nandan Nandi was appointed as Non-Executive Director on the Board w.e.f 16th November, 2021.
- Mr. Sandeep Bhattacharya was appointed as Non-Executive Director on the Board w.e.f. 2nd March, 2022.

(ii) Cessations

Mr. Anand Chand- Non-Executive Director resigned from Board w.e.f 15th November, 2021.

(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. Amar Patnaik- 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 31st 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, 2022, 5 (five) Board Meetings were held on: 12th April 2021, 13th July 2021, 7th October 2021, 10th January 2022 and 10th March, 2022. 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 2022, 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, 2022 on 12th April 2021, 9th July 2021, 7th October 2021 and 10th January 2022.

During the year under review, Mr. Nandan Nandi- Non Executive Director was appointed as Member of Audit Committee w.e.f 16th November, 2021 in place of Mr. Anand Chand who resigned from the Board w.e.f 15th November, 2021.

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 2022, 1 (one) Nomination and Remuneration Committee Meeting was held on 12th April, 2021.

During the year under review, Mr. Nandan Nandi- Non Executive Director was appointed as Chairman & Member of Nomination and Remuneration Committee w.e.f 16th November, 2021 in place of Mr. Anand Chand who resigned from the Board w.e.f 15th November, 2021.

c. Corporate Social Responsibility Committee

During the financial year ended 31st March 2022, four (4) CSR Committee meetings were held on 12th April 2021, 9th July 2021, 7th October 2021 and 10th January 2022.

During the year under review, Mr. Nandan Nandi- Non Executive Director was appointed as Member of Corporate Social Responsibility Committee w.e.f 16th November, 2021 in place of Mr. Anand Chand who resigned from the Board w.e.f 15th November, 2021.

The Company spent an amount of Rs. 14.78 lakhs in FY 21-22 as against the requirement of Rs. 14.48 lakhs (i.e. Rs. 0.30 lakhs over and above the mandatory spend) on CSR activities.

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

M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, Accountants, who are the statutory auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, it is proposed to appoint M/s Price Waterhouse & Co. Chartered Accountants LLP, as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company to be held in the year 2027, 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 Rs. 25.66 million on account of freight, agency fees and others and the foreign exchange outgo during the year in terms of outflows was Rs. 68.08 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

Nandan Nandi
Director
DIN: 09364725

Place: Kolkata
Date: 19th April, 2022

Annexure A

DETAILS OF MEETING OF BOARD & COMMITTEES - FY 2021-22

Meeting of the Board of Directors for FY 2021-22

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dinesh Shastri	Chairman	5	5
Mr. Sandeep Bhattacharya*	Non- Executive	5	1
Mr. Amar Patnaik	Non- Executive	5	5
Mr. Nandan Nandi*	Non- Executive	5	2
Mr. Anand Chand**	Non- Executive	5	3

Meeting of the Audit Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dinesh Shastri	Chairman	4	4
Mr. Amar Patnaik	Non- Executive	4	4
Mr. Nandan Nandi*	Non- Executive	4	1
Mr. Anand Chand**	Non- Executive	4	3

Meeting of the Nomination & Remuneration Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Nandan Nandi*	Chairman	1	0
Mr. Anand Chand**	Chairman	1	1
Mr. Dinesh Shastri	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	4	4
Mr. Amar Patnaik	Non- Executive	4	4
Mr. Nandan Nandi*	Non- Executive	4	1
Mr. Anand Chand**	Non- Executive	4	3

** Appointed during the year.*
***Resigned 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, 2020

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 and provide opportunities for our employees to contribute to these efforts through volunteering and engagement.

2. Composition of CSR Committee as on 31st March, 2022:

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	Chairman	4	4
Mr. Nandan Nandi*	Non Executive Director	4	1
Mr. Amar Patnaik	Non Executive Director	4	4

Appointed w.e.f 16th November, 2021

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 `)
NIL	NIL	NIL
Total		

6. Average net profit of the company as per section 135(5). **Rs. 7,24,02,559/-**

7. (a) Two percent of average net profit of the company as per section 135(5)- **Rs. 14,48,051/-**
(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)- **Rs. 14,48,051/-**

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.
14.78 lakhs	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**

Annexure B

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)	(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. (State / District)	Amount spent for the project (in `)	Mode of implemen-tation - Direct (Yes/ No)	Mode of implementation - Through implementing agency	
							Name	CSR Registration no.
1.	Climate Resilient Agriculture	Item No. 2(iv) livelihood enhancement projects	Yes	East Singhbhum, Jamshedpur Jharkhand	9.00	No	Tata Steel Foundation	CSR00001142
2.	Integrated Farming System	Item No. 4(i) ensuring environmental sustainability, ecological balance	Yes	Jajpur, Odisha	3.00	No	Tata Steel Foundation	CSR00001142
2.	Electrification of Anganwadi Schools	Item No. 2(i) Promoting education,	Yes	Purba Medinipur, Haldia, West Bengal	1.49	Yes	-	-
3.	Donation of clothes/ household items/other accessories for inmates (excludes infrastructure development)	Item No. 1(iv) promoting health care including preventive health care	Yes	Purba Medinipur, Haldia, West Bengal	0.73	No	Gandhi Ashram	CSR00003411
4.	Providing Wireless Indirect Opthalmoscope	Item No. 1 (iv) promoting health care including preventive health care	Yes	Purba Medinipur, Haldia, West Bengal	0.56	No	Ramakrishna Sarda Mission Ashram	CSR00003617
	Total				**14.78**			

(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)- **`14.78 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)	**`14.48 lakhs**
(ii)	Total amount spent for the Financial Year	**`14.78 lakhs**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**`0.30 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)]	**`0.30 lakhs ***

**Excess amount spent but NOT being used taken for set off in succeeding financial year.*

Annexure B

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**

The Company has spent an amount of Rs. 0.30 lakhs over and above the budget.

On behalf of the Board

Kolkata,19th April, 2021

Dinesh Shastri
Chairman

Nandan Nandi
Director

Annexure C

MGT -9

Extract of Annual Return as on Financial Year ended 31st March, 2022

[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	94%
2.	Warehousing, Material Handling and others	DIV 52 Group 521	6%

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 01.04.2021				No. of Shares held at the end of the year 31.03.2022				% 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 01.04.2021			Shareholding at the end of the year 31.03.2022			% 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. Dinesh Shastri	1	0	0	1	0	0	0
3.	TM International Logistics Ltd. j/w Ms. Jyoti Purohit	1	0	0	1	0	0	0
4.	TM International Logistics Ltd. j/w Mr. Amit Kumar Sau	1	0	0	1	0	0	0
5.	TM International Logistics Ltd. j/w Mr. Nandan Nandi	0	0	0	1	0	0	0
6.	TM International Logistics Ltd. j/w Mr. Anand Chand	1	0	0	0	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

iii. Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year 01.04.2021		Cumulative Shareholding during the year 31.03.2022	
		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 2022, Mr. Nandan Nandi (Director) & Mr. Dinesh Shastri (Chairman), holds 1 share each jointly with TMILL.

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	NIL	NIL	NIL	NIL
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	**NIL**	**NIL**	**NIL**	**NIL**
Change in Indebtedness during the financial year				
• Addition	NIL	NIL	NIL	NIL
• Reduction				
Net Change	**NIL**	**NIL**	**NIL**	**NIL**
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 84.6599	1 RMB = INR 11.9526
4.	Share capital	84.67	43.88
5.	Reserves & surplus	1,887.64	15.91
6.	Total Assets	2,337.14	140.22
7.	Total Liabilities	2337.14	140.22
8.	Investments	-	-
9.	Turnover	776.53	625.36
10.	Profit before taxation	104.55	10.86
11.	Provision for taxation	38.73	.20
12.	Profit after taxation	65.83	10.67
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, 2022. 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, 2022, 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.

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, 2022, 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, 2022 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, 2022 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2022. Refer Note 47 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, 2022. Refer Note 48 to the Financial Statements.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 53(a) to the financial statements.

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 53(b) to the financial statements.

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The dividend paid during the year by the Company is in compliance with Section 123 of the Act.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22060466AHJNDS7677
Kolkata
April 19, 2022

TKM GLOBAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12(f) of the Independent Auditor's Report of even date to the members of TKM Global Logistics Limited on the financial statements for the year ended March 31, 2022

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, 2022 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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22 060466AHJNDS7677

Kolkata
April 19, 2022

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, 2022

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

(b) The Property, Plant and Equipment 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 all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 4 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.

ii. (a) The Company is in the business of rendering services and, consequently, does not hold any inventory. Therefore, the provisions of clause 3(ii)(a) of the Order are not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions. Therefore, the provisions of clause 3(ii)(b) of the Order are not applicable to the Company.

iii. (a) The Company has not made investments, or stood guarantee, or provided security to companies/ firms/ Limited Liability Partnerships/ other parties during the year. The Company has not granted secured/ unsecured loans/ advances in nature of loans, to companies/ firms/ Limited Liability Partnerships/ other parties, other than loan to eight employees. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to employees are as per the table given below:

Particulars	Amount (Rs. in lakhs)
Aggregate amount granted during the year - Others	7.00
Balance outstanding as a balance sheet date in respect of the above case - Others	3.55

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

(c) In respect of the loan to employees, 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.

(d) In respect of aforesaid loan to employees, there is no amount which is overdue for more than ninety days.

(e) There were no loans, which were granted to same parties and which fell due during the year and were renewed/extended. Further no fresh loans were granted to any party to settle the overdue loans.

(f) The loans granted during the year, had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand. No amount of loans were granted to the promoters/ related parties.

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 reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits 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 sub-section (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 and provident fund, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including employees' state insurance, sales tax, income 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.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of professional tax, provident fund, employees' state insurance, 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 service tax and income tax as at March 31, 2022 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 2oo9-10	Customs Excise & Service Tax Appellant 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. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Ix. (a) As the Company did not have any loans or other borrowings from any lender during the year, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.

(c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short term basis.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company has no associate or joint venture.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. The Company has no associate or joint venture.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the 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, a report under Section 143(12) of the Act, in Form ADT¬4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) 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, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures specified under Section 133 of the Act.

xiv. (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

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

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.

xix. According to the information and explanations given to us and 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, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/ E-300009

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 22060466AHJNDS7677

Kolkata
April 19, 2022

Balance Sheet as at 31st March, 2022

	Particulars	Note	As at 31st March 2022 ₹ in Lakhs	As at 31st March 2021 ₹ in Lakhs
	ASSETS			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	558.40	575.48
	(b) Intangible Assets	4	2.80	5.14
	(c) Right of use assets	5	293.15	-
	(d) Financial Assets			
	(i) Investments	6	549.42	549.42
	(ii) Other Financial Assets	7	48.03	73.59
	(e) Non-current Tax Asset (Net)	8	701.21	766.75
	(f) Deferred Tax Assets (Net)	35	-	62.92
	(g) Other Non-current Assets	9	0.04	0.07
	Total Non-current Assets		**2,153.05**	**2,033.37**
(2)	**Current assets**			
	(a) Financial Assets			
	(i) Loans	10	3.55	4.95
	(ii) Trade Receivables	11	1,170.02	1,118.76
	(iii) Cash and Cash Equivalents	12	650.22	373.29
	(iv) Other Bank Balances	13	166.95	17.93
	(v) Other Financial Assets	14	6.80	106.54
	(b) Other Current Assets	15	101.26	131.03
	Total Current Assets		**2,098.80**	**1,752.50**
	TOTAL ASSETS		**4,251.85**	**3,785.87**
	EQUITY AND LIABILITIES			
	EQUITY			
	(a) Equity Share Capital	16	360.00	360.00
	(b) Other Equity	17	2,735.41	2,560.61
	Total Equity		**3,095.41**	**2,920.61**
	LIABILITIES			
	(1) Non-current Liabilities			
	(a) Financial Liabilities			
	(i) Lease Liabilities	18	207.69	29.72
	(ii) Other Financial Liabilities	19	-	34.74
	(b) Provisions	20	113.39	108.33
	(c) Deferred Tax Liabilities (Net)	35	31.62	-
	(d) Other Non-current Liabilities	21	-	0.91
	Total Non-current Liabilities		**352.70**	**173.70**
	(2) CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	22		
	a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		5.54	14.13
	b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		592.58	479.86
	(ii) Lease Liabilities	23	96.38	79.03
	(iii) Other Financial Liabilities	24	38.86	-
	(b) Provisions	25	42.05	46.27
	(c) Other Current Liabilities	26	28.33	72.15
	(d) Current Tax Liabilities (Net)	27	-	0.12
	Total Current Liabilities		**803.74**	**691.56**
	Total Liabilities		**1,156.44**	**865.26**
	Total Equity and Liabilities		**4,251.85**	**3,785.87**

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 19, 2022

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

TKM TM ISL
TMILL Group of Companies

Statement of Profit and Loss for the year ended 31st March, 2022

	Particulars	Note	For the Year ended 31st March 2022 ₹ in Lakhs	For the Year ended 31st March 2021 ₹ in Lakhs
I.	**Revenue from Operations**	28	8,424.57	4,824.37
II.	**Other Income**	29	346.16	91.99
III.	**Total Income (I +II)**		**8,770.73**	**4,916.36**
IV.	**IV. Expenses**			
	Operating Expenses	30	7,401.05	3,964.23
	Employee Benefits Expense	31	624.36	667.80
	Finance Costs	32	28.61	38.53
	Depreciation and Amortization Expenses	4&5	79.37	28.53
	Other Expenses	33	156.29	157.88
	Total Expenses		**8,289.68**	**4,856.97**
V.	**Profit Before Tax (III-IV)**		**481.05**	**59.39**
VI.	**Income Tax Expense:**		**48.85**	**275.50**
	(1) Current Tax		21.92	7.00
	(2) Deferred Tax	35	94.54	39.42
	(3) Income Tax for earlier years		-	2.43
VII.	**Profit for the Year (V-VI)**		**364.59**	**10.54**
VIII.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurement Gain on Post-Employment Defined Benefit Plans		13.65	21.70
	(2) Income Tax on Above		(3.44)	(5.64)
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**374.80**	**26.60**
X.	**Earning per Equity Share**	36		
	(1) Basic		**10.13**	0.29
	(2) Diluted		**10.13**	0.29

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 19, 2022

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Statement of Changes in Equity for Year ended 31st March 2022

A. Equity Share Capital (Refer Note 16)	Amount ₹ in Lakhs
Balance as at 1st April 2020	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	**360.00**
Balance as at 1st April 2021	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2022	**360.00**

B. Other Equity (Refer Note 17)	General Reserves ₹ in Lakhs	Retained Earnings ₹ in Lakhs	Total ₹ in Lakhs
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**
Balance as at 1st April 2021	**5.64**	**2,554.97**	**2,560.61**
Profit for the Year	-	**364.59**	**364.59**
Other Comprehensive Income for the Year	-	**10.21**	**10.21**
Dividend Paid	-	**(200.00)**	**(200.00)**
Balance as at 31st March 2022	**5.64**	**2,729.77**	**2,735.41**

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number : 060466

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 19, 2022

TMILL Group of Companies

Cash Flow Statement for the year ended 31st March, 2022

Sl. No.	Particulars	Note No.	For the year ended 31st March 2022 ₹ in Lakhs	For the year ended 31st March 2021 ₹ in Lakhs
A.	**Cash Flows from Operating Activities**			
	Net Profit before Tax		481.05	59.39
	Adjustments for:			
	Depreciation and Amortisation Expense	4,5	79.37	28.53
	Finance Costs	32	28.61	38.53
	Loss due to pre-closure of Lease Arrangement	33	8.26	-
	Dividend Income from Subsidiary	29	(222.22)	-
	Interest on IT refund	29	(39.77)	(16.76)
	Liabilities no Longer Required Written Back	29	(30.05)	(38.06)
	Provision for Doubtful Debts Written Back	29	-	(0.52)
	Interest Income	29	(24.80)	(30.27)
	(Gain)/Loss on Disposal of Property, Plant and Equipment(Net)	33	-	0.85
	Operating Profit before Changes in Operating Assets and Liabilities		**280.45**	41.69
	Changes in Operating Assets and Liabilities			
	(Increase)/Decrease in Trade Receivables		(51.26)	631.65
	(Increase)/Decrease in Loans		14.30	3.63
	(Increase)/Decrease in Other Assets		29.81	54.41
	Increase/(Decrease) in Trade Payables		134.16	(272.69)
	Increase/(Decrease) in Other Financial Liabilities		4.12	(21.87)
	Increase/(Decrease) in Provisions		14.49	(22.95)
	Increase/(Decrease) in Other Liabilities		(44.73)	7.91
	Cash Generated from Operating Activities		**381.34**	421.78
	Income Taxes Received		79.84	262.26
	Net Cash Generated from Operating Activities		**461.18**	684.04
B.	**Cash Flows from Investing Activities**			
	Payments for Placing of Deposits with Banks	13	(151.03)	(1.02)
	Interest Received	29	5.36	5.95
	Dividend Income from Subsidiary	29	222.22	-
	Payments for Acquisition of Property, Plant and Equipment	4	(1.47)	(7.22)
	Cash Generated from/ (used in) Investing Activities		**75.08**	(2.29)
C.	**Cash Flows from Financing Activities**			
	Repayment of Borrowings		-	(488.00)
	Proceeds from Borrowings	22	-	100.00
	Dividend Paid to Holding Company		(200.00)	-
	Lease Rental Received		31.35	115.48
	Lease Rental Paid		(90.68)	(107.26)
	Interest Paid		-	(15.39)
	Net Cash used in Financing Activities		**(259.33)**	(395.17)
	Net Increase in Cash and Cash Equivalents (A+B+C)		**276.93**	286.58
	Cash and Cash Equivalents at the Beginning of the Year	12	373.29	86.71
	Cash and Cash Equivalents at the End of the Year	12	**650.22**	373.29

Note:
The above Statement of Cash Flow 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 Statement of Cash Flows.
This is the Statement of Cash Flow referred to in our Report of even date.

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number : 060466

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 19, 2022

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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 Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 19, 2022.

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 derecognized.

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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. Amortization is recognized 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 derecognized 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 recognized in Statement of Profit and Loss when the asset is derecognized.

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 recognized for the asset (or cash generating unit) in prior periods. A reversal of an impairment loss is recognized 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

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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:

- 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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.

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 in 'Other Income' in the Statement of Profit and Loss.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

(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 derecognized 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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

TThe 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.

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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.

3.1 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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.

3.2 NEW AMENDMENTS ISSUED BUT NOT EFFECTIVE

The Ministry of Corporate Affairs has vide notification dated March 23, 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain accounting standards, and are effective April 1, 2022. These amendments are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

3.3 ROUNDING OF AMOUNTS

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs (Rs.00,000) as per the requirement of the Schedule III, unless otherwise stated.

4. PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

₹ in Lakhs

	As at March 2022	As at March 2021
Net Carrying amount of :		
Building	545.20	556.38
Plant and Equipments	2.62	3.19
Furniture and Fixtures	3.51	3.07
Vehicles	4.84	8.80
Office Equipments	2.23	4.04
Total Property, Plant and Equipment	**558.40**	**575.48**
Softwares	2.80	5.14
Total Intangible Assets	**2.80**	**5.14**

₹ 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 2021	623.62	6.57	32.26	19.30	10.83	**692.58**	22.32	**22.32**
Additions	-	-	1.13	-	0.34	**1.47**	-	-
Disposals	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31st March 2022	**623.62**	**6.57**	**33.39**	**19.30**	**11.17**	**694.05**	**22.32**	**22.32**
Accumulated Depreciation/ Amortisation as at 1st April 2021	67.24	3.38	29.19	10.50	6.79	**117.10**	17.18	**17.18**
Charge for the Year	11.18	0.57	0.69	3.96	2.15	**18.55**	2.34	**2.34**
Disposals	-	-	-	-	-	-	-	-
Accumulated Depreciation/ Amortisation as at 31st March 2022	**78.42**	**3.95**	**29.88**	**14.46**	**8.94**	**135.65**	**19.52**	**19.52**
Net Carrying Amount at the beginning of the Year	**556.38**	**3.19**	**3.07**	**8.80**	**4.04**	**575.48**	**5.14**	**5.14**
Net Carrying Amount at the end of the Year	**545.20**	**2.62**	**3.51**	**4.84**	**2.23**	**558.40**	**2.80**	**2.80**

Notes forming part of the Financial Statements for the year ended 31st March, 2022

	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**	4.19	**4.19**
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**

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.

(iii) There are no proceedings against the Company that have been initiated or pending for holding any benami property under the Benami Transactions (Prohibition) Act, 1988. (45 of 1988) and the rules made thereunder.

₹ in Lakhs

5. Right of Use Assets	As at 31st March 2022	As at 31st March 2021
Net Carrying amount of :		
Note 5- Right of Use Assets		
Land & Buildings	293.15	-
Total Right of Use Assets	**293.15**	-

₹ in Lakhs

	Land & Buildings	Total Right of Use Assets
Gross Carrying Amount as at 1st April 2021	-	-
Additions	351.63	351.63
Disposals	-	-
Gross Carrying Amount as at 31st March 2022	**351.63**	**351.63**
Accumulated Depreciation/Amortisation as at 1st April 2021	-	-
Charge for the Year	**58.48**	58.48
Disposals	-	-
Accumulated Depreciation/Amortisation as at 31st March 2022	**58.48**	**58.48**
Net Carrying Amount at the beginning of the Year	-	-
Net Carrying Amount at the end of the Year	**293.15**	**293.15**

	Land & Buildings	Total Right of Use Assets
Gross Carrying Amount as at 1st April 2020	-	-
Additions	-	-
Disposals	-	-
Gross Carrying Amount as at 31st March 2021	-	-
Accumulated Depreciation/Amortisation as at 1st April 2020	-	-
Charge for the Year	-	-
Disposals	-	-
Accumulated Depreciation/Amortisation as at 31st March 2021	-	-
Net Carrying Amount at the beginning of the Year	-	-
Net Carrying Amount at the end of the Year	-	-

Note :

(i) Aggregate amount of depreciation/amortisation charge has been included under "Depreciation and Amortisation Expenses" in the Statement of Profit and Loss.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

6. NON-CURRENT INVESTMENTS	As at 31st March 2022	As at 31st March 2021
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 2021: 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 2021: 1 Share of USD 10,00,000, fully paid up)		
	549.42	549.42

₹ in Lakhs

7. OTHER FINANCIAL ASSETS - NON - CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good :		
Lease Rental Receivables @	**-**	32.69
Security Deposits	**46.01**	40.90
Fixed Deposit with Banks	**2.02**	-
	48.03	73.59
@ Includes dues from Related Parties (Refer Note 41)	**-**	32.69

₹ in Lakhs

8. NON-CURRENT TAX ASSETS (NET)	As at 31st March 2022	As at 31st March 2021
Advance Payment of Taxes [Net of Provisions for Tax ₹ 571.05 Lakhs (31st March 2021: ₹ 563.13 Lakhs)]	**701.21**	766.75
	701.21	766.75

₹ in Lakhs

9. OTHER NON-CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Prepaid Expenses	**0.04**	0.07
	0.04	**0.07**

₹ in Lakhs

10. LOANS - CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good :		
Loan to Employees	**3.55**	4.95
	3.55	4.95

₹ in Lakhs

11. TRADE RECEIVABLES	As at 31st March 2022	As at 31st March 2021
Trade Receivables Considered Good - Unsecured @	**1,170.02**	1,118.76
Trade Receivables Credit Impaired @	**58.79**	45.32
	1,228.81	1,164.08
Less : Loss Allowance	**(58.79)**	(45.32)
	1,170.02	1,118.76
@ Includes dues from Related Parties (Refer Note 41)	**934.61**	680.62

Notes forming part of the Financial Statements for the year ended 31st March, 2022

Trade Receivables ageing schedule	31st March 2022						
	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	834.46	334.97	0.58	-	-	-	1,170.02
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	0.40	6.94	0.90	2.93	2.78	13.95
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	**44.84**	**44.84**

Trade Receivables ageing schedule	31st March 2021						
	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	677.92	373.24	32.33	10.63	24.64	-	1,118.76
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	0.48	-	-	0.48
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	**44.84**	**44.84**

₹ in Lakhs

12. CASH AND CASH EQUIVALENTS	As at 31st March 2022	As at 31st March 2021
Cash on Hand	**-**	0.03
Balances with Banks		
In Current Account	**200.22**	123.26
In Deposit Account	**450.00**	250.00
	650.22	373.29

₹ in Lakhs

13. OTHER BANK BALANCES	As at 31st March 2022	As at 31st March 2021
Deposit with Banks	166.95	17.93
	166.95	17.93

₹ in Lakhs

14. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good :		
Interest Accrued on Deposits	**6.08**	0.88
Lease Rental Receivables @	**-**	86.94
Security Deposits	**0.72**	18.72
	6.80	**106.54**
@ Includes dues from Related Parties (Refer Note 41)	**-**	**86.94**

₹ in Lakhs

15. OTHER CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Balance with Government Authorities #	**49.65**	49.03
Prepaid Expenses	**15.96**	21.96
Advances to Suppliers/Service Providers	**53.29**	77.68
	118.90	148.67
Less: Provision for Doubtful Advances	**(17.64)**	(17.64)
	101.26	131.03

'# 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

16. EQUITY SHARE CAPITAL	As at 31st March 2022	As at 31st March 2021
Authorised 50,00,000 Equity Shares of ₹ 10 each (31st March 2021: 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 2021: 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 2022		As at 31st March 2021	
	Number of Equity Shares	Equity Share Capital	Number of Equity Shares	Equity Share Capital
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 Shares held by promoters at the end of the Year

Promoter's Name	Relation	As at 31st March 2022			As at 31st March 2021	
		Number of Equity Shares in Lakhs	% of Total Shares	% change during the year	Number of Equity Shares in Lakhs	% of Total Shares
TM International Logistics Limited	Holding Company	36.00	100%	-	36.00	100%
		36.00	**100%**	-	36.00	100%

iii Details of Equity Shares held by holding company :

₹ in Lakhs

Shareholders	31st March 2022	31st March 2021
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 2022		As at 31st March 2021	
	Number of equity shares	%	Number of equity shares	%
TM International Logistics Limited	**36.00**	**100%**	**36.00**	**100%**

v 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.

₹ in Lakhs

17. OTHER EQUITY	As at 31st March 2022	As at 31st March 2021
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	**2,554.97**	2,528.37
Profit for the Year	**364.59**	10.54
Less: Dividend Paid	**(200.00)**	-
Other Comprehensive Income	**10.21**	16.06
- Remeasurements of Post-Employment Defined Benefit Plans		
Balance at the end of the Year	**2,729.77**	2,554.97
	2,735.41	2,560.61

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

18. LEASE LIABILITIES- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities	**207.69**	29.72
	207.69	29.72

₹ in Lakhs

19. OTHER FINANCIAL LIABILITIES - NON CURRENT	As at 31st March 2022	As at 31st March 2021
Security Deposits @	-	34.74
	-	34.74
@ Includes dues from Related Parties (Refer Note 41)	-	34.74

₹ in Lakhs

20. PROVISIONS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
- Provision for Compensated Absences	**113.39**	108.33
	113.39	108.33

₹ in Lakhs

21. OTHER NON-CURRENT LIABILITIES	As at 31st March 2022	As at 31st March 2021
Deferred Rent @	-	0.91
	-	0.91
@ Includes dues from Related Parties (Refer Note 41)	-	0.91

₹ in Lakhs

22. TRADE PAYABLES - CURRENT	As at 31st March 2022	As at 31st March 2021
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	**5.54**	14.13
Creditors for Supplies and Services - Others @	**476.46**	370.08
Creditors for Accrued Wages and Salaries	**116.12**	109.78
	598.12	493.99
@ Includes dues from Related Parties (Refer Note 41)	**5.13**	48.06

Trade Payables aging schedule	31st March 2022						
	Outstanding for following periods from due date of payment						
	Unbilled dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	5.54	-	-	-	-	5.54
(ii) Others	284.28	207.20	99.18	(2.96)	2.65	2.23	592.58
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

Trade Payables aging schedule	31st March 2021						
	Outstanding for following periods from due date of payment						
	Unbilled dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	11.60	2.53	-	-	-	14.13
(ii) Others	214.84	172.99	71.72	3.33	1.75	0.83	465.46
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	14.40	-	14.40

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

23. LEASE LIABILITIES - CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities	**96.38**	79.03
	96.38	79.03
@ Includes dues from Related Parties (Refer Note 41)	-	-

₹ in Lakhs

24. OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March 2022	As at 31st March 2021
Security Deposits @	**38.86**	-
	38.86	-
@ Includes dues from Related Parties (Refer Note 41)	38.86	-

₹ in Lakhs

25. PROVISIONS - CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
- Provision for Gratuity	**40.16**	44.52
- Provision for Compensated Absences	**1.89**	1.75
	42.05	**46.27**

₹ in Lakhs

26. OTHER CURRENT LIABILITIES	As at 31st March 2021	As at 31st March 2020
Contract Liabilities @	**13.43**	59.57
Deferred Rent @	**-**	2.73
Dues Payable to Government Authorities #	**14.90**	9.85
	28.33	**72.15**
@ Includes dues from Related Parties (Refer Note 41)	1.09	30.26

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 2022	As at 31st March 2021
Provision for Taxes [Net of Advance Tax: ₹ Nil (31st March 2021: ₹ 11.05 Lakhs)]	**-**	0.12
	-	0.12

₹ in Lakhs

28. REVENUE FROM OPERATIONS	For the period ended 31st March 2022	For the period ended 31st March 2021
Sale of Services		
i) Freight, Agency and Other Charges	**7,472.03**	4,239.96
ii) Warehousing	**547.42**	60.52
Other Operating Revenues		
i) Service Charge	**405.12**	523.89
	8,424.57	4,824.37

₹ in Lakhs

29. OTHER INCOME	For the period ended 31st March 2022	For the period ended 31st March 2021
Dividend Income from Subsidiary	**222.22**	-
Liabilities no Longer Required Written Back	**30.05**	38.06
Gain on Foreign Currency Transactions (Net)	**22.93**	3.54
Provision for Doubtful Debts Written Back	**-**	0.52
Interest Income	**24.80**	30.27
Income from Rental Services	**6.36**	2.64
Interest on IT Refund	**39.77**	16.76
Other Non-Operating Income	**0.03**	0.20
	346.16	91.99

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

30. OPERATING EXPENSE	For the period ended 31st March 2022	For the period ended 31st March 2021
Freight, Documentation and Other Charges	**6,947.82**	3,900.84
Warehousing Expense	**453.23**	63.39
	7,401.05	3,964.23

₹ in Lakhs

31. EMPLOYEE BENEFITS EXPENSE	For the period ended 31st March 2022	For the period ended 31st March 2021
Salaries and Wages	**575.40**	622.70
Contribution to Provident and Other Funds	**46.79**	43.88
Staff Welfare Expenses	**2.17**	1.22
	624.36	667.80

₹ in Lakhs

32. FINANCE COSTS	For the period ended 31st March 2021	For the period ended 31st March 2020
Interest Expense	**11.66**	23.07
Unwinding of Discount- Lease Liabilities	**16.95**	15.46
	28.61	38.53

₹ in Lakhs

33. OTHER EXPENSES	For the period ended 31st March 2022	For the period ended 31st March 2021
Power and Fuel	**3.42**	2.12
Rent	**15.32**	4.87
Repairs and Maintenance		
- Buildings	3.57	3.57
- Others	8.24	9.56
Insurance	**22.33**	28.92
Rates and Taxes	**4.35**	3.93
Travelling and Conveyance Expenses	**5.86**	2.81
Legal and Professional Fees	**20.92**	36.69
Provision for Doubtful Debts	**13.47**	0.48
Payment to Auditors (Refer Note 32.1)	**10.38**	9.80
Corporate Social Responsibility Expenditure	**14.78**	13.00
Bad Debts Written-off	**-**	4.30
Loss on Sale of Property, Plant and Equipment (Net)	**-**	0.85
Miscellaneous Expenses	**33.65**	36.98
	156.29	157.88
33.1 Payment to Auditors		
As Auditors		
- Audit Fee	**5.50**	5.50
- Other Matters (including Certification)	**4.55**	4.05
- Out of Pocket Expenses	**0.33**	0.25
33.2 CSR expenditure		

Section 135 of Companies Act is not applicable to the Company. During the year ended March 31, 2022, the Company has voluntarily incurred revenue expenditure which was recognised in the Statement of Profit and Loss amounting to ₹ 14.78 lakhs (FY 21: ₹ 13.00 lakhs).

₹ in Lakhs

Notes forming part of the Financial Statements for the year ended 31st March, 2022

34. INCOME TAX EXPENSE	For the Year ended 31st March 2022	For the Year ended 31st March 2021
A. Tax Expense Recognised in Profit or Loss		
Current Tax		
Current Tax on Profits for the Year	**21.92**	7.00
Income Tax for earlier years	-	2.43
Deferred Tax		
Origination and Reversal of Timing Differences	**94.54**	39.42
Income Tax Expense	**116.46**	48.85

As per Section 115BAA, domestic companies have the option to pay corporate income tax at a lower rate of 22% plus applicable surcharge and cess subject to certain conditions. The Company has elected to exercise the irrevocable option to pay tax at the aforesaid lower rate from the financial year ended March 31, 2022.

Reconciliation of the Income Tax Expense to the Profit for the year as follows: ₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Profit Before Tax for the Year	481.05	59.39
Income Tax Expense calculated at 25.17% (31st March 2021: 26.00%)	121.07	15.44
Effect of items that are not Deductible in Determining Taxable Profit	(5.82)	3.38
Effects of items taxable at special rate	(50.34)	-
Effect on Deferred Tax Balances due to the Change in Income Tax Rate	0.33	5.64
Impact of change in statutory taxe rates	52.50	24.63
Others	(1.28)	(0.24)
	116.46	**48.85**

The tax rate used in the reconciliations above is the corporate tax rate of 22% (31st March 2021: Tax Rate of 25%) plus surcharge and cess, where applicable.

35. DEFERRED TAX (LIABILITY)/ASSET (NET)

₹ in Lakhs

	As at 31st March 2021	(Charge)/ Credit for the Period	As at 31st March 2022
Deferred Tax Liabilities			
Property, Plant and Equipment and Intangible Assets	(88.14)	0.91	**(87.23)**
Right to use assets (net of lease payable).	(2.83)	0.08	**(2.75)**
	(90.97)	0.99	**(89.98)**
Deferred Tax Assets			
Provision for Doubtful Debts and Advances	16.37	2.87	**19.24**
Leave Encashment & Gratuity	40.20	(1.08)	**39.12**
MAT Credit Entitlement	52.50	(52.50)	-
Unabsorbed Business Loss	44.82	(44.82)	-
	153.89	(95.53)	**58.36**
Deferred Tax Credit		(94.54)	
Deferred Tax Asset (Net)	62.92		**(31.62)**

Notes forming part of the Financial Statements for the year ended 31st March, 2022

₹ in Lakhs

36. EARNINGS PER SHARE (EPS)	For the Year ended 31st March 2022	For the Year ended 31st March 2021
(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 (₹)	**364.59**	**10.54**
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	**10.13**	0.29
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**10.13**	0.29

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 **₹ 23.84 Lakhs** (31st March 2021: ₹ 24.29 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, 2022

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 2022	For the year ended 31st March 2021
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	**159.57**	188.15
b. Current Service Cost	**11.51**	14.31
c. Interest Expense	**10.38**	11.43
d. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	**(5.06)**	(19.32)
Actuarial Gain arising from Changes in Financial Assumptions	**(1.57)**	-
e. Benefits Paid	**(9.17)**	(35.00)
f. Acquisitions Credit	**-**	-
g. Present Value of Obligation at the End of the Year	**165.66**	159.57
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	**115.07**	125.11
b. Interest Income	**7.56**	7.70
c. Return on Plan Assets, excluding Amounts included in Interest Income	**7.02**	2.38
d. Contributions from Employer	**5.03**	14.87
e. Benefits Paid	**(9.17)**	(35.00)
f. Acquisitions Credit	**-**	-
g. Fair value of Plan Assets at the End of the Year	**125.50**	**115.07**
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	**165.66**	159.57
b. Fair Value of Plan Assets at the End of the Year	**125.50**	115.07
c. Liabilities recognized in the Balance Sheet	**40.16**	44.51
Provision for Employee Benefit - Current (Refer Note 25)	**40.16**	44.52
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	**11.51**	14.31
- Past Service Cost	**-**	-
b. Net interest cost	**2.82**	3.73
Total Expense Recognised during the Year in the Statement of Profit and Loss	**14.33**	18.05
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	**(5.06)**	(19.32)
b. Actuarial Gain due to DBO assumption changes	**(1.57)**	-
c. Remeasurement Gain	**(7.02)**	(2.38)
Total Income Recognised in Other Comprehensive Income	**(13.65)**	(21.70)
6. Category of Plan Assets:		
Funded with Life Insurance Corporation of India	**100%**	100%

Notes forming part of the Financial Statements for the year ended 31st March, 2022

Description	For the year ended 31st March 2022	For the year ended 31st March 2021
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 year	**3.29**	2.85
b. 1-2 years	**22.76**	10.67
c. 2-5 years	**17.19**	28.96
d. Over 5 years	**89.05**	101.91
8. Assumptions		
a. Discount Rate (per annum)	**6.80%**	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) 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 2022		For the year ended 31st March 2021	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Effect of change in				
Increase by 1%				
(i) Aggregate Service and Interest Cost	**(14.58)**	**14.71**	(14.59)	15.20
(ii) Closing Balance of Obligation	**151.08**	**180.37**	144.98	174.77
Decrease by 1%				
(i) Aggregate Service and Interest Cost	**16.74**	**(13.59)**	16.81	(13.70)
(ii) Closing Balance of Obligation	**182.40**	**152.07**	176.38	145.87

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 **₹ 40.16 lakhs** (31st March 2021: ₹ 44.52 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 2022 is 10 years (31st March 2021 - 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 ₹ 115.28 Lakhs and ₹ 110.08 Lakhs as at 31st March 2022 and 31st March 2021 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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 2022	31st March 2021
Financial Assets			
Assets Carried at Amortised Cost			
Loans	10	**3.55**	4.95
Trade Receivables	11	**1,170.02**	1,118.76
Other Financial Assets	7, 14	**54.83**	180.13
Cash and Cash Equivalents	12	**650.22**	373.29
Other Bank Balances	7,13	**168.97**	17.93
Total Financial Assets		**2,047.59**	**1,695.06**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	22	**598.12**	493.99
Lease Liabilities	18,23	**304.07**	108.75
Other Financial Liabilities	19,24	**38.86**	34.74
Total Financial Liabilities		**941.05**	637.48

(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 2021.

The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other financial assets, trade payables and other fnancial liabilities, approximate to their carrying amounts.

(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 considered 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.

All of the financial assets and liabilities of the Company are measured at Amortised cost.

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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 43(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 2022 and 31st March 2021 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 2022 and 31st March 2021. Of the total trade receivables,₹ 834.46 Lakhs as at 31st March 2022 and ₹ 677.92 Lakhs as at 31st March 2021 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 is given below:

₹ in Lakhs

Period (in days)	31st March 2022	31st March 2021
1-90	**332.85**	316.27
91-180	**2.52**	56.97
More than 180	**0.19**	67.60
	335.56	**440.84**

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 2022	As at 31st March 2021
Opening Balance	**45.32**	66.81
Loss Allowance made during the Year	**13.47**	0.48
Loss Allowance Written-back/Reversed during the Year	**-**	(0.52)
Bad Debts during the Year Adjusted with Provisions	**-**	(21.45)
Closing Balance	**58.79**	**45.32**

Notes forming part of the Financial Statements for the year ended 31st March, 2022

(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 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	598.12	-	-	-	598.12
Lease Liabilities	96.38	207.69	-	-	304.07
Other Financial Liabilities	38.86	-	-	-	38.86
	733.36	**207.69**	**-**	**-**	941.05

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
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

(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 2022		As at 31st March 2021	
	Amount in Foreign Currency	Amount in `Lakhs	Amount in Foreign Currency	Amount in `Lakhs
SGD	**0.00**	**0.03**	0.00	0.11
USD	**0.41**	**29.86**	0.17	11.84

Payable in Foreign Currency	As at 31st March 2022		As at 31st March 2021	
	Amount in Foreign Currency	Amount in `Lakhs	Amount in Foreign Currency	Amount in `Lakhs
CAD	**0.04**	**2.45**	-	-
EUR	**0.03**	**2.70**	0.01	1.28
GBP	**0.01**	**1.30**	0.01	0.46
JPY	**54.89**	**36.90**	37.29	26.28
SGD	**0.00**	**0.13**	-	-
USD	**0.43**	**33.08**	0.96	70.55

^ 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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
CAD Sensitivity				
INR/CAD -Increase by 10%*	-	-	**(0.25)**	-
INR/CAD -Decrease by 10%*	-	-	**0.25**	-
EUR Sensitivity				
INR/EUR -Increase by 10%*	-	-	**(0.27)**	(0.13)
INR/EUR -Decrease by 10%*	-	-	**0.27**	0.13
GBP Sensitivity				
INR/GBP -Increase by 10%*	-	-	**(0.13)**	(0.05)
INR/GBP -Decrease by 10%*	-	-	**0.13**	0.05
JPY Sensitivity				
INR/JPY -Increase by 10%*	-	-	**(3.69)**	(2.63)
INR/JPY -Decrease by 10%*	-	-	**3.69**	2.63
SGD Sensitivity				
INR/SGD -Increase by 10%*	**0.00**	0.01	**(0.01)**	-
INR/SGD -Decrease by 10%*	**(0.00)**	(0.01)	**0.01**	-
USD Sensitivity				
INR/USD -Increase by 10%*	**2.99**	1.18	**(3.31)**	(7.05)
INR/USD -Decrease by 10%*	**(2.99)**	(1.18)	**3.31**	7.05

^ 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 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.

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	**-**	-
Total Equity	**3,095.41**	2,920.61
Net Debt to Equity Ratio	0.00%	10.41%

b) Dividend on Equity Share

The Board of Directors have recommended a final dividend of NIL (31st March 2021: ₹ 5.56 per share). The proposed decision is subject to the approval of shareholders in the ensuing Annual General Meeting.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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) International Shipping and Logistics FZE
(3) Tata Bluescope Steel Limited
(4) Tata Metaliks Limited
(5) The Tinplate Company of India Limited
(6) Jamshedpur Continuous Annealing & Processing Company Private Limited
(7) Tata Steel Long Products Limited
(8) 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. Anand Chand (till 15th November 2021)	Non-Independent Non-Executive Director
Mr. Nandan Nandi (from 16th November 2021)	Non-Independent Non-Executive Director
Mr. Sandeep Bhattacharya (from 2nd March 2022)	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	**2,570.49**	**840.56**	**79.64**	**2,033.49**	**5,524.18**
	(1,620.02)	(482.89)	(168.59)	(1,054.65)	(3,326.15)
Receiving of Services	**-**	**36.24**	**290.56**	**-**	**326.80**
	-	(35.42)	(121.13)	-	(156.55)
Loan Taken	**-**	**-**	**-**	**-**	**-**
	-	(100.00)	-	-	(100.00)
Loan Repaid	**-**	**-**	**-**	**-**	**-**
	-	(488.00)	-	-	(488.00)
Interest Paid	**-**	**-**	**-**	**-**	**-**
	-	(15.38)	-	-	(15.38)
Reimbursement Received	**-**	**12.73**	**10.99**	**-**	**23.72**
	-	(134.92)	(9.10)	(1.55)	(145.57)
Reimbursement Paid	**-**	**19.98**	**-**	**-**	**19.98**
	-	(12.21)	-	-	(12.21)
Rental Income	**-**	**10.12**	**-**	**-**	10.12
	-	-	-	-	-

Notes forming part of the Financial Statements for the year ended 31st March, 2022

Particulars	Entity with Joint Control of Holding Company	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Total
Dividend Received	**-**	**-**	**222.00**	**-**	**222.00**
	-	-	-	-	-
Dividend Paid			**200.00**		
	-	-	-	-	-
Balances Outstanding at the year ended					
Trade Receivables	**629.23**	**99.30**	**24.67**	**181.41**	**934.61**
	(400.02)	(101.42)	**(39.53)**	**(139.65)**	(680.62)
Trade Payables	**-**	**-**	**5.13**	**-**	**5.13**
	-	(15.49)	(32.57)	-	(48.06)
Contract Liabilities	**0.30**	**0.11**	**-**	**0.68**	**1.09**
	(5.74)	(4.01)	0.07	(17.85)	(27.53)
Security Deposits	**-**	**38.86**	**-**	**-**	**38.86**
	-	(34.74)	-	-	(34.74)
Deferred Rent	**-**	**-**	**-**	**-**	**-**
	-	(3.64)	-	-	(3.64)
Lease Rental receivables	**-**	**-**	**-**	**-**	**-**
	-	(119.63)	-	-	(119.63)

Figures in bracket represents transactions with related parties during the year ended 31st March 2022 and balances as at 31st March 2021.

Transactions with Key Management Personnel during the Year

₹ in Lakhs

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
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 2022	For the year ended 31st March 2021
Claims against the Company not acknowledged as Debts		
Service Tax	6,677.63	6,677.63
Income Tax	120.61	221.31
Other Matters	49.87	49.87

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 2021: ₹ 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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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 2022	For the year ended 31st March 2021
Income from Freight, Agency and Other Charges	**7,472.03**	4,239.96
Income from Warehousing	**547.42**	60.52
Income from Service Charges	**405.12**	523.89

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 2022	For the year ended 31st March 2021
India	**8,153.04**	4,729.04
Rest of the World	**271.53**	95.33

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 2022	For the year ended 31st March 2021
Tata Steel Limited	**1,807.73**	1,359.32
Tata Steel Long Products Limited	**1,145.67**	*
Yazaki India Private Limited	*	527.90

* 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 ₹ 5.75 as at 31st March 2022 (₹ 14.13 as at 31st March 2021) 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	31st March 2022	31st March 2021
- Principal	**5.54**	14.00
- Interest	**0.21**	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	**0.21**	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	**-**	-

Notes forming part of the Financial Statements for the year ended 31st March, 2022

45. Financial Ratios

Ratio	Numerator	Denominator	As at 31st March 2022	As at 31st March 2021
(a) Current Ratio (times)	Current Assets	Current Liabilities	2.61	2.53
(b) Debt-Equity Ratio (times)	Total Debt	Shareholder's Equity	-	-
(c) Debt Service Coverage Ratio (times)	Earnings available for debt services	Interest +Instalments	-	-
(d) Return on Equity Ratio (%) *	Profit after tax	Total equity	12%	0.00
(e) Inventory turnover ratio (days) ****	Average Inventory*365	Revenue from operations	-	-
(f) Trade Receivables turnover ratio (days)	Average Accounts Receivable* 365	Revenue from operations	51.84	44.04
(g) Trade payables turnover ratio (days) **	Average Accounts Payable *365	Operating Expense	21.36	49.02
(h) Net capital turnover ratio (days)	Average working capital = Current assets (-) Current liabilities *365	Revenue from operations	56.11	80.27
(i) Net profit ratio (%) *	Profit after tax	Revenue from operations	4%	0%
(j) Return on Capital employed (%) *	Profit before Interest and tax	Total equity	5%	3%
(k) Return on investment (%) *	Profit after tax	Investment	12%	1%

* Primarily due to Dividend Income from Subsidiary of Rs. 222.22 lakhs and significant increase in operations from previous year.
** Increase in operational cost due to increase in business.
*** The Company is in service sector and does not hold any inventory.
**** The decrease in Net capital turnover ratio (days) is mainly due to increase in revenue from operations.

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. The Company has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2022.

48. 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, 2022

49. The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

50. The Company has not traded or invested in crypto currency or virtual currency during the year ended March 31, 2022.

51. The Company has no undisclosed income transactions in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

52. The Company has not granted loans to its promoters, directors, KMPs and the other related parties (as defined under the Companies Act, 2013) which are repayable on demand or without specifying any terms or period of repayment or any other loans or advance in the nature of loans.

53. (a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

53. (b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

54. Previous year figures have been recasted/restated wherever necessary including those as required in line with amendments in Schedule III.

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 19, 2022

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

NOTES

NOTES

International Shipping and Logistics FZE

INTERNATIONAL SHIPPING AND LOGISTICS FZE

CORPORATE INFORMATION

Board of Directors
(As on 1st April, 2022)

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- Head- Operations
Mr. Dipak Panda- Sr. Manager – Finance & Accounts
Mr. Partha Sarthi Pal- Head- Commercial & Projects

Auditors
M/s. Pannell Kerr Forster, Chartered Accountants

Bankers
CITI Bank N.A
State Bank of India- Bahrain
ICICI Bank
HDFC Bank

INTERNATIONAL SHIPPING AND LOGISTICS FZE

DIRECTORS' REPORT

INTERNATIONAL SHIPPING AND LOGISTICS FZE

TO THE MEMBERS,

The Directors hereby present their seventeenth report on the business and operations of the Company and the audited financial account for the year ended 31st March, 2022.

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	7,348,942,956	98,833,768	5,309,706,077	71,617,188
(b)	Less: Direct Costs	6,687,845,710	89,942,866	4,970,805,192	67,046,101
(c)	**Profit from Operating Activities**	**661,097,244**	**8,890,902**	**338,900,885**	**4,571,087**
(d)	Less: Administrative & Other expenses	170,470,239	2,292,604	198,570,342	2,678,312
	Add: Interest on Fixed Deposit & Other operating Income	7,818,076	105,143	47,134,277	635,746
(e)	**EBDITA**	**498,445,081**	**6,703,441**	**187,464,821**	**2,528,521**
(f)	Less: Depreciation	124,988,983	1,680,940	62,836,707	847,540
(g)	**Profit After Tax for the year**	**373,456,098**	**5,022,501**	**124,628,113**	**1,680,981**

During the year under review, total revenue of the Company was USD 98.83 million (Rs. 7,348.94 million) as against USD 71.62 million (Rs. 5,309.71 million) for the previous year. The Company made a profit of USD 5.02 million (Rs. 373.46 million) as against net profit of USD 1.68 million (Rs. 124.62 million) in the previous year.

MARKET REPORT:

Dry cargo market rates soared to extremely high levels. Freight rates hit decade-highs in 2021, driven by strong Asia-driven demand in the first half of the year, combined with port congestion and delays. As port congestion related to COVID-19 prolonged, this effectively reduced the amount of globally active vessels, driving market rates up considerably in a short span of time. In addition to this, a highly active container market caused positive spill-over effects on the dry cargo market, as commodities that would traditionally be transported by container vessels placed further demand on smaller dry cargo vessels, Handy size. The high Chinese demand came to an end in Q4, as energy prices surged, and China put a halt on its import activity. While this caused a short-term drop in market rates, rates rebounded at year-end. Despite the strong dry cargo market in 2021, ordering of new buildings was low at around 4% of the global fleet. Global fleet growth for 2021 amounted to 3.5%.

The dry cargo market is expected to remain strong in 2022. Globally, port congestion is not expected to ease out in the short-term, as COVID-19 variations continue to pose a threat to supply chains. It is expected that asset prices and period rates will remain at strong levels during 2022. Orderbook is expected to remain low and low speed due to decarbonization initiative will further put pressure on the market with reduced fleet capacity. New sanctions targeted at Russia add uncertainty to coal and grain volumes and are expected to be slightly negative overall. While global port congestion is expected to be slightly lower, it will remain supportive for rates. For both 2022 and 2023, global fleet growth of around 2-2.5% is expected.

OPERATIONAL REVIEW

Financial Year 2021-22 has been an outstanding year for ISL, and we performed well above our expectation although we had our share of challenges. BDI crossed 4000 points in 11 years and ended the year with an average of 3022. Despite the market volatility we have achieved one of the best results in the last 8 years. This has been possible because of our strong relationship with customers, tonnage providers and our robust Risk Management. We did a range of various commodities with Coal taking the largest share of the cargo pie and Panamax segment has been the largest in terms of vessel segments. Our Indian Coastal business continues to be the dominating trade lane and ISL continues to be the most dominant player on the Indian Coast. Our Loss-making percentage has been the lowest due to the stringent checks and balances in place. Our debtor management has been efficient and is the lowest in the last 6 years.

ISL Star was engaged on Indian Coastal voyages for the year and performed well with no off-hires and with operational costs kept under strict control This was made possible due to close monitoring and liaising with the technical Managers. ISL Star's contribution for the year has been USD 3.04 Mn. Board approved purchase of second vessel, M.V. Subarnarekha (2003 built, 76000 DWT, Panamax Vessel) Vessel was taken delivery in the month of Sept 2021 and was chartered out for one year to M/s Tongli Shipping at a net earning charter of USD 18,145 per day. Vessel has been performing well and is currently on a long voyage from South America to Far -East.

With our portfolio optimization, we are well positioned for 2022 expecting strong results. Our aim as always would be to deliver great service to our customers and good returns for our shareholders. Given the escalating conflict in Ukraine, COVID-19 disruption and macroeconomic uncertainties in general, we expect the market to be volatile. New sanctions targeted at Russian exports may emerge. However, we shall remain agile and are well equipped to manage the uncertainties.

MAIN DRIVERS OF DEMAND:

- Post covid economic recovery will continue to benefit shipping
- We expect global GDP growth of 4.4% - with some negative correction due the prevailing war
- Logistical disruption and congestion will continue for some time and ease off slowly
- Exceptionally high container market will have a positive impact on Dry bulk market
- The steel industry is bouncing back to pre-covid status
- Russia/Ukraine crisis: limited impact in the shorter term, but in case of a longer conflict there will be disruptions and possibly negative impact
- Decarbonization drive will intensify, and focus will be to reduce shipping emission
- IMO's EEXI (Energy efficiency existing ship index) and CII (Carbon Intensity Indicator) measures comes into effect in Jan 2023.

NEW INITIATIVES/ACHIEVEMENTS

- Added 16 new customers to our existing customer base.
- Highest turnover of USD 99 Mn (Approx.) in last eight years.
- Highest ever Contribution of USD 8.89 Mn.
- Highest Tramp contribution of USD 3.25 Mn in last eight years.
- Achieved USD 5 Mn PAT after 12 years.
- Lowest Debtors of USD 1.72 Mn in last six years.
- ISL continues to be the most dominant player on the Indian Coast.
- Highest ever Indian coastal volume (4.35 Mn Mt)
- No time loss or idling experienced with ISL Star during the year

STRATEGY LOOKING AHEAD

- Add new trade lanes and cargo
- Increase customer base
- Invest in at least three Panamax Vessels in next three years for sustainable growth.

BOARD OF DIRECTORS

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.

During the financial year ended 31st March, 2022, 5 (Five) meetings of the Board of Directors of the Company were held.

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 : 8th 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 2022, 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 notes 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 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022, 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
11 April 2022

"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
11 April 2022

Balance Sheet as at 31st March, 2022

	Particulars	Note	2022 US$	2021 US$
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Fixed assets			
	Tangible assets	3	16,993,738	6,488,355
	(b) Non-current financial assets	4	14,739	37,320
			17,008,477	**6,525,675**
(2)	**Current assets**			
	(a) Inventories	5	513,452	232,363
	(b) Current financial assets			
	Trade receivables	6	1,720,198	7,103,838
	Cash and cash equivalents	7	4,765,743	5,844,277
	Other bank balances	8	20,020,556	20,295,663
	Other financial assets	10	419,993	2,307,338
	(c) Other current assets	11	1,361,514	2,396,273
			28,801,456	**38,179,752**
	TOTAL ASSETS		**45,809,933**	**44,705,427**
II.	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's funds**			
	(a) Share capital	12	273,748	2,73,748
	(b) Reserves and surplus		40,712,310	36,825,200
			40,986,058	**37,098,948**
(2)	**Non-current liabilities**			
	Long-term provisions	13	704,467	625,714
(3)	**Current liabilities**			
	(a) Current financial liabilities			
	Trade payables	15	2,512,833	2,476 ,306
	Other financial liabilities	16	532,903	243,832
	(b) Other current liabilities	17	1,049,212	4,248,363
	(c) Short-term provisions	18	24,460	12,264
			4,119,408	**6,980,765**
	TOTAL EQUITY AND LIABILITIES		**45,809,933**	**44,705,427**

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 8 April 2022 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, 2022

	Particulars	Note	2022 US$	2021 US$
I	**REVENUE**			
	Revenue	20	98,833,768	71,617,188
	Other income	21	105,143	635,746
	TOTAL REVENUE		**98,938,911**	**72,252,934**
II.	**EXPENSES**			
	Direct costs	22	89,942,866	67,046,101
	Employee benefit expenses	23	1,828,807	1,480,569
	Depreciation expenses	24	1,680,940	847,540
	Impairment of financial assets (net)	25	--	772,385
	Other expenses	26	463,797	425,358
	TOTAL EXPENSES		**93,916,410**	**70,571,953**
III.	**Profit before tax (I - II)**		5,022,501	1,680,981
IV.	**Tax expense**		--	--
V.	**Profit after tax (III - IV)**		**5,022,501**	**1,680,981**
VI.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit and loss:			
	Actuarial loss on defined employee benefit plan		(8,214)	(47,753)
VII.	**Total comprehensive income (V+VI)**		5,014,287	1,633,228
VIII.	**Earnings per share (Basic)**	**32**	**5,022,501**	**1,680,981**

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, 2022

	Share capital US$	Reserves and surplus US$	Total US$
Balance at 1 April 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 gain 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	**27,3748**	**36,825,200**	**37,098,948**
Comprehensive income			
- Profit for the year		5,022,501	5,022,501
- Other comprehensive income			
Items that will not be reclassified subsequently to profit and loss:			
Actuarial loss on defined employee benefit plan		(8,214)	(8,214)
Total comprehensive income for the year		5,014,287	5,014,287
Dividends paid during the year		(1,127,177)	(1,127,177)
Balance at 31 March 2022	**273,748**	**40,712,310**	**40,986,058**

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, 2022

	2022 US$	2021 US$
Cash flows from operating activities		
Profit for the year before tax	5,022,501	1,680,981
Adjustments for:		
Depreciation on tangible assets	1,680,940	847,540
Impairment of financial assets (net)	-	772,385
Profit on disposal of tangible assets (net)	-	(6,296)
Excess provision written back	-	(303,745)
Interest income	(80,653)	(301,879)
Operating profit before changes in operating assets and liabilities	6,622,788	2,688,986
Changes in:		
- Inventories	(281,089)	407,982
- Trade receivables	5,383,640	(1,760,148)
- Other financial assets	1,860,922	1,190,905
- Other current assets	1,034,759	(1,229,658)
- Trade payables	36,527	266,884
- Other financial liabilities	289,071	(24,241)
- Long-term provisions	70,539	80,223
- Other current liabilities	(3,199,151)	2,681,261
- Short-term provisions	12,196	1,797
Cash generated from operations	**11,830,202**	**4,303,991**
Taxes paid		
Net Cash from operating activities	**11,830,202**	**4,303,991**
Cash flows from investing activities		
Payment for tangible assets	(12,186,323)	(39,517)
Proceeds on sale of tangible assets	-	6,296
Proceeds from non-current financial assets	22,581	6,570
Decrease/(increase) in fixed deposits	275,107	(563,166)
Interest received	107,076	474,387
Net cash used in investing activities	**(11,781,559)**	(115,430)
Cash flows from financing activities		
Dividends paid	(1,127,177)	-
Net cash used in financing activities	**(1,127,177)**	**-**
Net (decrease)/ increase in cash and cash equivalents	**(1,078,534)**	**4,188,561**
Cash and cash equivalents at beginning of the year	5,844,277	1,655,716
Cash and cash equivalents at end of the year (note 7)	**4,765,743**	**5,844,277**

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 31 March, 2022

1. LEGAL STATUS AND BUSINESS ACTIVITY

a) **INTERNATIONAL SHIPPING AND LOGISTICS FZE** (the "Establishment") was incorporated on 1 February 2004 in the Jebel Ali 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.

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 following 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.

Notes to the Financial Statements for the year ended 31st March, 2022

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.

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.

Notes to the Financial Statements for the year ended 31st March, 2022

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.

Notes to the Financial Statements for the year ended 31st March, 2022

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 payable and other financial liabilities.

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.

Notes to the Financial Statements for the year ended 31st March, 2022

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

Notes to the Financial Statements for the year ended 31st March, 2022

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$ 705,443 (previous year US$ 614,838) 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.

Notes to the Financial Statements for the year ended 31st March, 2022

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 2020	9,159,299	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)
At 31 March 2021	9,159,299	957,239	161,997	34,328	22,614	189,619	10,525,096
Additions	12,172,317	--	--	3,300	10,706	--	12,186,323
At 31 March 2022	**21,331,616**	**957,239**	**161,997**	**37,628**	**33,320**	**189,619**	**22,711,419**
Accumulated depreciation and impairment losses							
At 1 April 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)
At 31 March 2021	3,450,653	308,476	160,209	29,334	14,690	73,379	4,036,741
Depreciation	1,604,405	31,877	367	1,976	4,391	37,924	1,680,940
At 31 March 2022	**5,055,058**	**340,353**	**160,576**	**31,310**	**19,081**	**111,303**	**5,717,681**
Carrying amount							
At 1 April 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
At 31 March 2022	**16,276,558**	**616,886**	**1,421**	**6,318**	**14,239**	**78,316**	**16,993,738**

Notes to the Financial Statements for the year ended 31st March, 2022

4. NON-CURRENT FINANCIAL ASSET

	2022 US$	2021 US$
Employee security deposits[(a)]		25,491
Other deposits	14,739	11,829
	14,739	**37,320**

(a) These deposits are held with Jebel Ali Free Zone Authority and Dubai Multi Commodities Centre.

5. INVENTORIES

	2022 US$	2021 US$
Bunkers and lubricants	513,452	232,363

6. TRADE RECEIVABLES

	2022 US$	2021 US$
Current trade receivables:		
Less than six months	1,720,198	7,096,894
More than six months	3,007,638	3,083,163
Gross current trade receivables	4,727,836	10,180,057
Less: Allowance for expected credit losses	(3,007,638)	(3,076,219)
	1,720,198	7,103,838

Classification of current trade receivables:

	2022 US$	2021 US$
Secured, considered good		
Unsecured, considered good	1,720,198	7,103,838
Doubtful	3,007,638	3,076,219
Total current trade receivables	**4,727,836**	10,180,057

Trade receivables ageing is as follows:

	31 March 2022 US$			
	Less than 6 months	**2-3 years**	**More than 3 years**	**Total**
Undisputed — considered good	1,583,724	--	--	**1,583,724**
Undisputed — considered doubtful	--	772,385	--	**772,385**
Disputed - considered good	136,474	--	--	**136,474**
Disputed - considered doubtful	--	--	2,235,253	**2,235,253**
Total receivables due	**1,720,198**	**772,385**	**2,235,253**	**4,727,836**

	31 March 2021 US$				
	Less than 6 months	**6 months to 1 year**	**1-2 years**	**More than 3 years**	**Total**
Undisputed - considered good	7,096,894	6,944	--	--	**7,103,838**
Undisputed -considered doubtful	--	--	772,385	--	**772,385**
Disputed - considered doubtful	--	--	--	2,303,834	**2,303,834**
Total receivables due	**7,096,894**	**6,944**	**772,385**	**2,303,834**	**10,180,057**

Notes to the Financial Statements for the year ended 31st March, 2022

A reconciliation of the movement in allowance for expected credit losses for trade receivables is as follows:

	2022 US$	2021 US$
Opening balance	3,076,219	2,303,834
Provisions made during the year	--	772,385
Amounts written off	(68,581)	--
Closing balance	**3,007,638**	3,076,219

7. CASH AND CASH EQUIVALENTS

	2022 US$	2021 US$
Cash on hand	3,117	2,365
Balances with banks in current accounts	4,762,626	5,841,912
Cash and cash equivalents	**4,765,743**	5,844,277

8. OTHER BANK BALANCES

	2022 US$	2021 US$
Bank deposits (with 3-12 months' maturity)	**20,020,556**	20,295,663

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	Fellow subsidiaries	Companies under common ownership/ management control	Total 2022	Total 2021
	US$	US$	US$	US$	US$
Included in other financial assets	--	--	**--**	**--**	
	--	--	**1,984,349**		**1,984,349**

All balances are unsecured and are expected to be settled in cash. Repayment and other terms are set out in notes 27.

Notes to the Financial Statements for the year ended 31st March, 2022

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 2022**	Total 2021
		US$	US$	US$	US$	**US$**	US$
Commercial management fee	--	--	--	--	--	**--**	
	--	--	--	27,500	--		27,500
Ocean freight income	--	--	--	--	--	**--**	
	4,261,842	--	--	--	--		4,261,842
Direct costs (services received)	--	6,918	83,339	--	--	**90,257**	
	57,664	29,604	81,341	--	--		168,609
Reimbursement of expenses (included in direct costs)	--	--	--	--	--	**--**	
	--	--	2,484	--	--		2,484
Reimbursement of expenses for services rendered	--	--	1,600	--	--	**1,600**	
	--	--	--	--	--		--
Dividends paid	--	1,127,177	--	--	--	**1,127,177**	
	--	--	--	--	--		--
Reimbursement of services received	--	719,971	5,995,314	--	--	**6,715,285**	
	--	1,331,628	--	--	--		1,331,628
Directors' fees, remuneration and benefits[a]		--	--	--	366,649	**366,649**	
		--	--	--	343,965		343,965

(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

	2022 US$	2021 US$
Staff loans and advances	74,507	4,144
Deposits (other than employee security deposits)	29,082	8,962
Contract assets relating to costs incurred to fulfil a contract		247,148
Interest accrued on fixed deposits	18,763	45,186
Other receivables (a)	297,641	2,001,898
	419,993	2,307,338

(a) This includes US$ Nil (previous year US$ 1,984,349) due from Martrade Shipping & Logistics GmbH, Germany towards expenses incurred for commercial management of voyages.

11. OTHER CURRENT ASSETS

	2022 US$	2021 US$
Prepaid expenses	156,076	256,042
Advance to suppliers	1,114,490	2,049,283
Advance tax	90,948	90,948
	1,361,514	2,396,273

Notes to the Financial Statements for the year ended 31st March, 2022

12. SHARE CAPITAL

	2022 US$	2021 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

	2022 US$	2021 US$
Provision for employee benefits		
Post-retirement benefits	681,820	602,981
Other long-term employee benefits	22,647	22,733
	704,467	**625,714**

14. POST-RETIREMENT BENEFITS

The Establishment operates post retirement defined benefit plans as follows:

	2022 US$	2021 US$
Unfunded		
Post-Retirement Gratuity		
Details of the gratuity plan are as follows:		
a. Opening obligation	614,838	491,652
b. Current service cost	62,716	53,107
c. Interest cost	19,675	24,637
d. Actuarial loss	8,214	47 ,753
e. Benefits paid	--	(2,311)
f. Closing obligation	**705,443**	**614,838**
2. Expense recognised during the year		
a. Current service cost	62,716	53,107
b. Interest cost	19,675	24,637
c. Expected return on plan assets	--	--
d. Actuarial loss	8,214	47,753
e. Expense recognised in the year	**90,605**	**125,497**
3. Key Assumptions used		
a. Discount rate	3.50%	3.20%
b. Rate of escalation in salary (per annum)	3.5% for first two years; 4.50% thereafter	3.5% for first two years; 4.50% thereafter
c. Mortality rate	Indian Assured Lives Mortality (2006-08) ult	Indian Assured Lives Mortality (2006-08) ult
4. Information for current and previous financial year		
a. Present value of defined benefit obligation	(705,443)	(614,838)
b. Plan assets at the end of the year	NA	NA
c. Funded status	(705,443)	(614,838)
d. Experience loss/(gain) adjustment on plan liabilities	27,830	(14,662)
e. Experience gain/(loss) adjustment on plan assets	NA	NA
f. Actuarial (gain)/loss due to change on assumptions	(19,616)	62,415
g. Benefits paid directly by Establishment	--	(2,311)

Notes to the Financial Statements for the year ended 31st March, 2022

15. TRADE PAYABLES

	2022 US$	2021 US$
Creditors for services	998,962	524,688
Provision for operating expenses	1,494,500	1,925,290
Accruals	19,371	26,328
	2,512,833	**2,476,306**
Trade payables ageing is as follows:		
Not due	635,097	182,678
Less than 1 year	1,850,346	2,293,628
1 - 2 years	27,390	--
	2,512,833	**2,476,306**

16. OTHER FINANCIAL LIABILITIES

	2022 US$	2021 US$
Staff accruals	**532,903**	**243,832**

17. OTHER CURRENT LIABILITIES

	2022 US$	2021 US$
Contract liabilities relating to advance[a]	**1,049,212**	**4,248,363**

a) Includes US$ 3,810 (previous year US$ 3,810) received towards advance rent from the tenant.

18. SHORT-TERM PROVISIONS

	2022 US$	2021 US$
Provision for employee benefits:		
Post-retirement benefits	23,623	11,857
Other short-term employee benefits	837	407
	24,460	**12,264**

19. Dividends paid and declared and approved by the shareholders during the year of US$ 1,127,177 (previous year US$ Nil) represent a dividend per share of US$ 1,127,177 (previous year US$ Nil).

20. 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.

	2022 US$	2021 US$
Primary Geographical segment		
- UAE	25,501,015	18,195,924
- Asian countries	63,057,303	47,795,404
- American countries	--	1,607,293
- Other middle east countries	--	208,411
- Europe	10,275,450	3,810,156
	98,833,768	**71,617,188**
Major service lines		
Time chartering	8,675,369	3,753,190
Voyage chartering	76,121,203	61,317,352
Revenue form owned vessel	14,037,196	6,519,146
Commercial management fees	--	27,500
	98,833,768	**71,617,188**

Notes to the Financial Statements for the year ended 31st March, 2022

Timing of revenue recognition		
Over period of time	94,626 ,928	67,203 ,990
At a point in time	4,206,840	4,413,198
	98,833,768	**71,617,188**

21. OTHER INCOME

	2022 US$	2021 US$
Profit on disposal of tangible assets (net)	--	6,296
Interest income on fixed deposits	80,653	3,01,879
Excess provision written back	--	3,03,745
Rental income	18,478	23,685
Miscellaneous income	6,012	141
	105,143	635,746

22. DIRECT COSTS

	2022 US$	2021 US$
Vessel hire charges	60,556,066	38,046,987
Bunkering costs	11,505,599	12,431,984
Operating expenses on owned vessel[a]	8,396,102	3,726,796
Other direct costs	9,485,099	12,840,334
	89,942,866	67,046,101

a) This comprises of bunkering costs amounting to US$ 2,906,549 (previous year US$ 1,774,270) and other operating expenses US$ 5,489,553 (previous year US$ 1,952,526)

23. EMPLOYEE BENEFIT EXPENSES

	2022 US$	2021 US$
Directors' fees, remuneration and benefits	335,733	326,445
Staff salaries and benefits	1,410,683	1,076,380
Staff end-of-service gratuity[a]	82,391	77,744
	1,828,807	1,480,569

(a) This includes an amount of US$ 30,716 (previous year US$ 17,520) payable to the Director.

24. DEPRECIATION EXPENSES

	2022 US$	2021 US$
Depreciation on tangible assets	**1,680,940**	**847,540**

25. IMPAIRMENT OF FINANCIAL ASSETS (NET)

	2022 US$	2021 US$
On trade and other receivables	**-**	**772,385**

26. OTHER EXPENSES

	2022 US$	2021 US$
Operating lease expenses	19,159	19,074
Other expenses	444,638	406,284
	463,797	**425,358**

Notes to the Financial Statements for the year ended 31st March, 2022

27. 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 2022 US$	At amortised cost 2021 US$
Financial assets		
Non-current financial assets	14,739	37,320
Trade receivables	1,720,198	7,103,838
Cash and cash equivalents	4,765,743	5,844,277
Other bank balances	20,020,556	20,295,663
Other financial assets	419,993	2,307,338
	26,941,229	**35,588,436**
Financial liabilities		
Trade payables	2,512,833	2,476,306
Other financial liabilities	532,903	243,832
	3,045,736	**2,720,138**

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	
	2022 US$	2021 US$	2022 US$	2021 US$
UAE	--	--	**330,065**	79,906
Other Middle East countries	**20,039,319**	20,340,849	**134,000**	--
Asian countries	--	--	**4,263,771**	10,100,151

Significant concentration of credit risk by industry are as follows:

	2022 US$	2021 US$
Minerals	**4,632,030**	6,851,757
Shipping	--	1,461,399
Fertilizer	**52,182**	--
Steel	--	1,866,901
Cement	**43,624**	--

Notes to the Financial Statements for the year ended 31st March, 2022

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.

28. AUDITOR'S REMUNERATION

	2022 US$	2021 US$
Audit fees	**21,558**	**19,162**

29. 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:

	2022 US$	2021 US$
Not later than one year	**504,904**	**3,488,693**

30. 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:

	2022 US$	2021 US$
Not later than one year	**5,156,418**	**134,758**

31. CONTINGENT LIABILITIES

	2022 US$	2021 US$
Income-tax demand	**1,260**	**1,260**

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 .

32. EARNINGS PER SHARE (BASIC)

	2022 US$	2021 US$
Basic	**5,022,501**	**1,680,981**

33. 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, 2022)

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. BRL 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, 2022.

FINANCIAL RESULTS:

Sl. No.	Particulars	31.03.2022 Amount in INR	31.03.2022 Amount in EUR	31.03.2021 Amount in INR	31.03.2021 Amount in EUR
(a)	Total Income	767.334.940	8.986.785	488.180.274	5.878.149
(b)	Less: Operating and Administrative Expenses	664.090.542	7.776.276	436.847.819	5.260.058
(c)	**Profit before taxes (PBT)**	**103.244.398**	**1.210.509**	**51.332.457**	**618.091**
(d)	Less: taxes (including deferred taxes)	38.239.942	448.352	15.111.362	181.955
(e)	**Profit after taxes (PAT)**	**65.0004.456**	**762.157**	**36.221.094**	**436.136**

MARKET OVERVIEW FOR THE PERIOD

The container shipping market has never been as red hot as it was during the end of 2020 and beginning of 2021, remaining so for the entire FY 22. We do not see easing of this market and it is predicted to continue till mid 2023 even though there are some lower movements in freight levels due to temporary drop in demand driven by China's massive quarantine and lockdown measures

Several factors are led to the market reaching historic rate levels:

- Stoppage of the Suez Canal due to navigating failure of one of the biggest container vessels in the world → EVER GIVEN
- Supply chain distribution in China due to power shortages leading to power reductions in the manufacturing sector and consumers increasing their demand for inventory levels
- Container shortage due to spike in demand backed by COVID linked government pay outs leading to steep increase in home product consumptions
- Historically high port congestion leading to weeks of waiting time for ships to berth across the globe
- Rail Service from China to Europe stopped and spilled over to container vessels
- Acute shortage of lorry drivers and shore side labours badly affecting throughout the ports

Challenges in the container shipping forced suppliers to opt for alternatives e.g. airfreight. The downward effect is that air freight rates have been pushed up.

COVID restrictions and slump in demand or even embargo to operate international flights forced airlines to take out passenger flights services. A significant number of flights have been withdrawn and with this cargo carrying capacities of passenger aircrafts.

The Russia – Ukraine conflict has pushed the container shortage to even worse levels. Several containers meant for the Black Sea ports are stuck across nearby ports, mostly in Europe.

The container shipping is one of the worst performers in terms of shipping schedule and transit times which showed a high drop in performance.

In Europe and Germany in particular, the Logistic Industry saw a near zero unemployment rate. It's an extremely tight labour market situation.

OPERATIONAL REVIEW

During the year under review, the Company has achieved a 52% growth over the previous year. Total Revenue of Euro 8.986.785 (RS 767.334.940) as compared to Euro 5,878.149 (Rs 488.180.274) during the previous year.

During FY 21-22, the plan for break bulk and project cargoes saw a growth of 260% over the plan. Against 12,000 freight tons of plan, the actual volume for the year has been approx. 31,200 tons. Corresponding figure compared to the previous year was a growth of 6X (4800frt for the previous year). This was possible due to several lots of high volume non-stackable project cargoes we could successfully bid and secure. Non-stackable cargo increased the required of shipping space significantly and reflects on the freight ton volume.

The airfreight volume stood at 371,000 kgs

Total of 1689 air shipments have been handled during the year under review. This is a slight increase as compared to the figure of the previous year (1618 shipments).

During the year, TKM Germany was actively involved in supporting and servicing Tata Steel with air lifting and shipping several COVID related humanitarian cargo to India.

The Contribution from operations (all products combined) stood at EUR 2,454,242 (Rs. 203,702,086) with the corresponding EBT for the at EUR 1,161,866 (Rs. 96,434,878).

Employee productivity :

The lean team continued to further increase their productivity reflecting both in the operating and the financial numbers.

The turnover per employee was approx. EUR 1,498,425 (Rs. 124,369,275) for the year with an operating productivity of 350 shipments per employee per annum, with a total of 2100 shipments handled during FY21-22.

In USD terms, the per employee Revenue exceeded USD 1,500,000 with a commensurate per employee contribution of USD 422,000.

OPPORTUNITIES AND THREATS

i. Supply chain challenges puts logistics as a top priority for every CEO
ii. Fall out of supply chain breakdown will lead to re-organization of inventory flow , new challenges but increased opportunities.
iii. Opportunities for new market and lane, as well as inventory management; inventory in close proximity to production/ consumption site
iv. Integrated solution offering backed by data based analysis to drive business demands. Digital fitness a demand of the business.
v. Competitors are fast adapting to new technologies, changes in the market, agility in decision making and its implementation a need for survival
vi. Sporadic closure of local markets due to COVID resurgence leads to heigh uncertainty
vii. Impact of fuel price hike and future energy cost increase leads to drop in contribution as the entire cost increase is not being passed to the customer

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: 4th April, 2022
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, 2022, and the income statement, statement of changes in equity and cash flow state- ment for the year then ended and notes to the financial reporting, including a summary of significant 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, 2022. 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, imple- mentation 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 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 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 08, 2022**

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, 2022

	Particulars	Note	As at 31st March 2022 EUR	As at 31st March 2021 EUR
I	**ASSETS**			
(1)	**Non-current assets**			
	a) Property, plant and equipment	1	321.626	246.260
	b) Intangible assets	1	4.162	1.938
	c) Right of use assets	1	83.234	157.950
	d) Financial assets		0	0
	(ii) Other financial assets	2	22.100	22.100
	e) Other non-current assets		0	0
			431.122	**428.248**
(2)	**Current assets**			
	a) Financial Assets			
	(i) Trade Receivables	3	1.207.987	979.703
	(ii) Cash and Cash Equivalents	4	5.362.956	6.099.196
	iii) Other bank balances	4	18.845.545	17.897.120
	iv) Contract assets	5	1.406.888	884.458
	v) Other financial assets	6	28.174	17.334
	b) Other Current Assets	7	323 .513	332.274
			27.175.062	**26.210.085**
	TOTAL		**27.606.184**	**26.638.333**
II.	**EQUITY AND LIABILITIES**			
	(1) Shareholders' funds			
	a) Equity Share Capital	8	1.000.000	51.129
	b) Other Equity	9	22.296.879	22.734.158
			23.296.879	**22.785.287**
	(2) Non-current liabilites			
	a) Provisions	10	31.851	31.851
	b) Liabilities of Lease	10	29.332	82.977
	c) Deferred tax liabilities	15	31.384	6.558
			92.567	**121.386**
	(3) Current liabilities			
	a) Financial Liabilities			
	(i) Trade payables	11	921.481	881.508
	(ii) Other financial liabilities	12	215.739	784.781
	b) Current Provision	13	96.350	101.950
	c) Current liabilities of Lease		57.011	67.756
	d) Other non-financial liablilties		0	320
	e) Current tax-liabilities	14	372.883	131.018
	(i) Contract liabilty	5	2.553.273	1.764.329
			4.216.738	**3.731.661**
	TOTAL		**27.606.184**	**26.638.333**

See accompanying notes part of the condensed financial statements .

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2022

Statement of the Profit and Loss for the period ended 31st March 2022

	Particulars	Note	For the quarter ended		For the period ended	
			31.3.2022	31.3.2021	31.3.2022	31.3.2021
			EUR	EUR	EUR	EUR
	Income from Operations	16	2.376.282	1.702.083	8.990.549	5.775.528
	Other Income	17	-28.906	54.800	-3.763	102.621
I.	**Total Income**		**2.347.376**	**1.756.882**	**8.986.785**	**5.878.149**
II.	**Expenses**					
	Employee benefits expense	18	219.091	224.150	931.678	926.567
	Finance costs	19	-12.426	-127.633	-42.291	215.558
	Operational expenses	20	1.754.322	1.065.336	6.511,621	3.669.710
	Depreciation	21	31.984	29.021	120.709	116.075
	Other Expenses	22	75.511	127.234	254.559	332.148
	Total Expenses		**2.068.482**	**1.318.108**	**7.77.276**	**5.260.058**
III.	**Profit before Tax (III-IV)**		**278.894**	**438.775**	**1.210.509**	**618.091**
IV.	**Tax Expense**					
	Current tax actual period	23	90.133	39.169	342.399	190.248
	Current tax prior years	24	12.700	3.545	81.127	3.470
	Deferred tax	25	113	77.730	24.826	-11.762
	Total taxes		**102.946**	**120.443**	**448.352**	**181.956**
V.	**Profit after Tax**		**175.948**	**318.331**	**762.157**	**436.135**
VI.	**Other Comprehensive income**		-	-	-	-
VII.	**Earnings per share**	26	1.759	3.183	7.622	4.361

The accompanying notes form an Integral part of these ind AS financial statements.

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2022

Statement of Changes in Equity for the period 31st March 2022

	Share capital €	Reserves and surplus €	Total €
Balance as 01.04.2020	**51.129**	**22.298.022**	**22.349.151**
Comprehensive income			
(a) Profit for the period	--	436.136	436.136
Dividends paid	--	--	--
Balance as 31.03.2021	**51.129**	**22.734.158**	**22.785.287**
Balance as 31.04.2021	**51.129**	**22.734.158**	**22.785.287**
Comprehensive income			
a) Profit for the period		762.157	762.157
b) Dividends paid		250.565	250.565
c) Transfer equity	948.871	948.871	--
Balance as 31.03.2022	**1.000.000**	**22.296.879**	**23.296.879**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2022

Condensed Cash Flow Statement for the period ended 31st March 2022

Sl. No.	Particulars	Notes No.	For the period ended 31st March 2022 EUR	For the year ended 31st March 2021 EUR
A.	**Cash Flows from Operating Activities**			
	Profit/Loss before Tax		1.210.509	618.091
	Adjustment for :			
	extraordinary items		0	
	depreciation		120.709	116.075
	interest of lease		1.075	2.195
	loss on disposal fixed assets		-1.944	0
	gain of disposal of financial assets		0	0
	unrealised currency gain/loss		-81.102	92.227
	interest income / expenses		9.989	45.578
	Operating profit before Working Capital		**1.259.237**	**874.167**
	Adjustment for:			
	Trade and other receivables		-752 .409	135.243
	Trade payable and other liabilities		98.422	837.434
	Cash generated from Operations		**605.250**	**1.846.844**
	Taxes paid actual period		-100.533	-59.230
	Taxes paid prior period		0	0
	Taxes received actual period		0	0
	Taxes received prior period		0	0
	Net Cash from operating activities		**504.717**	**1.787.614**
B.	**Cash Flows from investing activities**			
	Purchase of disposal fixed assets		-128.782	122
	Purchase of financial assets more than 12 months		0	0
	Purchase of financial assets more than 12 months		0	0
	Paid in of disposal financial assets		0	0
	Purchase of subisidaries		0	0
	Movements in other financial assets		0	0
	Movements in fixed deposits more than 3 less 12 months		-948.421	1.409.140
	Sale of fixed assets		7.143	-26.766
	interest received		-1.052	-40.839
	Net Cash used in investigation activities		**-1.071.113**	**1.341.656**
C.	**Cash Flow from financing activities**			
	Repayment of long term loan		0	0
	Interest paid		0	0
	Payment Dividend		-250.565	0
	Net Cash introduced from financing activities		**-250.565**	**0**
	Net increase in Cash & Cash equivalents (A+B+C)		**-816.961**	**3.129.270**
	Effect of exchange rate changes on cash and cash equivalents		80.722	-95.869
	Cash and cash equivalents at the beginning of the reporting period		6.099.195	3.065.794
	Cash and cash equivalents at the end of the reporting period		**5.362.956**	**6.099.195**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2022

Notes to the Financial Statements for the year ended 31st March 2022

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 of TKM 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. With effect from 10. September 2021 the company has increased the equity of EUR 1.000.000,00.

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 lieke 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 equivilans unless restricted from beeing exchanged for used to settle the liability for the 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 oafter the reporting period, or
- there is no unconditianl 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 2022

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.

Depreciation Method and Estimated Useful Lives

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.

Amortisatlon method and period

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.

Amortisation method and period

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.

Notes to the Financial Statements for the year ended 31st March 2021

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.

l) 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

Notes to the Financial Statements for the year ended 31st March 2021

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

<u>Taxes on income</u>

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.

<u>Deferred tax</u>

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.

<u>Value added tax</u>

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.

Notes to the Financial Statements for the year ended 31st March 2021

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 2022

NOTE 1: TANGIBLE AND INTANGIBLE ASSETS

CURRENCY: EUR

	Gross Block				Depreciation				Net Block
	As at 01.04.2021	Additions	Deduction/ Disposals	As at 31.12.2021	As at 01.04.2021	For the period	on deduction /adjustment	As at 31.03.2022	As at 31.03.2022
Equipment	69.074	10.842	-843	79.073	29.607	15.094	-175	44.526	34.547
Furniture & Fixture	267.754	13.159	0	280.913	79.313	26.372	0	105.686	175.227
Vehicles	116.818	101.928	-38.455	180.291	98.465	8.430	-38.454	68.440	111.851
Property, plant and equipment	**453.646**	**125.929**	**-39.298**	**540.277**	**207.386**	**49.896**	**-38.629**	**218.652**	**321.626**
Software	24.672	2.853	0	27.525	22.734	629	0	23.363	4.162
Intangible assets	**24.672**	**2.853**	**0**	**27.525**	**22.734**	**629**	**0**	**23.363**	**4.162**
Right of Use	301.840	0	-4.532	297.308	143.890	70.184	0	214.074	83.234
Right of Use assets	**301.840**	**0**	**-4.532**	**297.308**	**143.890**	**70.184**	**0**	**214.074**	**83.234**

	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
Furniture & Fixture	267.315	1.344	-903.000	267.754	53.741	26.411	-837.000	79.313	188.441
Vehicles	116.818	0	0	116.818	92.481	5.984	0	98.465	18.353
Property, plant and equipment	**450.044**	**26.766**	**-23.162**	**453.646**	**186.866**	**43.562**	**-23.041**	**207.385**	**246.260**
Software	26.679	0	-2.007	24.672	24.172	568.000	-2.006	22.734	1.938
Intangible assets	**26.679**	**0**	**-2.007**	**24.672**	**24.172**	**568.000**	**-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**

NOTE 2: OTHER FINANCIAL ASSETS	As at 31st March 2022	As at 31st March 2021
Security deposit	22.100	22.100
	22.100	**22.100**

NOTE 3: TRADE RECEIVABLE	As at 31st March 2022	As at 31st March 2021
Trade receivable considered good - unsecured	1.276.538	1.086.525
Trade receivable - credit impaired	-68.552	-106.822
thereof exceeding more than 6 months		
Less: allowance for doubtful depts third parties	0	0
less: allowance for doubtful depts related parties	-55.952	-95.952
Less: lump-sum allowance	-12.600	-10.870
	1.207.986	**979.703**

NOTE 4: CASH AND BANK BALANCES	As at 31st March 2022	As at 31st March 2021
Balances with banks	5.360.294	3.691.728
Cash on hand	2.662	1.894
Cash and Bank balances	**5.362.956**	**3.693.622**
Fixed deposits less than three months	1.813.097	2.405.574
Other bank balances (Fixed deposits more than 3 months and less 12 months)	17.032.448	17.897.120
	24.208.500	**23.996.316**

Notes to the Financial Statements for the year ended 31st March 2022

CURRENCY: EUR

NOTE 5: CONTRACT ASSETS/LIABILITIES	As at 31st March 2022	As at 31st March 2021
Contract assets relating to costs incurred to fulfill a contract	1.406.888	884.458
Contract liabilities relating to advance received a fulfill a contract	2.553.273	1.764.329
	1.146.385	**879.872**

NOTE 6: OTHER FINANCIAL ASSETS	As at 31st March 2022	As at 31st March 2021
Accrued interest	2.662	11.215
Overpaid creditors	22.363	58
Interest on loan advances	0	0
Expected payment transfer	760	0
Customs money in transit	493	3.214
Travel advances to personal	1.012	850
Prepayment of suppliers	885	1.998
	28.174	**17.334**

NOTE 7: OTHER CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Tax refunds corporation tax previous years	139.372	162.395
Tax refunds city tax previous years	113.178	139.194
Tax prepayment city and corporation tax	0	0
Calculated taxes	0	0
Tax refunds VAT	39.386	14.990
Deferred Tax	0	0
Prepayment and deferred charges	31.577	15.695
	323.513	**332.274**

NOTE 8: SHARE CAPITAL	As at 31st March 2022	As at 31st March 2021
Authorised issued and paid up	1.000.000	51.129
	1.000.000	**51.129**

NOTE 9: RESERVES AND SURPLUS	As at 31st March 2022	As at 31st March 2021
Profit brought forward	22.547.444	21.785.287
Payment dividend	-250.565	0
Surplus reserve	0	948.871
	22.296.879	**22.734.158**

NOTE 10: NON CURRENT LIABILITIES	As at 31st March 2022	As at 31st March 2021
Long-term provision for storage of records	31.851	31.851
Lease liabilities	29.332	82.977
	61.183	**114.828**

NOTE 11: TRADE PAYABLES	As at 31st March 2022	As at 31st March 2021
For operation	533.787	592.888
For accrued wages and salaries	387.694	288.620
	921.481	**881.508**

NOTE 12: OTHER FINANCIAL LIABILITIES	As at 31st March 2022	As at 31st March 2021
Overpaid debtor	0	0
Others	215.739	784.781
	215.739	**784.781**

NOTE 13: CURRENT PROVISIONS	As at 31st March 2022	As at 31st March 2021
Provision for accounting and audit	96.350	101.950
	96.350	**101.950**

Notes to the Financial Statements for the year ended 31st March 2022

CURRENCY: EUR

NOTE 14: INCOME TAX	As at 31st March 2022	As at 31st March 2021
Tax-Profit before Tax of the year	1210.509	618.091
Income Tax Expense calculated at 32,275%	390.692	199.489
Net Effect of deffered tax assets and liabilities	0	6.594
Effect of expenses that are not deductable	1.166	2.111
Effect of offsetting foreign withholding tax	0	-27.252
Effect of other terms	-652	9.306
Effect of tax taken forwarded	0	0
Effect of valuation foreign currency receivables, payables and cash items	-48.807	0
Income tax Expense of the period	**342.399**	**190.248**
Income Tax coporate tax and Soli	167.221	106.600
Prepayment Corporate Tax and Soli	-63.300	-63.298
Note 6	**103.921**	**43.302**
Income Tax City Tax Hamburg	173.800	110.900
Prepayment City Tax	-65.800	-65.799
	108.000	**45.101**
(Withholding tax)		**0**
Current tax-refund (-)	**211.921**	**88.403**

NOTE 15: DEFERRED TAX	31.03.2020	changes/credit of the period	31.03.2021	changes/credit of the period	31.03.2022
Deferred tax assets					
Converting market to market cash, bank balances	0	154	154	-154	0
Converting market payables	0	21	21	-3	18
Converting other assets	0	123	123	-123	0
Converting other liabilities	0	21.750	21.750	-3.449	18.301
Current assets	0	2.541	2.541	-2.524	17
FX converting market receivables	25.320	-25.063	257	-257	0
Liability of lease	68.731	-42.097	26.634	-17.219	9.416
	94.051	**-42.571**	**51.480**	**-23.730**	**27.751**
Deferred tax liablities					
FX converting markt receivables	0	0	0	-660	660
FX converting other assets				0	0
FX converting markt payables	-1.284	1.284	0	0	0
Provision storrage	0	-1.268	-1.268	450	-818
Property, plant, equipment and intangible asset	-6.672	603	-6.069	887	-5.182
Converting markt to markt cash, bank balances	-30.620	30.620	0	-25.757	-25.757
Right of Use	-73.796	23.094	-50.702	23.984	-26.718
	-112.372	**54.333**	**-58.039**	**-1.096**	**-57.816**
Deferred tax (charge)/credlt		**11.762**		**-24.826**	
Deferred tax (liability)/Asset (net)	**-18.321**		**-6.559**		**-30.064**

NOTE 16: INCOME FROM OPERATIONS	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Freight	2.376.282	1.702.083	8.990.549	5.775.528
	2.376.282	**1.702.083**	**8.990.549**	**5.775.528**

NOTE 17: OTHER INCOME	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Interest	-5.965	8.757	-9.989	45.578
Other income	-22.941	46.043	6.226	57.043
	-28.906	**54.800**	**-3.763**	**102.621**

Notes to the Financial Statements for the year ended 31st March 2022

CURRENCY: EUR

NOTE 18: EMPLOYEE BENEFITS EXPENSE	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Salaries and social welfare expenses	219.091	224.150	931.678	926.567
	219.091	**224.150**	**931.678**	**926.567**

NOTE 19: FINANCE COSTS	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Applicable net gain/loss on foreign	-12.664	0	-32.405	0
Interest on lease liabilities	239	457	1.075	2.195
Currency transaction	0	-114.804	-10.961	226.649
Interest on tax payment recent years	0	-13.286	0	-13.286
	-12.426	**-127.633**	**-42.291**	**215.558**

NOTE 20: OPERATIONAL COSTS	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Freight	1.754.322	1.065.336	6.511.621	3.669.710
	1.754.322	**1.065.336**	**6.511.621**	**3.669.710**

NOTE 21: DEPRECIATION AND AMORTISATION	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Depreciation on tangible and intangible assets	31.984	29.021	120.709	116.075
	31.984	**29.021**	**120.709**	**116.075**

NOTE 22: OTHER EXPENSES	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Office	23.374	46.366	97.481	124.987
General sales and administration	-8.829	-39.095	21.004	11.283
Business development of promotion	8.385	-6.845	22.685	16.621
Legal, accounting and secreterial	52.615	52.371	107.754	90.831
loss on debtors	-35	74.437	5.635	88.425
	75.511	**127.234**	**254.559**	**332.148**

NOTE 23: CURRENT TAX ACTUAL PERIOD	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Corporation tax and solditriy surcharge	45.927	33.400	167.221	106.600
City tax	44.206	34.900	173.800	110.900
Withholding tax	0	-29.131	1.378	-27.252
	90.133	**39.169**	**342.399**	**190.248**

NOTE 24: TAX FOR PRIOR PERIODS	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Corporation tax and solditriy surcharge	0	-45.269	42.411	-45.269
City tax	12.700	48.814	38.716	48.738
Withholding tax	0	0	0	0
	12.700	**3.545**	**81.127**	**3.469**

NOTE 25: DEFERRED TAXES	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Difference between German tax and IndAS	113	77.730	24.826	-11.762
	113	**77.730**	**24.826**	**-11.762**

Notes to the Financial Statements for the year ended 31st March 2022

CURRENCY: EUR

NOTE 26: EARNING PER SHARE	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Profit after tax for continuing operations	175.948	318.331	762.157	436 .135
Profit atrributable to shareholder	175.948	318.331	762.157	436.135
Weight average no. of share for basic	100	100	100	100
	1.759	**3.183**	**7.622**	**4.361**

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 31.03.2022

		31.03.2022 Fair value	31.03.2022	31.03.2021 Fair Value	31.03.2021
a) Financial Assets					
Assets Carried at Amortised Costs					
i) Trade receivables	3	1.207.986	l.207.987	979.703	979.703
ii) Cash and cash equivalents	4	5.362.956	5.362.956	6.099.196	6.099.196
iii) Other bank balances	4	18.845.545	18.845.545	17.897.120	17.897.120
iv) Other financial assets	5	28.174	28.174	17.334	17.334
Total Financial Assets		**25.444.661**	**25.444.661**	**24.993.353**	**24.993.353**

		31.03.2022 Fair value	31.03.2022	31.03.2021 Fair Value	31.03.2021
b) Financial Liabilities					
Liabilities Carried at Amortised Costs					
i) Trade payables	10	921.481	921.481	881.508	881.508
ii) Other financial liabilities	11	215.739	215.739	784.781	784.781
Total Financial Liabilities		**1.137.220**	**1.137.220**	**1.666.288**	**1.666.288**

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 quater ended 31 March 2022

The following methods and assumptions were used to estimate the fair value

i) In respect of investments in mutual 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 2022

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 (primarily Trade Reveivables) 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 intenal 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 osses on Financial Assets measured at amortised Cost

Reconciliation of Loss Allowance Provision	31.03.2022	31.03.2021
Opening Balance	106.552	129.072
Loss Allowance during the year		
Bad debts during the year adjusted with provisions	-38.000	-22.520
Closing Balance	**68.552**	**106.552**

Other income	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Interest	-5.965	8.757	-9.989	45.578
	-5.965	**8.757**	**-9.989**	**45.578**

Notes to the Financial Statements for the year ended 31st March 2022

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 do 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 significantly 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	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Profit after tax for continuning operations	175.948	318.331	762.157	436.135
Profit attributable to shareholder	175.948	318.331	762.157	436.135
Weight average no. of share for basic	100	100	100	100
	1.759	**3.183**	**7.622**	**4.361**

Last year in the statement of profit and loss there was a formula 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

Transaction with related parties

Notes to the Financial Statements for the year ended 31st March 2021

CURRENCY: EUR

Transaction (services rendered)	For the quarter ended		For the period ended	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
TKM India	20.294	11.316	40.314	38.274
TMILL	0	0	45.443	32.033
Tata Steel, India	231.362	236.032	1.343.156	720.633
Tata Limited London	1.218.040	1.419.100	6.145.985	4.249.846
Tata Sons	0	0	0	0
Tata Taco Nanjing	0	8.841	0	199.061
Tata Hitach	0	0	0	0
ISL Dubai	0	0	6.379	23.077
Valtas	0	1.789	0	7.804
TKM China	0	180	90	666
Direct costs (service availed)				
TKM India	35.119	25.869	150.962	198.437
TMILL	0	0	0	0
Tata Steel, India	0	0	0	0
Tata Limited London	0	0	0	0
Tata Sons	0	0	0	0
Tata Tacon Nanjing	0	0	0	0
ISL Dubai	795.501	0	5.143.847	0
TKM China	1.503.475	702.312	3.398.087	1.218.632

Outstanding trade receivables	For the quarter ended 31st March 2022	For the period ended 31st March 2021
TKM India	21.642	24.135
-doubtful debts TKM India	-13.952	-13.952
TMILL	0	0
Tata Group Indien	84.497	285.481
-doubtful debts Tata Steel	-54.600	-82.000
Tata London	598.104	279.468
Taco Nanjing	45.596	49.196
TKM China	0	2.796
Outstanding payable receivable	**681.287**	**545.124**
TKM India	28.562	7.639
Tata Steel, India	56.881	0
Tata Limited London	0	0
TMILL	0	0
Tacon Nanjing	84.629	0
TKM China	192.465	178.556
Outstanding	**362.537**	**186.195**
Contract liabilities		
Tata Limited London	2.553.273	1.764.329

8.

Contingent Liabilities	As at 31st March 2022	As at 31st March 2021
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, 2022

Board of Directors
Mr. Dinesh Shastri
Mr. Amar Patnaik
Mr. Nandan Nandi

Management Team
Mr. Chirag Bijlani- General Manager

Auditors
M/s. Shanghai Jia Liang, CPAs

Registered Office:
Unit G, Floor 11, HengJi Mansion
99 Huai Hai East Road, Huangpu District
Shanghai- 200021, P.R. China
Tel: +8621 64155365
Fax: +8621 64156378

Bankers
HSBC Bank

TKM GLOBAL CHINA LIMITED
DIRECTORS' REPORT

TO THE MEMBERS,

The Directors hereby present their tenth report on the business and operations of the Company and the financial accounts for the year ended 31st March, 2022.

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	31.03.2022 Amount in INR	31.03.2022 Amount in RMB	31.03.2021 Amount in INR	31.03.2021 Amount in RMB
Revenue	620,185,720	53,929,193	224,733,806	20,430,346
Less: Direct Costs	579,098,635	50,356,403	195,740,380	17,794,580
Gross Profit	**41,087,085**	**3,572,790**	**28,993,426**	**2,635,766**
Less: Administrative Expenses	30,348,926	2,639,037	30,288,390	2,753,490
Profit/(Loss) from Operating Activities	**10,738,160**	**933,753**	**-1,294,964**	**-117,724**
Add: Other Income	34,281	2,981	113,696	10,336
Less: Income Tax expense	195,201	16,974	69,916	6356
Net Profit/(Loss) for the year	**10,577,240**	**919,760**	**-1,251,184**	**-113,744**

OPERATIONAL REVIEW

During the year under review, the Company earned a Total Revenue of RMB 53,929,193 (Rs. 620,185,720 /-) vis-à-vis RMB 20,430,346 (Rs. 224,733,806/-) during the previous financial year.

The Net Profit for the FY'22 was RMB 919,760 (Rs.10,577,240/-) against a Net Loss RMB 113,744 (Rs.1,251,184 /-) in previous year.

During this period, while sea freight FCL export volumes were 1958 TEUS from 1,292 TEUS in the previous year, increase in volumes FCL (Teus) both nomination biz. from TKM Gmbh and direct sales which included development of new accounts and growth from current customers.

While for sea freight LCL export volumes were 1,375 WM, as compared from previous year 2,111 WM, with improved yields. The earnings for both per Teus/ per WM on the direct sales were also high, as landside services were continued to be sold aggressively

Break bulk exports nomination volumes were in total 17,468 FRTs as compared to last year which was at 125 FRTs, this was mainly from TKM GmbH nominations a/c Tata Steel KPO-II project movements from China.

The airfreight volume was 65,644 KGS as compared to 91,477 KGS in the PY, mainly from local sales outbound from China.

During the period, the operating contribution percentage stood at approx 6.81% as compared to 12.9% of the last year, with volatile market conditions and high freight rates prevailed in second half of the FY'22

During the year, a positive operating cash flow was maintained while outstanding were kept under control.

OPPORTUNITIES AND CHALLENGES

2021 was a year where opportunities and challenges converge. Under the influence of multiple factors, such as growth in transport demand and limited supply of transport capacity, the global logistics supply chain continues to be challenged and impacted by complex situations such as port congestion, container shortage and inland transport lag. The relationship between supply and demand of container transport continues to tension.

During the reporting period, the Company achieved excellent results mainly in Sea Freight out-bounds which accounts for 95% of the overall business both in terms of revenue and earnings.

- The tension between supply and demand in the market is unlikely to be significantly improved in the first half of 2022, and the market outlook remains cautiously optimistic in the short term but recurrent outbreaks, lockdowns, global inflation and geopolitical events will bring uncertainties to the long-term operation of the market. Predicting future market trends has become increasingly difficult.
- In FY'22 the company will continue to adhere to the "customer-centric" service concept, providing outbound exports for TSL exports from China and to expand its local customer base by providing services mainly Buyers Consolidations, Special Equipment's Exports and Door-to-Door delivery solutions which bring opportunities to better earnings.

DIRECTORS

The Board of the Company comprises of 3 (Three) Non-Independent Non-Executive Directors. During the year under review, Mr. Nandan Nandi has been appointed as a Director on the Board w.e.f 16th November, 2021 in place of Mr. Anand Chand- Director who had resigned from the Board w.e.f 15th November, 2021.

As on 31st March, 2022, Mr. Dinesh Shastri, Mr. Amar Patnaik and Mr. Nandan Nandi (not yet updated in records) 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**

Date: 20th June 2022
Place: China

Chirag Bijlani
General Manager

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 GlobalChina limited ("the Company"), which comprise the statement of financial position as at 31 March 2022, 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 2022 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.

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.

Auditors' responsibilities for the audit of the financial statements (continued)

- 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
28 April 2022

Statement of Financial Position as at 31st March, 2022

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-current assets			
Property, plant and equipment	9	177,707	249,206
Right-of-use assets	10	133,106	292,834
Other intangible assets	11	57,198	27,843
Deferred tax assets	7	1,623	496
Total Non-Current Assets		**369,634**	**570,379**
Current Assets			
Trade and other receivables	12	2,129,342	1,072,662
Amount due from related companies	17	3,080,431	2,574,425
Cash and cash equivalents	18	6,151,651	2,804,366
Total Current Assets		**11,361,424**	**6,451,453**
Total Assets		**11,731,058**	**7,021,832**
EQUITY AND LIABILITIES			
Capital and reserves			
Issued capital	13	6,834,500	6,834,500
Accumulated losses	14	(1,832,229)	(2,751,989)
Total Equity		**5,002,271**	**4,082,511**
LIABILITIES			
Non-Current Liabilities			
Lease liabilities	15		139,598
Deferred tax liabilities	7	18,227	17,537
Total Non-Current Liabilities		**18,227**	**157,135**
Current Liabilities			
Income tax payable	7	11,405	
Trade and other payables	16	6,545,995	2,589,975
Amount due to related companies	17	28,062	51,490
Lease liabilities	15	125,098	140,721
Total current liabilities		**6,710,560**	**2,782,186**
Total liabilities		**6,728,787**	**2,939,321**
Total equity and liabilities		**11,731,058**	**7,021,832**

Statement of Profit and Loss for the year ended 31st March, 2022

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
Revenue	5	53,929,193	20,430,346
Cost of Sales		(50,356,403)	(17,794,580)
Gross profit		**3,572,790**	**2,635,766**
Investment income	6	3,523	6,369
Administration expenses		(2,620,258)	(2,743,725)
Financial expenses		(18,779)	(9,765)
Other income		(542)	3,967
Profit/ (loss) before income tax		**936,734**	**(107,388)**
Income tax expenses	7	(16,974)	(6,356)
(Loss)/profit for the year	8	919,760	(113,744)
Other comprehensive income, net of income tax		-	-
Total comprehensive income /(loss) for the year		**919,760**	**(113,744)**

Statement of Changes in Equity for Year ended 31st March, 2022

CURRENCY: RMB

	Issued capital	Accumulated losses	Total
Balance at 1 April 2020	6,834,500	(2,638,245)	4,196,255
Loss for the year		(113,744)	(113,744)
Total comprehensive loss for the year	-	(113,744)	(113,744)
Balance at 31 March 2021	**6,834,500**	**(2,751,989)**	**4,082,511**
Balance at 1 April 2021	**6,834,500**	**(2,751,989)**	**4,082,511**
Loss for the year	-	919,760	919,760
Total comprehensive income for the year	-	919,760	919,760
Balance at 31 March 2022	**6,834,500**	**(1,832,229)**	**5,002,271**

Cash Flow Statement for the year ended 31st March, 2022

CURRENCY: RMB

Particulars		For the year ended March 31, 2022	For the year ended March 31, 2021
Cash flows from operating activities			
Profit/(loss) before income tax		936,734	(107,388)
Adjustments for:			
Depreciation on property, plant and equipment		76,809	64,389
Depreciation on right-of-use assets		159,728	159,728
Amortisation of intangible assets		6,845	2,687
Exchange gains		(48,183)	139,141
Interest income		(3,523)	(6,369)
Losses on disposal of fixed assets		1,295	(352)
Finance expenses		18,779	9,765
Operating profit before movements in working capital		1,148,484	261,601
Movements in working capital			
(Increase)/decrease in trade and other receivables		(1,056,680)	120,226
Increase in amount due from related companies		(506,006)	(1,764,323)
Increase in trade and other payables		3,967,425	1,028,392
Decrease in income tax payable		(11,405)	
Decrease in amount due to related companies		(23,428)	(600,430)
Cash generated from operations		3,518,390	(954,534)
Income taxes paid		(6,006)	-
Net cash generated from/ (used in) from operating activities		**3,512,384**	**(954,534)**
Cash flows from investing activities			
Interest received		3,523	6,369
Payments for property, plant and equipment		(6,799)	(10,150)
Payments for software		(36,200)	(22,600)
Payments for right-of-use assets		(174,000)	(188,500)
Process from disposal of property, plant and equipment		194	352
Net cash used in investing activities		**(213,282)**	**(214,529)**
Cash flows from financing activities		-	-
Net increase/ (decrease) in cash and cash equivalents		**3,299,102**	**(1,169,063)**
Cash and cash equivalents at 1 April		**2,804,366**	**4,112,570**
Effects of exchange rate changes		**48,183**	**(139,141)**
Cash and cash equivalents at 31 March		**6,151,651**	**2,804,366**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2022

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

CURRENCY: RMB

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

CURRENCY: RMB

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

CURRENCY: RMB

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

CURRENCY: RMB

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

Notes forming part of the Financial Statements for the year ended 31st March, 2022

CURRENCY: RMB

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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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:

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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- 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, 2022	For the year ended March 31, 2021
Rendering of service		53,929,193	20,430,346

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, 2022	For the year ended March 31, 2021
International forwarding		53,929,193	20,430,346

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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6. Investment income

		For the year ended March 31, 2022	For the year ended March 31, 2021
Interest income:			
Bank deposits		3,523	6,369

7. Income taxes

7.1 Income tax recognised in profit or loss

		For the year ended March 31, 2022	For the year ended March 31, 2021
Current tax expense		(17,411)	-
Deferred tax income/(expense)		437	(6,356)
Total income tax expense		**(16,974)**	**(6,356)**

The income tax (expense)/income for the year can be reconciled to the accounting profit/(loss) as follows:

		For the year ended March 31, 2022	For the year ended March 31, 2021
Profit / (Loss) before income tax		936,734	(107,388)
Income tax expense calculated at 2.5% (2021: 25%)		(23,418)	26,847
Effect of expenses that are not deductible for tax purposes		(408)	(2,853)
Effect of unused tax losses and tax offsets not recognised as deferred tax assets		6,852	(30,350)
Income tax expense recognised in profit or loss		**(16,974)**	**(6,356)**

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, 2022	For the year ended March 31, 2021
Deferred tax assets		1,623	496
Deferred tax liabilities		(18,227)	(17,537)
		(16,604)	**(17,041)**

Deferred tax (liabilities)/assets in relation to:

	For the year ended March 31, 2021	Recognised in profit or loss	For the year ended March 31, 2022
Depreciation	(17,537)	(690)	(18,227)
Finance expenses for leasing	496	1,127	1,623
	(17,041)	437	(16,604)

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, 2022	For the year ended March 31, 2021
Tax losses (revenue in nature)		-	469,611

8. (Loss)/profit for the year

Proft/(loss) for the year has been arrived at after charging/(crediting):

8.1 Depreciation and amortisation expense

		For the year ended March 31, 2022	For the year ended March 31, 2021
Depreciation of property, plant and equipment		76,809	64,389
Depreciation of right-of-use assets		159,728	159,728
Amortisation of intangible assets		6,845	2,687
Total depreciation and amortisation expense		243,382	226,804

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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8.2 Employee benefits expense

		For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries		1,009,145	1,027,950
Social welfare		258,978	231,997
Total employee benefits expense		**1,268,123**	**1,259,947**

9. Property, plant and equipment

		For the year ended March 31, 2022	For the year ended March 31, 2021
Carrying amounts of:			
Equipment & vehicles		138,198	192,227
Computers		8,430	19,376
Furniture & fixtures		31,079	37,603
		177,707	**249,206**

	Equipment & vehicles	Computers	Furniture & fixtures	Total
Cost				
Balance at 1 April 2021	369,226	50,650	103,062	522,938
Additions	6,799	-	-	6,799
Disposals	(5,256)	-	-	(5,256)
Balance at 31 March 2022	370,769	50,650	103,062	524,481
Accumulated depreciation				
Balance at 1 April 2021	(176,999)	(31,274)	(65,459)	(273,732)
Depreciation expense	(59,339)	(10,946)	(6,524)	(76,809)
Eliminated on disposals of assets	3,767	-	-	3,767
Balance at 31 March 2022	(232,571)	(42,220)	(71,983)	(346,774)

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, 2022	For the year ended March 31, 2021
Carrying amounts of:			
Office lease		133,106	292,834
			Office lease
Cost			
Balance at 1 April 2021			319,456
Balance at 31 March 2022			319,456
Accumulated depreciation			
Balance at 1 April 2021			(26,622)
Depreciation expense			(159,728)
Balance at 31 March 2022			(186,350)

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, 2022

CURRENCY: RMB

11. Other intangible assets

		For the year ended March 31, 2022	For the year ended March 31, 2021
Carrying amounts of:			
Software		57,198	27,843
			Software
Cost			
Balance at 1 April 2021			99,900
Additions			36,200
Balance at 31 March 2022			136,100
Accumulated amortisation			
Balance at 1 April 2021			(72,057)
Amortisation expense			(6,845)
Balance at 31 March 2022			(78,902)

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, 2022	For the year ended March 31, 2021
Trade receivables		1,762,606	800,856
Allowance for doubtful debts		-	-
		1,762,606	800,856
Deposits		45,708	45,708
Prepayments & other receivables		321,028	226,098
		2,129,342	1,072,662

13. Issued capital

		For the year ended March 31, 2022	For the year ended March 31, 2021
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, 2022	For the year ended March 31, 2021
Accumulated losses		(1,832,229)	(2,751,989)
			For the year ended March 31, 2022
Balance at beginning			(2,751,989)
Gain attributable to owner of the Company			919,760
Balance at end			**(1,832,229)**

15. Lease liabilities

		For the year ended March 31, 2022	For the year ended March 31, 2021
Current		125,098	139,598
Non-current		-	140,721
Balance at end		**125,098**	**280,319**

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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16. Trade and other payables

		For the year ended March 31, 2022	For the year ended March 31, 2021
Trade payables		6,420,378	2,494,211
Non-trade payables		124,416	93,602
VAT & other taxes		1,201	2,162
		6,545,995	**2,589,975**

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	
	31/3/2022	31/3/2021	31/3/2022	31/3/2021
TKM INDIA	2,062,214	768,339	28,135	165,674
TKM GERMAN	25,228,540	9,920,704	649	31,308
NANJING TATA	2,374,061	1,134,319		
	29,664,815	**11,823,362**	**28,784**	**196,982**

The following balances were outstanding at the end of the reporting period:

	Amount due from related parties		Amount due to related parties	
	31/3/2022	31/3/2021	31/3/2022	31/3/2021
TKM INDIA		294,230	11,059	28,976
TKM GERMAN	1,917,876	1,952,793		22,514
NANJING TATA	1,162,555	327,402	17,003	
	3,080,431	**2,574,425**	**28,062**	**51,490**

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, 2022	For the year ended March 31, 2021
Cash and bank balances		6,151,651	2,804,366

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.

Notes forming part of the Financial Statements for the year ended 31st March, 2022

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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 27 April 2022.

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") (refer Nate 1to the attached Consolidated Financial Statements), which comprise the consolidated Balance Sheet as at March 31, 2022, 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 (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, the aforesaid 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, 2022, of consolidated total comprehensive income (comprising of profit and other comprehensive income), its consolidated changes in equity and its consolidated 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 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 Director's Report, but does not include the Consolidated 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 terms 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 Consolidated 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 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 (including two step-down subsidiaries), whose financial statements/ financial information reflect total assets of Rs. 59,500.72 lakhs and net assets of Rs. 51,39i.36 lakhs as at March 31, 2022, total revenue of Rs. 87,508.32 lakhs, total comprehensive income (comprising of profit and other comprehensive income of Rs. 4,493.40 lakhs and net cash flows amounting to Rs. (97i.96) 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 Other Auditors / Management, and our opinion on the Consolidated Financial Statements in so far 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 in so far as it relates to the aforesaid subsidiaries, is based solely on the reporls of Lhe 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 matter 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 paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we report that there are no qualifications or adverse remarks included by the auditors in their CARO 2020 reports issued in respect of the standalone financial statements of the respective companies which are included in these Consolidated Financial Statements.
16. 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 taken on record by the respective 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, 2022 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 Group 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, 2022 on the consolidated financial position of the Group - Refer Note 36 to the Consolidated Financial Statements.

11. The Group has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses. The Group did not have any derivative contracts as at March 31, 2022.

iii. During the year ended March 31, 2022, 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. (a) The respective Managements of the Holding Company and its subsidiary, which is a company incorporated in India whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or such subsidiary to or in any other person or entity, including foreign entity ("Intermediary"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 51(B) to the Consolidated Financial Statements);

(b) The respective Managements of the Holding Company and its subsidiary, which is a company incorporated in India whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or such subsidiary from any person or entity, including foreign entity ("Funding Party"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 51(B) to the Consolidated Financial Statements); and

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

v. The dividend declared and paid during the year by the Holding Company and its subsidiary company is in compliance with Section 123 of the Act.

17. 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

Dhiraj Kumar
Partner

Place: Kolkata
Date: April 25, 2022

Membership Number: 060466
UDIN: 22060466AHTGND9275

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, 2022

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, 2022, 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 ("the Guidance Note") 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 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 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 Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to ConsolidMil Fimm i;il 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 Holding 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, 2022, 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 issued by the ICAI.

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

Dhiraj Kumar
Partner

Place: Kolkata
Date: April 25, 2022

Membership Number: 060466
UDIN: 22060466AHTGND9275

Consolidated **Balance Sheet** as at 31 March, 2022

` in Lakhs

	Particulars	Note	As at 31st March 2022	As at 31st March 2021
I	**ASSETS**			
(1)	**Non-current Assets**			
	(a) Property, Plant and Equipment	4	16,695.11	8,744.01
	(b) Intangible Assets	5	3,887.45	3,841.21
	(c) Right of use assets	6	18,647.39	22,935.33
	(d) Intangible Assets under Development	51 (b)	286.33	230.05
	(e) Financial Assets			
	(i) Loans	7	48.60	51.70
	(ii) Other Financial Assets	8	872.92	405.81
	(f) Non-current Tax Asset (Net)	9	3,813.88	2,847.00
	(g) Deferred Tax Assets (Net)	47.1	1,198.42	1,268.20
	(h) Other Non-current Assets	10	108.79	63.20
	Total Non-current Assets		**45,558.89**	**40,386.51**
(2)	**Current Assets**			
	(a) Inventories	11	588.34	320.98
	(b) Financial Assets			
	(i) Investments	12	-	3,000.43
	(ii) Trade Receivables	13	23,152.32	22,621.46
	(iii) Cash and Cash Equivalents	14	9,714.94	11,805.95
	(iv) Other Bank Balances	15	38,503.12	34,731.80
	(v) Loans	16	75.32	24.36
	(vi) Other Financial Assets	17	2,099.03	4,363.85
	(c) Other Current Assets	18	10,682.70	11,628.47
	Total Current Assets		**84,815.77**	**88,497.30**
	Total Assets		**1,30,374.66**	**1,28,883.81**
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	19	1,800.00	1,800.00
	(b) Other Equity	20	74,921.38	69,436.37
	Total Equity		**76,721.38**	**71,236.37**
	LIABILITIES			
(1)	**Non-current Liabilities**			
	(a) Financial Liabilities			
	(i) Lease liabilities	21	12,044.38	15,873.08
	(ii) Other Financial Liabilities	22	55.53	70.44
	(b) Provisions	23	3,043.31	3,488.65
	(c) Deferred Tax Liabilities (Net)	47.2	26.41	5.28
	Total Non-current Liabilities		**15,169.63**	**19,437.45**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Lease liabilities	24	7,828.67	7,942.24
	(ii) Trade Payables	25		
	(a) Total outstanding dues of Micro Enterprises and Small Enterprises		195.40	196.38
	(b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		16,444.33	12,019.06
	(iii) Other Financial Liabilities	26	2,293.16	2,540.16
	(b) Provisions	27	906.03	401.32
	(c) Current Tax Liabilities (Net)	28	1.51	0.36
	(d) Other Current Liabilities	29	10,814.55	15,110.47
	Total Current Liabilities		38,483.65	38,209.99
	Total Liabilities		**53,653.28**	**57,647.44**
	Total Equity and Liabilities		**1,30,374.66**	**1,28,883.81**

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 25th April 2022

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 28th April 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Consolidated **Statement of Profit and Loss** for the year ended 31 March, 2022

` in Lakhs

	Particulars	Note	For the Year ended 31st March 2022	For the Year ended 31st March 2021
I.	**Revenue from Operations**	30	**1,67,295.90**	**1,23,312.96**
II.	**Other Income**	31	1,081.19	1,435.68
III.	**Total Income (I +II)**		1,68,377.09	1,24,748.64
IV.	**Expenses**			
	Operational Expenses	32	1,37,405.28	99,379.88
	Employee Benefits Expense	33	6,818.51	6,107.64
	Finance Costs	34	1,748.40	1,833.67
	Depreciation and Amortization Expense	4, 5 & 6	9,398.58	7,311.24
	Other Expenses	35	5,183.22	5,610.19
	Total Expenses		**1,60,553.99**	**1,20,242.62**
V.	**Profit Before Tax (III-IV)**		7,823.10	4,506.02
VI.	**Income Tax Expense**	46	1,194.72	1,083.72
	(1) Current Tax		1,034.66	1,148.58
	(2) Tax Relating to Earlier Years		68.76	(31.53)
	(3) Deferred tax		91.30	(33.33)
VII.	**Profit for the Year (V-VI)**		**6,628.38**	**3,422.30**
VIII	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		(62.96)	(30.38)
	(2) Income Tax on Above		14.31	(1.44)
	Items that will be Reclassified to Profit or Loss			
	(1) Exchange Differences on Translation of Foreign Operations		576.97	26.03
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**7,156.70**	**3,416.51**
X.	**Earning per Equity Share**			
	(1) Basic	43	36.82	19.01
	(2) Diluted		36.82	19.01

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 25th April 2022

Place: Kolkata
Date: 25th April 2022

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Consolidated **Statement of Changes in Equity** for the year ended 31 March, 2022

` in Lakhs

A. Equity Share Capital (Refer Note 19)	` in Lakhs
Balance as at 1st April 2020	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2021	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2022	**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 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 2019-20	-	(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**
Balance as at 1st April 2021	**8,562.57**	**46,765.19**	**630.36**	**13,478.25**	**69,436.37**
Profit for the Year	-	6,628.38	-	-	6,628.38
Other Comprehensive Income for the Year	-	(48.65)	-	576.97	528.32
Final Dividend on Equity Shares for FY 2020-21	-	(1,700.00)	-	-	(1,700.00)
Others	-	28.31	-	-	28.31
Balance as at 31st March 2022	**8,562.57**	**51,673.23**	**630.36**	**14,055.22**	**74,921.38**

The accompaning Notes form an integral part of 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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 25th April 2022

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 28th April 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Consolidated **Statement of Cash Flows** for the year ended 31 March, 2022

` in Lakhs

	Particulars	Note	For the Year ended 31st March 2022	For the Year ended 31st March 2021
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		7,823.10	4,506.02
	Adjustments for:			
	Depreciation / Amortisation Expenses		9,398.58	7,311.24
	Profit on Revaluation of Investments	31	-	(0.43)
	Finance Costs	34	1,748.40	1,833.67
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	31	(5.64)	(0.33)
	Profit on Sale of Investments	31	(20.18)	(9.39)
	Interest Income	31	(548.09)	(676.49)
	Operating Profit before Changes in Operating Assets and Liabilities		**18,396.17**	**12,964.29**
	Changes in Operating Assets and Liabilities		-	-
	(Increase)/ Decrease in Trade Receivables		(430.94)	(729.70)
	(Increase)/ Decrease in Financial Assets		2,239.04	(4,280.01)
	(Increase)/ Decrease in Loans		(47.87)	28.13
	(Increase)/ Decrease in Other Assets		955.74	(83.68)
	(Increase)/ Decrease in Inventories		(257.94)	297.67
	Increase/ (Decrease) in Trade Payables		4,262.26	28.04
	Increase/ (Decrease) in Financial Liabilities		(262.51)	2,549.53
	Increase/ (Decrease) in Other Liabilities		(4,247.80)	4,514.69
	Increase/ (Decrease) in Provisions		(76.25)	(304.19)
	Cash Generated from Operations		20,529.90	14,984.77
	Direct Taxes Paid (Net of Refund)		(2,048.87)	(1,642.41)
	Net Cash from/ (used in) Operating Activities		**18,481.03**	**13,342.36**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment & Intangible Assets		(10,032.43)	(1,589.56)
	Proceeds from Disposal of Property, Plant & Equipment		19.76	8.15
	Fixed Deposits (Placed)/ Realised (Net)		(4,167.17)	4,765.41
	Sale of Investments in Mutual Funds		8,420.60	10,459.39
	Purchase of Investments In Mutual Funds		(5,400.00)	(13,450.00)
	Interest Received		502.59	762.59
	Net Cash from/ (used in) Investing Activities		**(10,656.65)**	**955.98**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(6,806.91)	(5,293.51)
	Interest Elements of Lease Payments		(1,675.74)	(1,729.54)
	Dividend Paid		(1,700.00)	(1,000.00)
	Net Cash used in Financing Activities		**(10,182.65)**	**(8,023.05)**
D.	**Effect of Exchange Rate on Translation of Foreign Currency Cash and Cash Equivalents**		267.26	281.46
	Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C+D)		**(2,091.01)**	**6,556.75**
	Cash and Cash Equivalents at the Beginning of the Year	14	11,805.95	5,249.20
	Cash and Cash Equivalents at the End of the Year	14	**9,714.94**	**11,805.95**

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 25th April 2022

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 28th April, 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Notes forming part of the Consolidated Financial Statements

for the year ended 31 March, 2022

1 COMPANY BACKGROUND

TM International Logistics Limited ('the Parent Company') is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Parent Company is a Joint Venture between Tata Steel Limited (51 %), IQ Martrade of Germany (23%) and Nippon Yusen Kaisha- NYK (26%). The Parent Company and its subsidiaries (collectively referred to as 'the Group') are mainly engaged in the business of providing logistic services including port operations , freight and forwarding, material transportation through railways, ships and others, warehousing services, etc.

The Consolidated Financial Statements were approved and authorised for issue with the resolution of the Parent Company's Board of Directors on 25th April, 2022.

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 Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on 24th March 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from 1st April 2021. Consequent to this, the Group has changed the classification/presentation of (i) Security Deposits and (ii) Contract Assets in the current year.

Security Deposits (which meet the definition of a Financial Asset as per Ind AS 32) have been included in 'Other Financial Assets' line item . Previously , these deposits were included in 'Loans' line item. Further, Unbilled Receivables (which meet the definition of a Contract Asset as per Ind AS 115) have been included in 'Trade Receivables ' line item.

The group has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind AS 1. The impact of such classification is summarised below:

Balance Sheet (extract)	31st March 2021 (as oreviouslv reoorted)	Increase / Diecrease)	31st March 2021 (restated)
Loans - Non Current	429.74	(378.04)	51.70
Other Financial Assets - Non Current	27.77	378.04	405 .81
Loans - Current	71.16	(46.80)	24.36
Other Financial Assets - Current	4,692.46	(328.61)	4,363.85
Trade Receivables - Current	22,246.05	375.41	22,621.46

(iv) Current versus Non-current Classification

The Group 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.

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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2022

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

` in Lakhs

	As at 31st March 2022	As at 31st March 2021
Net Carrying Amount of :		
Note 4- Property Plant and Equipment		
Carrying amount of :		
Buildings	1,349.42	1,378.11
Leasehold Improvements	692.64	785.80
Plant and Equipments	13,781.19	5,670.82
Furniture and Fixtures	320.93	339.79
Vehicles	229.25	207.81
Office Equipments	321.68	361.68
Total Property Plant and Equipment	**16,695.11**	**8,744.01**
Note 5- Intangible Assets		
Softwares	456.01	287.27
Special Freight Train Operator Licence	752.47	802.47
Operational Rights under Service Concession Agreement Berth #13- Haldia Port	2,678.97	2,751.47
Total Intangible Assets	**3,887.45**	**3,841.21**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

	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, 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**
Additions	5.31	14.80	9,252.04	28.27	109.83	70.93	9,481.18	263.14	-	185.68	448.82
Disposals	-	-	21.50	1.47	89.77	37.04	149.78	20.47	-	-	20.47
Exchange Differences on Consolidation	22.04	-	387.44	0.69	1.60	3.66	415.43	0.51	-	-	0.51
Gross Carrying Amount as at 31st March, 2022	**1,667.76**	**819.41**	**18,598.03**	**546.00**	**496.39**	**552.88**	**22,680.47**	**818.98**	**1,000.00**	**4,283.48**	**6,102.46**
Accumulated Depreciation/ Amortisation as at 1st April, 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**
Charge for the Year	48.48	107.96	1,426.36	45.17	78.51	109.87	1,816.35	93.14	50.00	258.18	401.32
Disposals	-	-	21.47	1.46	79.63	34.62	137.18	18.95	-	-	18.95
Exchange Differences on Consolidation	7.56	-	102.72	2.64	1.34	2.30	116.56	0.25	-	-	0.25
Accumulated Depreciation/ Amortisation as at 31st March, 2022	**318.34**	**126.77**	**4,816.84**	**225.07**	**267.14**	**231.20**	**5,985.36**	**362.97**	**247.53**	**1,604.51**	**2,215.01**
Net Carrying Amount at the Beginning 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**
Net Carrying Amount at the End of the Year	**1,349.42**	**692.64**	**13,781.19**	**320.93**	**229.25**	**321.68**	**16,695.11**	**456.01**	**752.47**	**2,678.97**	**3,887.45**
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**

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

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2022	As at 1st April 2021
Net Carrying Amount of :		
Note 6- Right of Use Assets		
Land & Buildings	1,398.33	1,556.36
Railway Rakes	17,247.74	21,362.13
Vehicles	1.32	16.84
Total Right of Use Assets	**18,647.39**	**22,935.33**

` in Lakhs

	Land & Buildings	Railway Rakes	Vehicles	Total Right of Use Assets
Gross Carrying Amount as at 1st April 2021	2,366.06	29,889.70	45.50	**32,301.26**
Additions	362.68	2,586.91	-	**2,949.59**
Adjustment on account of Modification/Termination of Lease	(116.85)	-	-	**(116.85)**
Exchange Differences on Consolidation	(0.99)	-	(0.76)	**(1.75)**
Disposals	(3.91)	-	-	**(3.91)**
Gross Carrying Amount as at 31st March 2022	**2,606.99**	**32,476.61**	**44.74**	**35,128.34**
Accumulated Depreciation as at 1st April 2021	809.70	8,527.57	28.66	**9,365.93**
Charge for the Year	464.06	6,701.30	15.55	**7,180.91**
Adjustment on account of Modification/Termination of Lease	10.42	-	-	**10.42**
Exchange Differences on Consolidation	(1.70)	-	(0.79)	**(2.49)**
Disposals	(73.82)	-	-	**(73.82)**
Accumulated Depreciation as at 31st March 2022	**1,208.66**	**15,228.87**	**43.42**	**16,480.95**
Net Carrying Amount at the Beginning of the Year	**1,556.36**	**21,362.13**	**16.84**	**22,935.33**
Net Carrying Amount at the End of the Year	**1,398.33**	**17,247.74**	**1.32**	**18,647.39**

	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**

Note 1 : Aggregate amount of depreciation expense has been included under "Depreciation and Amortisation Expenses" in the Consolidated Statement of Profit and Loss.
Note 2 : Lease Agreements of all the above leases are duly executed in the name of the Companies with in the Group.

` in Lakhs

7. LOANS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Loan to Employees	48.60	51.70
	48.60	**51.70**

` in Lakhs

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2022

8. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Security Deposits ^	437.74	378.04
Deposits with Banks (with Maturity of More than 12 Months) # *	419.72	23.88
Accrued Interest on Deposits	15.46	3.89
	872.92	405.81
* Earmarked Amount	**417.70**	23.88
^ Include Dues from Related Parties (Refer Note 53)	**0.81**	**0.81**

Financial Assets carried at Amortised Cost

` in Lakhs

9. NON CURRENT TAX ASSETS (NET)	As at 31st March 2022	As at 31st March 2021
Advance Payment of Taxes	3,813.88	2,847.00
[Net of Provision for Tax: ₹ 8,761.78 Lakhs (31st March 2021: ₹ 9,602.80 Lakhs)]		
	3,813.88	**2,847.00**

` in Lakhs

10. OTHER NON CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Capital Advances	46.67	-
Prepaid Expenses	62.12	63.20
	108.79	**63.20**

` in Lakhs

11. INVENTORIES- CURRENT	As at 31st March 2022	As at 31st March 2021
At Lower of Cost and Net Realisable Value		
Stores and Spares etc.	588.34	320.98
[Net of Provision : ₹ 36.17 Lakhs (31st March 2021: ₹ 28.60 Lakhs)]		
	588.34	**320.98**

` in Lakhs

12. INVESTMENTS- CURRENT	As at 31st March 2022	As at 31st March 2021
Investment Carried		
Investments in Mutual Funds (Quoted)		
In units of ₹ 1,000/- each		
IDFC Liquid Fund-Direct Plan-Growth	-	1,000.19
Nil(31st March 2021 :40,232.917) Units		
UTI Liquid Cash Fund-Direct Plan-Growth	-	1,100.07
Nil (31st March 2021 : 32,638.416) Units		
In units of ₹ 100/- each		
Aditya Birla Sunlife Liquid Fund-Direct Plan-Growth	-	900.17
Nil (31st March 2021 : 2,71,516.578) Units		
	-	3,000.43
Aggregate Value of Quoted Investments	**-**	**3,000.43**

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2022

` in Lakhs

13. TRADE RECEIVABLES	As at 31st March 2022	As at 31st March 2021
Trade Receivable Considered Good - Unsecured #*	23,152.32	22,621.46
Trade Receivable - Credit Impaired	2,407.50	2,405.45
	25,559.82	25,026.91
Less : Loss Allowance	2,407.50	2,405.45
	23,152.32	**22,621.46**
# Include Dues from Related Parties (Refer Note 50)	**19,134.09**	**14,755.05**
*** Includes Unbilled Trade Receivables, as the Group has not yet issued an invoice**	**130.97**	**375.41**

For Ageing of Trade Receivables as at year end, refer Note 49 (a).

` in Lakhs

14. CASH AND CASH EQUIVALENTS	As at 31st March 2022	As at 31st March 2021
Cash on Hand	4.79	3.40
Balances with Banks		
In Current Account	9,260.15	9,463.45
In Deposit Account	450.00	2,339.10
	9,714.94	**11,805.95**

` in Lakhs

15. OTHER BANK BALANCES	As at 31st March 2022	As at 31st March 2021
Fixed Deposits with Banks*	38,503.12	34,731.80
	38,503.12	**34,731.80**
* Earmarked Amount	**2,095.30**	**2,404.29**

` in Lakhs

16. LOANS- CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Loan to Employees	75.32	24.36
	75.32	**24.36**

` in Lakhs

17. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2022	As at 31st March 2021
Unsecured, Considered Good		
Security Deposits	102.90	46.80
Accrued Interest on Deposits	141.00	107.08
Rebate Receivables	1,629.50	2,738.48
Other Receivables	225.63	1,471.49
	2,099.03	**4,363.85**

` in Lakhs

18. OTHER CURRENT ASSETS	As at 31st March 2022	As at 31st March 2021
Balance with Government Authorities @	376.16	374.31
Prepaid Expenses	552.16	565.58
Advance to Employees	8.43	3.51
Advance to Supplier/Service Providers	9,745.95	10,685.07
	10,682.70	**11,628.47**

'@ 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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

19: EQUITY SHARE CAPITAL	As at 31st March 2022	As at 31st March 2021
I. Authorised		
19,000,000 Equity Shares of ₹ 10 each	1,900.00	1,900.00
[31st March 2021: 19,000,000 shares of ₹ 10 each]		
II. Issued, Subscribed and Paid-up	**1,800.00**	**1,800.00**
18,000,000 Equity Shares of ₹ 10 each, fully paid up		
[31st March 2021 : 18,000,000 shares of ₹ 10 each, fully paid up]		
	1,800.00	**1,800.00**

i. Reconciliation of Shares

Reconciliation of Shares	As at 31st March 2022		As at 31st March 2021	
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 shareholding of Promoters of the Parent Company and Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Parent Company

	As at 31st March 2022		As at 31st March 2021	
	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**

iv There is no change in Promoters shareholding during the current and previous year.

` in Lakhs

20: OTHER EQUITY	As at 31st March 2022	As at 31st March 2021
General Reserves		
Balance at the Beginning of the Year	8,562.57	8,562.57
Balance at the End of the Year	8,562.57	8,562.57
Retained Earnings		
Balance at the Beginning of the Year	46,765.19	44,374.71
Profit for the Year	6,628.38	3,422.30
Other Comprehensive Income		
-Remeasurement of Post Employment Defined Benefit Obligations (Net of Tax)	(48.65)	(31.82)
Final Dividend on Equity Shares	(1,700.00)	(1,000.00)
Others	28.31	-
Balance at the End of the Year	**51,673.23**	**46,765.19**
Capital Reserve		
Balance at the Beginning of the Year	630.36	630.36
Balance at the End of the Year	630.36	630.36

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

Foreign Currency Translation Reserve		
Balance at the Beginning of the Year	13,478.25	13,452.22
Add/(Less): Exchange Differences on Translation of Foreign Operations during the Year	576.97	26.03
Balance at the End of the Year	**14,055.22**	**13,478.25**
	74,921.38	**69,436.37**

` in Lakhs

21: LEASE LIABILITIES- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities	12,044.38	15,873.08
	12,044.38	**15,873.08**

` in Lakhs

22: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Liability for Employee's Family Benefit Scheme	55.53	70.44
	55.53	**70.44**

` in Lakhs

23. PROVISIONS- NON CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
-Provision for Gratuity	516.87	443.22
-Post Retirement Medical Benefit Payable	42.71	28.95
-Director Pension Scheme Payable	241.67	185.01
-Employee Seperation Scheme	551.33	690.68
-Provision for Compensated Absences	789.51	748.03
Replacement Obligation for Berth#13 at Haldia Port	901.22	1,392.76
	3,043.31	**3,488.65**

` in Lakhs

24. LEASE LIABILITIES- CURRENT	As at 31st March 2022	As at 31st March 2021
Lease Liabilities	7,828.67	7,942.24
	7,828.67	**7,942.24**

` in Lakhs

25. TRADE PAYABLES- CURRENT	As at 31st March 2022	As at 31st March 2021
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	195.40	196.38
Creditors for Supplies and Services - Others #	15,334.92	10,179.07
Creditors for Accrued Wages and Salaries	1,109.41	1,839.99
	16,639.73	12,215.44
# Include dues to Related Parties (Refer Note 53)	**101.47**	**64.38**

For Ageing of Trade Payables as at year end, refer Note 51 (a).

` in Lakhs

26. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2022	As at 31st March 2021
Capital Liabilities	10.76	-
Liability for Employee's Family Benefit Scheme	56.38	21.24
Security Deposit Received	64.14	-
Other Liabilities #	2,161.88	2,518.92
	2,293.16	**2,540.16**
# Include Dues to Related Parties (Refer Note 53)	**2,043.37**	**2,518.92**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

27. PROVISIONS- CURRENT	As at 31st March 2022	As at 31st March 2021
Provision for Employee Benefits		
- Provision for Gratuity	102.83	141.65
- Post Retirement Medical Benefit Payable	3.75	2.79
- Director Pension Scheme Payable	21.20	17.83
- Employee Seperation Scheme	187.30	206.42
- Provision for Compensated Absences	35.10	32.63
Replacement Obligation for Berth #13 at Haldia Port	555.85	-
	906.03	**401.32**

` in Lakhs

28. CURRENT TAX LIABILITIES (NET)	As at 31st March 2022	As at 31st March 2021
Provision for Taxes	1.51	0.36
[Net of Advance: Nil (31st March 2021: ₹ 11.05 Lakhs)]		
	1.51	**0.36**

` in Lakhs

29. OTHER CURRENT LIABILITIES	As at 31st March 2022	As at 31st March 2021
Contract Liabilities #	10,004.60	14,660.95
Dues Payable to Goverment Authorities @	809.95	439.67
Other Payables	-	9.85
	10,814.55	15,110.47
# Include Dues to Related Parties (Refer Note 53)	**4,102.88**	**6,621.89**

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

` in Lakhs

30. REVENUE FROM OPERATIONS	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Income from Port Related Services	24,524.07	23,832.49
Income from Railway Services	50,508.63	36,187.39
Income from Shipping Freight	73,489.47	53,097.06
Income from Freight, Agency and Related Services	18,226.31	10,135.50
Income from Warehousing Services	547.42	60.52
	1,67,295.90	**1,23,312.96**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2022 will be recognised as revenue during the next reporting period - ₹ 867.94 Lakhs (31st March 2021 : ₹ 2,921.91 Lakhs)

` in Lakhs

31. OTHER INCOME	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Interest on Income Tax Refund	66.82	83.14
Interest Income from Financial Assets carried at Amortised Cost - Deposits	481.27	593.35
Gain on Foreign Currency Transactions (Net)	60.38	-
Profit on Sale of Property Plant & Equipment (Net)	5.64	0.33
Profit on Sale of Investments in Mutual Funds	20.18	9.39
Profit on Revaluation of Investments	-	0.43
Provision for Loss Allowances Written Back	1.34	0.52
Income from Rental Services	20.10	20.20
Liabilities no Longer Required Written Back	358.76	645.03
Other Non Operating Income	66.70	83.29
	1,081.19	**1,435.68**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

32. OPERATING EXPENSES	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Intraport Transportation including On Shore Handling	1,355.18	1,192.36
Custom Clearence Charges	101.02	129.22
Stevedoring & Other Related Expenses	10,687.62	10,821.86
Equipment Assistance Charges	331.92	119.88
Royalty to Kolkata Port Trust - Haldia Dock Complex	1,025.81	1,127.28
Vessel Hire Charges	45,027.46	28,208.08
Bunkering Charges	8,555.18	9,217.09
Ocean Freight Charges	15,135.44	7,693.37
Railway Freight Charges	41,017.70	28,788.60
Warehousing Charges	872.09	63.39
Other Charges	13,295.86	12,018.75
	1,37,405.28	**99,379.88**

` in Lakhs

33. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Salaries and Wages, including Bonus	6,168.22	5,496.66
Contribution to Provident and other Funds	409.37	408.50
Staff Welfare Expenses	240.92	202.48
	6,818.51	**6,107.64**

` in Lakhs

34. FINANCE COST	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Unwinding of Discount	72.66	92.74
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,675.74	1,740.93
	1,748.40	**1,833.67**

` in Lakhs

35. OTHER EXPENSES	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Consumption of Stores and Spare Parts	775.91	553.08
Power & Fuel	126.58	114.23
Rent (including Plot Rent)	442.87	668.25
Repairs to Buildings	194.48	145.48
Repairs to Machinery	949.28	643.30
Repairs- Others	227.00	230.21
Insurance Charges	212.36	190.56
Rates and Taxes	85.89	139.84
Travelling Expenses	248.13	170.89
Provision for Dead Stock	7.57	3.73
Loss on Foreign Currency Transactions (Net)	-	206.17
Corporate Social Responsibility Expenditure (Refer Note 35.2)	91.78	110.76
Replacement Obligation under SCA at Berth#13, Haldia	5.68	100.45
Security Charges	334.58	312.81
Provision for Loss Allowance	23.36	656.71
Bad Debts Written off [Net of Adjustment of Provision for Loss Allowance ₹ 83.82 Lakhs (31st March 2021: ₹ 113.81 Lakhs)]	-	6.05
Professional & Consultancy charges	403.05	327.49
Payment to Auditors (Refer Note 35.1)	37.11	36.51
Miscellaneous Expenses	1,017.59	993.67
	5,183.22	**5,610.19**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

35.1 Payment to Auditors

` in Lakhs

	For the Year ended 31st March 2022	For the Year ended 31st March 2021
As Auditors		
- Audit Fees	21.00	21.00
- Tax Audit	4.00	4.00
- Other Matters (including Certification)	11.55	11.05
- Out of Pocket Expenses	0.56	0.46

35.2 Disclosures in relation to Corporate Social Responsibility expenditure

` in Lakhs

	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Contribution towards promoting health care including preventive health care and sanitation	23.48	44.11
Contribution towards rural development projects	32.91	19.47
Contribution towards disaster management	7.22	14.39
Contribution towards promoting education	11.40	12.79
Others	16.77	20.00
Total	**91.78**	**110.76**
Amount required to be spent as per Section 135 of the Act	88.72	94.85
Amount spent during the year on		
(i)Construction/Acquisition of an asset	7.91	20.47
(ii)On purposes other than above	83.87	90.29
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent as at the beginning of the year	-	-
Amount required to be spent during the year	88.72	94.85
Amount spent during the year	91.78	110.76
Balance excess spent as at the end of the year *	-	-

*The Group does not intend to carry forward the excess of corporate social responsibility spent during the year to the suceeding years.

36. CONTINGENCIES:

a. Contingent Liability

` in Lakhs

Particulars	As at 31st March 2022	As at 31st March 2021
Claims against the Group not acknowledged as debts		
Service Tax	9,908.80	7,648.46
Income Tax	145.22	245.89
Tariff Authority of Major Ports	14,819.56	13,336.20
Syama Prasad Mookerjee Port Trust	1,742.69	1,729.88
Customs Duty	25.00	25.00
Others	49.87	49.87
	26,691.14	**23,035.30**

The details of material litigations are as described below:

Taxes, Dues and Other Claims

(a) Service Tax: ₹ 3,021.13 Lakhs (31.03.2021: ₹ 705.96 Lakhs). The Service Tax Department had raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 against which the Parent Company has filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa. The stay order and the writ pettion was disposed off vide order dated 29th September 2021 suggesting Parent company to file a reply to the adjucating authority by 1st November 2021. In turn, Parent Company has filed the reply on 29th October 2021, subsequent to which the adjucating authority has issued a demand order of ₹ 3,021.13 Lakhs (including interest of ₹ 1,756.00 Lakhs and Penalty of ₹ 632.62 Lakhs). The Parent Company is in the process of filling appeal before the Commissioner of Central Excise (Appeals).

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

(b) The Service Tax Department has raised the demand for ₹ 6,677.63 Lakhs (31st March 2021: ₹ 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 2021: ₹ 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 ₹ 13,053.64 Lakhs (31st March 2021: ₹11,655.04 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 ₹ 1,765.92 Lakhs (31st March 2021: ₹ 1,681.16 Lakhs) with a scheduled bank till April, 2014.

37. COMMITMENTS

(a) 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 2022, Parent Company's investments in equipments and infrastructure aggregate to ₹ 2,580.00 Lakhs (31st March 2021: ₹ 2,580.00 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: ₹ 504.93 Lakhs (31st March 2021:₹ 404.30 Lakhs).

38. 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 2022	For the Year ended 31st March 2021
Interest expense (included in Finance Costs)	34	1,675.74	1,729.54
Expense relating to short-term leases (included in Other Expenses)	35	96.94	359.96

Total Cash Outflow for Leases for the Year ended 31st March 2022 was ₹ 8,482.65 lakhs. (31st March, 2021 : ₹ 7,023.05 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 2022, potential future cash outflows of ₹ 132.30 Lakhs (31st March 2021 - ₹ 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 2022 (recognised as Income from Rental Services in Note 31) is ₹ 20.10 lakhs (31st March 2021: ₹ 20.20 lakhs).

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

` in Lakhs

	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**195.40**	196.38
	- Interest due thereon	**0.21**	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	**371.07**	544.71
	- Interest due thereon	**5.31**	11.17
4	The amount of interest accrued and remaining unpaid at the end of the accounting year	**5.57**	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.	**16.96**	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.		

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

40 IMPACT OF COVID 19

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 the Consolidated Financial Statements. The operations of the Group have continued during lockdown period. Major customers are comprising of Tata Steel Limited and its group companies. Hence, the Group believes that its receivable carries lower credit risk.

41. 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, 2022				
	Business Segments			Eliminations	Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding		
Revenue from External Customers	**75,991.18**	**73,489.47**	**17,815.25**	**-**	**167,295.90**
	(60,109.28)	(53,097 .06)	(10,106.62)	-	(123,312 96)
Inter-Segment Revenue	46.77	.	814.82	861.59	**.**
	(72 57)	-	(485.68)	(558.25)	.
Total Segment Revenue	**76,037.95**	**73,489.47**	**18,630.07**	**861.59**	**167,295.90**
	(60.1 81.85)	(53,097.06)	(10,592 30)	(558.25)	(123,312.96)
Time of Revenue Recognition					
At a Point in Time	**25,529.32**	**.**	**18,630:07**	**861.59**	**43.297.80**
	(23,994.46)	.	(10,592.30)	(558.25)	(34,028.51)
Over Time	**50,508.63**	**73,489.47**	**.**	**.**	**123,998.10**
	(36,187.39)	(53,097.06)	.	-	(89,284.45)

Segment Results:

` in Lakhs

Particulars	For the year ended 31 March, 2022				
	Business Segments			Eliminations	Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding		
Segment Profit before Finance Cost and Tax	**5,230.39**	**3,674.59**	**1,373.42**	**(1,000.00)**	**9,278.40**
	(4,249.07)	(1,281.93)	(470.72)	-	(6,001.72)
Reconciliation to Profit before Tax					
Unallocable Income/(Expenses) (Net)					**293.10**
					(337.97)
Finance Cost					**(1,748.40)**
					{1,833.67)
Profit Before Tax					**7,823.10**
					{4,506.02)
Other Information					
Depreciation and Amortisation (Allocable)	**7,910.13**	**1,249.89**	**238.56**		**9,398.58**
	(6,429.38)	(628.38)	(253.48)		(7,311.24)

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

Other Significant Non-Cash Expenses other than Depreciation and amortization	**12.58**	**-**	**18.34**		**30.92**
	(15.96)	(572.65)	(82.21)		(670 82)

Segment Assets: ` in Lakhs

Particulars	As at 31st March, 2022			
	Business Segments			Total
	Port and Railway Operations & Others	Shipping	Freight Forwarding	
Segment Assets	**55,279.55**	**15,937.40**	**5,473.63**	**76,690.58**
	(56,989.47)	(13,646.50)	(4,568.26)	(75,204.23)
Unallocable Assets				**53,684.08**
				(53,679.58)
Total Assets				**130,374.66**
				(128,883.81)

Segment Liabilities: ` in Lakhs

Particulars	As at 31st March, 2022			
	Business Segments			Eliminations
	Port and Railway Operations & Others	Shipping	Freight Forwarding	
Total Segment Liabilities	**44,643.71**	**3,656.83**	**5,351.23**	**53,651.77**
	(47,804.83)	(5,591.12)	(4,251.09)	(57,647 05)
Unallocable Liabilities				**1.51**
				(0 39)
Total Liabilities				**53,653.28**
				(57,647.44)

* 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, 2022	For the year ended 31st March, 2021
India	**120,278.30**	91 .802.73
Rest of the World	**47,017.60**	31 ,510.23

(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, 2022	As at 31 March, 2021
India	**30.166.24**	33,478.23
Rest of the World	**13.272.72**	5.182.57

(iii) ` in Lakhs

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Tata Steel Limited	**70,962.41**	56,841.98

42 (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 September 2006 and December 2006 , TMILL took a plot from KoPT on lease, measuring 54,000 square meters and 9,000 square meters respectively, for

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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.

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.(Refer Note 5)

(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).

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

` in Lakhs

43. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2022	For the Year ended 31st March 2021
(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)	**6,628.38**	3,422.30
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	**36.82**	19.01
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**36.82**	**19.01**

44. INTEREST IN SUBSIDIARIES

The Parent Company's subsidiaries at 31st March 2022 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 2022	For the Year ended 31st March 2021
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%

45.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 2022	For the Year ended 31st March 2021
Superannuation Fund	**49.87**	**54.07**
Tata Employees' Pension Scheme	6.67	7.96
Provident Fund (with Regional Provident Fund Commissioner)	25.34	25.83
Total	**81.88**	**87.86**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded

a. Post Retirement Gratuity

b. Director Pension Scheme

c. 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 received an 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 ₹ 48.25 lakhs (31st March 2021 - ₹ 37.51 lakhs) 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 2022	For the Year Ended 31st March 2021
Discount Rate	**6.80%**	**6.70%**
Expected Return on Exempted Fund	8.10%	8.50%
Expected Guranteed Interest Rate	**8.10%**	**8.50%**

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 2022	For the Year ended 31st March 2021
Contribution to Provident Fund Trust	**178.70**	180.72

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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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 2022	For the Year Ended 31st March 2021
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	1,619.92	1,543.82
b. Current Service Cost	123.85	117.52
c. Interest Cost	91.46	91.41
d. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	(6.77)	(4.32)
Actuarial Gain arising from Changes in Financial Assumptions	(18.92)	46.27
e. Benefits Paid	(42.31)	(164.75)
f. Exchange Rate Variation	15.47	(10.03)
g. Present Value of Obligation at the End of the Year	1,782.70	1,619.92
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	1,035.05	1,007.12
b. Acquisitions	-	
c. Interest Income	71.05	65.96
d. Contributions from Employer	93.44	119.59
e. Return on Plan Assets, excluding Amounts included in Interest Income Above	5.76	7.13
f. Benefits Paid	(42.30)	(164.75)
g. Fair Value of Plan Assets at the End of the Year	1,163.00	1,035.05
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	1,782.70	1,619.92
b. Fair Value of Plan Assets at the End of the Year	1,163.00	1,035.05
c. Liabilities Recognized in the Balance Sheet	619.70	584.87
Provision for Employee Benefit - Current (Refer Note 27)	102.83	141.65
Provision for Employee Benefit - Non current (Refer Note 23)	516.87	443.22
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	123.85	117.52
b. Net Interest Cost	20.41	25.45
Total Expense Recognized during the Year in the Statement of Profit and Loss	144.26	142.97
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	(6.77)	(4.32)
b. Actuarial (Gain)/Loss due to DBO Assumption Changes	(18.92)	46.27
c. Actuarial (Gain)/Loss arising during the Year (a + b)	(25.69)	41.95
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	(5.76)	(7.13)
Total Expense Recognised in Other Comprehensive Income (c + d)	(31.45)	34.82
6. Category of Plan Assets:		
Fund Managed by Tata Steel Limited	1,037.49	920.00
Funded with LICI	125.51	115.05

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

Description	For the Year Ended 31st March 2022	For the Year Ended 31st March 2021
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	75.04	64.54
b. 1-5 Years	541.02	433.68
c. More than 5 Years	1,447.71	1,435.23
8. Assumptions		
a. Discount Rate (per annum)	3.50% to 6.80%	3.20% to 6.70%
b. Rate of Escalation in Salary (per annum)	3.50% to 9.00%	3.50% 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

9. Investment Details of Fund Managed by Tata Steel Limited for Parent Company	For the Year Ended 31st March 2022 Amount invested in %	For the Year Ended 31st March 2021 Amount invested in %
Investment Details		
a. Government of India Securities	8.90%	9.10%
b. Public Sector unit Bonds	2.34%	0.85%
c. State / Central Government Guarenteed Securities	8.98%	6.13%
d. Schemes of Insurance	70.84%	73.68%
e. Private Sector unit Bonds	5.47%	5.78%
f. Others (including bank balances)	**3.47%**	4.46%

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 2022		For the Year Ended 31st March 2021	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(135.32)	148.54	(132.46)	146.19
(ii) Closing Balance of Obligation	1,647.38	1,931.24	1,487.46	1,766.11
Decrease by 1%				
(i) Aggregate Service and Interest Cost	154.15	(128.99)	151.54	(130.75)
(ii) Closing Balance of Obligation	1,936.85	1,653.71	1,771.46	1,489.17

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 **₹ 84.92 Lakhs** (31st March 2021 - ₹ 132.93 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 2022 is 8-9 years (31st March 2021: 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 2022		For the year ended 31st March 2021	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	31.74	202.84	34.10	213.30
b. Interest Cost	1.66	12.87	2.27	13.65
c. Remeasurement (Gain)/Loss:				
(i) Actuarial (Gain) / Loss arising from Changes in Demographic Assumptions	6.75	38.17	-	-
(ii) Actuarial (Gain) / Loss Arising from Changes in Financial Assumptions	(0.34)	(1.91)	-	-
(iii) Actuarial (Gain) / Loss Arising from Experience Adjustments	21.22	32.30	(3.50)	(4.95)
d. Benefits Paid	**(14.57)**	**(21.40)**	**(1.13)**	**(19.16)**
Closing Defined Benefit Obligation	46.46	262.87	31.74	202.84

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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	46.46	262.87	31.74	202.84
c. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	3.75	21.20	2.79	17.83
(ii) Retirement Benefit Liability - Non Current	42.71	241.67	28.95	185.01
3. Amounts Recognised in the Statement of Profit and Loss and Other Comprehensive Income in respect of these Defined Benefit plans are as follows:				
a. Net Interest Expenses	1.66	12.87	2.27	13.65
Components of Defined Benefit Costs Recognised in Profit or Loss	1.66	12.87	2.27	13.65
b. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial (Gain) / Loss arising from Changes in Demographic Assumptions	6.75	38.17		
(ii) Actuarial (Gain) / Loss Arising from Changes in Financial Assumptions	(0.34)	(1.91)		
(iii) Actuarial (Gain) / Loss Arising from Experience Adjustments	21.22	32.30	(3.50)	(4.95)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	27.63	68.56	(3.50)	(4.95)
Total	**29.29**	**81.43**	**(1.23)**	**8.71**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	6.80%	6.80%	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:				
Experience Gain / (Loss) Adjustments on Plan Liabilities	21.22	32.30	(3.50)	(4.95)

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 2022		31st March 2021	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(3.16)	3.55	(2.13)	2.40
(ii) Closing Balance of Obligation	43.30	50.01	29.61	34.14
Decrease by 1%				
(i) Aggregate Service and Interest Cost	3.56	(3.21)	2.41	(2.16)
(ii) Closing Balance of Obligation	50.02	43.25	34.15	29.58

Effect of Change in Ex- MD Pension	31st March 2022		31st March 2021	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(17.86)	20.10	(13.39)	15.08
(ii) Closing Balance of Obligation	245.01	282.97	189.45	217.92
Decrease by 1%				
(i) Aggregate Service and Interest Cost	20.14	(18.14)	15.13	(13.60)
(ii) Closing Balance of Obligation	283.01	244.73	217.97	189.24

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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

(c) Leave Obligations

The Group 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 Group's policy. The Group 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 Group towards this obligation was ₹ 824.62 Lakhs and ₹ 780.66 Lakhs as at 31st March 2022 and 31st March 2021 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.

46. 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	1,034.66	1,148.58
Adjustment for Current Tax of Earlier Years	68.76	(31.53)
	1,103.42	**1,117.05**
Deferred Tax		
Origination and Reversal of Temporary Differences	91.30	(33.33)
	91.30	**(33.33)**
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	14.31	(1.44)
	14.31	**(1.44)**

The Income Tax Expense for the Year can be Reconciled to the Accounting Profit/ (Loss) as follows: ` in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Profit Before Tax for the Year	7,823.10	4,506.02
Income Tax Expense at Tax Rates Applicable to Individual Entities	1,363.86	728.95
Effect of Income Deductible in determining Taxable Profit	(251.68)	317.12
Effect of Expenses that are not Deductible in Determining Taxable Profit	14.90	36.54
Effect of Items Taxable at Special Rates - Dividend from Subsidiary	-	5.64
Deferred tax reversal on unadjusted tax losses	-	22.20
Deferred tax reversal on Mat Credit	-	-
Effect of Other Items	(1.12)	4.80
	1,125.96	1,115.25
Adjustment for Current Tax of Earlier Years	68.76	(31.53)
Income Tax Expense for the Year	**1,194.72**	**1,083.72**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

47.1

` in Lakhs

Deferred Tax Asset (Net)	As at 1st April 2020	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2021	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2022
Deferred Tax Liabilities	47.90	(47.19)	-	0.71	(55.86)	-	(55.15)
Right-of-use Assets	(5,560.96)	(135.03)	-	(5,695.99)	1,137.66	-	(4,558.33)
	(5,513.06)	**(182.22)**	**-**	**(5,695.28)**	**1,081.80**	**-**	**(4,613.48)**
Deferred Tax Assets							
Property Plant & Equipment and Intangible Assets	201.43	3.26	-	204.69	8.46	-	213.15
Items Allowable for Tax Purpose on Payment/ Adjustment	49.72	2.77	-	52.49	(52.49)	-	-
MAT Credit Entitlement	362.12	(11.60)	-	350.52	16.19	-	366.71
Replacement Obligation for Berth#13 at Haldia Port	342.35	(16.75)	-	325.60	(31.31)	-	294.29
Employees' Early Separation Scheme (ESS)	21.68	(5.30)	-	16.38	2.87	-	19.25
Provision for Doubtful Debts & Advances	94.33	(49.51)	-	44.82	(44.82)	-	-
Unabsorbed Business Loss	5,673.17	280.49	-	5,953.66	(1,053.45)	-	4,900.21
Lease Liabilities	12.75	2.57	-	15.32	2.97	-	18.29
Others	6,757.55	205.93	-	6,963.48	(1,151.58)	-	5,811.90
	1,244.49	**23.71**	**-**	**1,268.20**	**(69.78)**		**1,198.42**
Net Deferred Tax Asset	**1,262.71**	**(18.22)**	**-**	**1,244.49**	**23.71**		**1,268.20**

47.2

` in Lakhs

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2020	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2021	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2022
Deferred Tax Liabilities							
Property Plant & Equipment and Other Intangible Assets	(14.19)	9.62	(0.71)	(5.28)	(21.52)	0.39	(26.41)
	(14.19)	**9.62**	**(0.71)**	**(5.28)**	**(21.52)**	**0.39**	**(26.41)**
Net Deferred Tax Liability	**(14.19)**			**(5.28)**		**0.39**	**(26.41)**

48. 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 2022	For the Year ended 31st March 2021
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Investments in Mutual Fund	12	-	3,000.43
Security Deposit	8	82.73	76.08
Assets Carried at Amortised Cost			
Loans	7, 16	123.92	76.06
Trade Receivables	13	23,152.32	22,621.46
Other Financial Assets(other than Security Deposits carried at FVTPL)	8, 17	2,889.22	4,693.58
Cash and Cash Equivalents	14	9,714.94	11,805.95
Other Bank Balances	15	38,503.12	34,731.80
Total Financial Assets		**74,466.25**	**77,005.36**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

	Note No.	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	25	16,639.73	12,215.44
Lease Liabilities	21, 24	19,873.05	23,815.31
Other Financial Liabilities	22, 26	2,348.69	2,610.60
Total Financial Liabilities		**38,861.47**	**38,641.35**

(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, 2021.

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 secuirity deposit given which are non-interest bearing, the Group has used discounted cash flows to arrived at fair value 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.

(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 Group 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. 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 2022	As at 31st March 2022	As at 31st March 2021	As at 31st March 2021
	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	-	82.73	-	76.08
	-	**82.73**	**3,000.43**	**76.08**

49 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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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 2022 and 31st March 2021 is the carrying amounts as disclosed in Note 48.

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 2022 and 31st March 2021.

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:

Trade Receivables Ageing Schedule as on 31st March 2022

` in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2022						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables – considered good	6,960.87	337.89	21.15	17.86	-	7,337.77	130.97	15,683.58	23,152.32
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	0.40	6.94	7.90	636.17	1,711.26	2,362.67	-	-	2,362.67
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**44.83**	**44.83**	**-**	**-**	**44.83**
Total	**6,961.27**	**344.83**	**29.05**	**654.03**	**1,756.09**	**9,745.27**	**130.97**	**15,683.58**	**25,559.82**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

Trade Receivables Ageing Schedule as on 31st March 2021

` in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2022						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables – considered good	6,618.72	557.01	204.74	27.64	0.34	7,408.45	375.41	14,837.60	22,621.46
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	625.51	45.18	1,734.76	2,405.45	-	-	2,405.45
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total	**6,618.72**	**557.01**	**830.25**	**72.82**	**1,735.10**	**9,813.90**	**375.41**	**14,837.60**	**25,026.91**

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 2022	As at 31st March 2021
Opening Balance	2,405.45	1,907.43
Provision made during the Year	23.36	656.71
Provision written back/reversed during the Year	(1.34)	(0.52)
Bad Debts during the year adjusted with Provisions	(83.82)	(113.81)
Exchange Difference on Consolidation	63.85	(44.36)
Closing Balance	**2,407.50**	**2,405.45**

(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.

Prudent risk liquidity management implies maintaining sufficient cash and cash equivalents and the availability of committed credit facilities to meet obligations when due.

Management monitors rolling forecasts of the Group's liquidity position on the basis of expected cash flow. The Parent Company has access to the following undrawn borrowing facilities at the end of the reporting period.

Particulars	As at 31st March 2022	As at 31st March 2021
Fund Based-Cash Credit, Bank Overdraft etc	903.80	500.00
Non Fund Based -Letter of Credit, Bank Guarantee etc	1,750.00	2,707.70

Note: The Company has made necessary filings with the Registrar of Companies (RoC) for registration of charges against above mentioned sanctioned limits within the statutory timelines.

The quarterly returns / statements of current assets filed by the Company for the year with respective banks are in agreement with the books of accounts.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	16,639.73	-	-	-	16,639.73
Lease Liabilities	7,828.67	11,847.96	2,213.59	299.61	22,189.83
Other Financial Liabilities	2,293.16	46.57	28.41	29.19	2,397.33
Total	**26,761.56**	**11,894.53**	**2,242.00**	**328.80**	**41,226.89**

` 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	2,540.16	33.17	4.37	32.90	2,610.60
Total	**22,697.84**	**13,723.15**	**5,177.97**	**557.22**	**42,156.18**

(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 receeivables and trade payables and is therefore exposed to foreign curreny risk. The Group strives to acheive 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:

` in Lakhs

Receivables in Foreign Currency	As at March 31, 2022		As at March 31, 2021	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
SGD	^0.00	0.03	^0.00	0.11
USD	0.41	29.86	0.17	11.84

` in Lakhs

Payable in Foreign Currency	As at March 31, 2022		As at March 31, 2021	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
CAD	0.04	2.45	-	-
EUR	0.03	2.70	0.01	1.28
GBP	0.01	1.30	0.01	0.46
JPY	54.89	36.90	37.29	26.28
SGD	^0.00	0.13	-	-
USD	0.43	33.08	0.96	70.55

^Amount is below the rounding off norm adopted by the Group.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

(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, 2022		As at March 31, 2021	
	Amount in Foreign Currency	Amount	Amount in Foreign Currency	Amount
CAD Sensitivity				
INR/CAD -Increase by 10%*	-	-	(0.25)	-
INR/CAD -Decrease by 10%*	-	-	0.25	-
EUR Sensitivity				
INR/EUR -Increase by 10%*	-	-	(0.27)	(0.13)
INR/EUR -Decrease by 10%*	-	-	0.27	0.13
GBP Sensitivity				
INR/GBP -Increase by 10%*	-	-	(0.13)	(0.05)
INR/GBP -Decrease by 10%*	-	-	0.13	0.05
JPY Sensitivity				
INR/JPY -Increase by 10%*	-	-	(3.69)	(2.63)
INR/JPY -Decrease by 10%*	-	-	3.69	2.63
SGD Sensitivity				
INR/SGD -Increase by 10%*	^0.00	0.01	(0.01)	-
INR/SGD -Decrease by 10%*	^0.00	(0.01)	0.01	-
USD Sensitivity				
INR/USD -Increase by 10%*	2.99	1.18	(3.31)	(7.05)
INR/USD -Decrease by 10%*	(2.99)	(1.18)	3.31	7.05

* 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.

50 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.

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

51(A) AGEING SCHEDULE

a. Trade Payables

` in Lakhs

Particulars	As at 31st March 2022							
	Outstanding for following periods from due date of payment					Unbilled Trade Payable	Trade payable - not yet due	Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total			
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	57.35	-	-	-	57.35	-	138.05	195.40
Others	4,655.55	138.95	7.72	12.59	4,814.81	5,287.20	6,342.32	16,444.33
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**4,712.90**	**138.95**	**7.72**	**12.59**	**4,872.16**	**5,287.20**	**6,480.37**	**16,639.73**

Particulars	As at 31st March 2021							
	Outstanding for following periods from due date of payment					Unbilled Trade Payable	Trade payable - not yet due	Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total			
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	149.74	-	-		149.74	-	46.64	196.38
Others	2,510.44	132.70	45.01	15.93	2,704.08	6,240.98	3,059.60	12,004.66
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	**14.40**	-	**14.40**	-	-	**14.40**
Total	**2,660.18**	**132.70**	**59.41**	**15.93**	**2,868.22**	**6,240.98**	**3,106.24**	**12,215.44**

b) Intangible Assets under Development
(i) Ageing

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	56.28	108.55	77.50	44.00	286.33

Particulars	As at 31st March 2021				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	108.55	77.50	44.00	-	230.05

ii) For Intangible Assets under Development, whose completion is overdue or has exceeded the cost compared to its original plan, following is the expected completion schedule:

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	274.33	-	-	-	274.33
Hyperion	12.00	-	-	-	12.00

Particulars	As at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	95.48	126.60	-	-	222.08

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

51(B) ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

(a) Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(b) Wilful defaulter

The Group has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Relationship with struck off companies

The Group has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(d) Compliance with number of layers of companies

The Group has complied with the number of layers prescribed under the Companies Act, 2013.

(e) Compliance with approved scheme(s) of arrangements

The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(f) Utilisation of borrowed funds and share premium

(i) The Group has not advanced or loaned or invested funds to any other person or entity, including foreign entity (Intermediary) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or

b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiary

(ii) The Group has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiary) or

b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiary

(g) Undisclosed Income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961 that has not been recorded in the books of accounts.

(h) Details of crypto currency or virtual currency

The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

(i) Valuation of Property, Plant and Equipment (including Right-of-use Assets) and Intangible Assets

The Group has not revalued its Property, Plant and Equipment (including Right-of-use Assets) or Intangible Assets or both during the current or previous year.

52. 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 Und 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

TRF Limited

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

(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 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 (w.e.f. 16th November 2020)	Managing Director
Mr. Ashish Kumar Gupta (till 15th November 2020)	Managing 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. Peeyush Gupta (w.e.f. 8th September 2021)	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 (till 8th September 2021)	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 (till 31st March 2022)	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 Parent Company

53. 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	**70,962.41**	**5,011.44**	**307.85**	**76,281.70**
	(56,841.98)	(18,407.74)	(284.44)	(75,534.16)
Receiving of Services	**43.54**	**-**	**-**	**43.54**
	(377.23)	-	-	(377.23)
Re-imbursement Received	**38,951.77**	**2,609.77**	**15,039.65**	**56,601.19**
	(19,157.79)	(7,020.39)	(12,793.80)	(38,971.98)
Dividend paid	**1,700.00**	**-**	**-**	**1,700.00**
	(1,000.00)	-	-	(1,000.00)
Balance Outstanding at Year-end				
Trade Receivables	**18,366.88**	**548.35**	**218.86**	**19,134.09**
	(9,065.21)	(5,455.34)	(234.50)	(14,755.05)
Trade Payables	**57.04**	**-**	**-**	**57.04**
	(64.38)	-	-	(64.38)
Contract Liabilities	**2,992.66**	**477.45**	**632.77**	**4,102.88**
	(4,120.49)	(1,351.93)	(1,149.47)	(6,621.89)
Other Financial Liabilities	**1,979.23**	**-**	**-**	**1,979.23**
	(2,415.41)	(103.51)	-	(2,518.92)

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

Particulars	Entities with Joint Control of or Significant Influence over the Company	Fellow Subsidiaries	Joint Venture of Tata Steel Limited	Total
Security Deposit	**0.81**	**-**	**-**	**0.81**
	(0.81)	-	-	(0.81)
Security Deposit Received	64.14	-	-	64.14
	-	-	-	-

Figures in bracket represents transactions with related parties during the year ended 31st March 2021 and balances as at 31st March 2021.

Post Employment Benefit Plans ` in Lakhs

Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Contribution to TM International Logistics Limited Employees' Provident Fund	178.70	180.72

Transactions with Key Management Personnel during the Year and Balances Outstanding at Year-end ` in Lakhs

Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Short-term Benefits #	282.15	306.82
Balance Outstanding at Year-end		
Short-term Benefits	44.43	3.16
Commission Payable to Key Management Personnel	20.00	15.00

Includes Deputation Charges paid to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - ₹ 252.55 Lakhs (31st March 2021:₹ 84.14 Lakhs).

54. 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.

55. 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	**30.54%**	**23,428.49**	**44.93%**	**2,977.88**	**-9.99%**	**(52.76)**	**40.87%**	**2,925.12**
TM International Logistics Limited"	*31.17%*	*22,203.11*	*53.07%*	*1,816.10*	*215.46%*	*(12.48)*	*52.52%*	*1,803.62*
Subsidiaries								
Indian								
1. TKM Global Logistics Limited	**4.03%**	**3,095.44**	**5.50%**	**364.61**	**1.93%**	**10.21**	**5.24%**	**374.82**
	4.10%	*2,920.61*	*0.31%*	*10.55*	*(277.24%)*	*16.06*	*0.65%*	*26.61*
Foreign								
1. International Shipping & Logistics FZE	**40.50%**	**31,070.34**	**56.34%**	**3,734.56**	**163.97%**	**866.31**	**64.29%**	**4,600.87**
	38.28%	*27,269.47*	*36.42%*	*1,246.28*	*12310.38%*	*(712.96)*	*15.61%*	*533.32*
2. TKM Global GmbH	**25.71%**	**19,723.12**	**9.93%**	**658.30**	**-62.62%**	**(330.86)**	**4.58%**	**327.44**
	27.54%	*19,617.91*	*11.04%*	*377.70*	*(11729.32%)*	*679.31*	*31.01%*	*1,057.01*
3. TKM Global China Limited	**0.78%**	**597.90**	**1.61%**	**106.65**	**6.70%**	**35.42**	**1.99%**	**142.07**
	0.64%	*455.84*	*-0.36%*	*(12.35)*	*(419.27%)*	*24.28*	*0.21%*	*11.93*
Sub Total 31st March 2022		**77,915.29**		**7,842.00**		**528.32**		**8,370.32**
Sub Total 31st March 2021		72,466.94		3,438.28		(5.79)		3,432.49

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2022

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)
Elimination / Adjustment on Consolidation								
31st March 2022	**-1.56%**	**(1,193.91)**	**-18.31%**	**(1,213.62)**	**-**	**-**	**-16.96%**	**(1,213.62)**
31st March 2021	*-1.73%*	*(1,230.57)*	*-0.47%*	*(15.98)*	-	-	*-0.47%*	*(15.98)*
Grand Total 31st March 2022		**76,721.38**		**6,628.38**		**528.32**		**7,156.70**
Grand Total 31st March 2021		*71,236.37*		*3,422.30*		*(5.79)*		*3,416.51*

Figures in italics represents comparative figures of previous year.

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

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 25th April 2022

For and on behalf of the Board of Directors

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 25th April 2022

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Awards

TMILL received a Runner-up Award for 'On-Shore Operation' for Haldia Port Operation for Performance Year 2018 (AY 201 6, 2017, 2018)

Tata Affirmative Action Programme

- *11th CII National HR Excellence Award 20-21- Strong Commitment to HR Excellence*
- *World HRD Congress &Awards 2021- Award for Managing Health at Work*
- *World HRD Congress & Awards 2022- Award for Best Workplace Practices*
- *World HRD Congress & Awards 2022- Award for HR Leadership Award*
- *Valuable Partners with Tata Steel- Global Wires India*
- *TAAP Adoption : Participated into TAAP first time formally*
- *National Safety Award for Haldia Berth#13 Operations by Ministry of labour & Employment (Runners up)*
- *CII Scale Awards for overall excellence in Logistics & Supply Chian in Rail Operations*

TMILL Group of Companies

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